

Directors' Meeting, Board of, (Pages 1:1 to 81:24)

1:1 LOUISIANA GAMING CONTROL BOARD MEETING

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6 THURSDAY, DECEMBER 17, 2020

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9 LOUISIANA STATE CAPITOL, HOUSE COMMITTEE ROOM 4

10 900 NORTH THIRD STREET

11 BATON ROUGE, LOUISIANA

12

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14

15 TIME: 10:00 A.M.

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1 APPEARANCES

2

3 CHAIRMAN MIKE NOEL

Chairman

4 Second Congressional District

June 30, 2025

5

6 JULIE BERRY

(CPA)

7 Third Congressional District

June 30, 2024

8

9 ELTON LAGASSE

(At-Large)

10 First Congressional District

June 30, 2021

11

12 HARRY AVANT

(At-Large)

13 Fourth Congressional District

June 30, 2024

14

15 CLAUDE D. JACKSON

(At Large)

16 Fourth Congressional District

June 30, 2021

17

18 O. LAMAR POOLE, JR.

(Economic/Community Planner)

19 Sixth Congressional District

June 30, 2025

20

21 JULIE A. LEWIS

(Investigative and Law Enforcement)

22 Fifth Congressional District

June 30, 2024

23

24

25 APPEARANCES CONTINUED

3

1

2 FRANCESCA HAMILTON-ACKER

(Attorney)

3 Third Congressional District

June 30, 2026

4

5 TRUDY M. SMITH

Confidential Assistant

6

7 MAJOR CHUCK MCNEAL

Louisiana State Police

8

9 MICHAEL LEGENDRE

Louisiana Department of Revenue

10

11

12 REPORTED BY:

13 SHELLEY G. PAROLA, CSR, RPR

Baton Rouge Court Reporters

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9	Inc., d/b/a Tiger Truck Stop	
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18 Company, Inc., d/b/a Grand
19 Bayou Casino - No. 2401508817 18

20 VI. CASINO GAMING ISSUES

21 A. Consideration of Certificate of
22 Compliance for the Alternate
23 Riverboat Inspection of the
24 gaming vessel of Golden Nugget
25 Lake Charles, LLC, d/b/a Golden

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3 - No. R016502995 22

4 B. Consideration of the Joint
5 Petition of Eldorado Resorts,
6 Inc., n/k/a Caesars
7 Entertainment, Inc., and Twin
8 River Worldwide Holdings, Inc.,
9 n/k/a Bally's Corporation for
10 approval of Transfers of
11 Ownership, Conversion, and Name
12 Change, In Re: Eldorado Casino
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14 Eldorado Resort Casino
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1 I. CALL TO ORDER

2 CHAIRMAN NOEL: Good morning
3 everyone. We'll go ahead and get
4 started.

5 Ms. Smith, please call the roll.

6 MS. SMITH: Chairman Noel?

7 CHAIRMAN NOEL: Here.

8 MS. SMITH: Mr. Avant?

9 MR. AVANT: Here.

10 MS. SMITH: Ms. Berry?

11 MS. BERRY: Here.

12 MS. SMITH: Mr. Jackson?

13 MR. JACKSON: Here.

14 MS. SMITH: Mr. Lagasse?

15 MR. LAGASSE: Yes, ma'am.

16 MS. SMITH: Ms. Lewis?

17 MS. LEWIS: Here.

18 MS. SMITH: Mr. Poole?

19 MR. POOLE: Here.

20 MS. SMITH: Miss Hamilton-Acker?

21 MS. HAMILTON-ACKER: Present.

22 MS. SMITH: Mr. West? [No

23 response.]

24 Colonel Davis?

25 MAJOR MCNEAL: Major McNeal for

7

1 Colonel Davis.

2 MS. SMITH: And Secretary Robinson?

3 MR. LEGENDRE: Michael Legendre for

4 Secretary Robinson.

5 CHAIRMAN NOEL: We have a quorum.

6 II. PUBLIC COMMENTS

7 CHAIRMAN NOEL: We'll move on to

8 Public Comments, and I'll ask if there

9 is any public comment today on any

10 matter that's before the Board?

11 III. APPROVAL OF MINUTES

12 CHAIRMAN NOEL: Okay, hearing none,

13 I'll ask for a motion to approve --

14 waive and approve the minutes of the

15 November 19th meeting.

16 MR. LAGASSE: So moved.

17 MS. HAMILTON-ACKER: Second.

18 CHAIRMAN NOEL: Motion and second by

19 Ms. Hamilton-Acker.

20 All in favor? [Collective "aye."]

21 Any opposed? No opposition, the

22 motion carries. Thank you.

23 IV. REVENUE REPORTS

24 CHAIRMAN NOEL: Next up is Revenue

25 Reports, and I believe we have

8

1 Miss Jackson from State Police.

2 MS. JACKSON: Good morning, Chairman
3 Noel, Board Members. My name is Donna
4 Jackson with Louisiana State Police
5 Gaming Enforcement Division.

6 The gaming licensees continue to
7 operating subject to COVID-19
8 restrictions. The licensees were
9 ordered to reduce the gaming positions
10 and operations from 75 percent to
11 50 percent effective November 25th with
12 the return to a modified version of
13 Phase 2 restrictions.

14 During November, the 13 operating
15 riverboats generated Adjusted Gross
16 Receipts of \$114,650,875. This total
17 represents a decrease of \$1 million or 1
18 percent from October 2020 and a decrease
19 of over \$35 million or 23.6 percent from
20 last November which had five Fridays and
21 Saturdays compared to this November with
22 only four.

23 Adjusted Gross Receipts for fiscal
24 year 2021 to date are \$574.8 million, a
25 decrease of \$163 million or 22 percent

9

1 from fiscal year 2020.

2 During November the State collected
3 fees totaling \$24.6 million. As of

4 November 30th, 2020, the State collected
5 \$123.6 million in fees for fiscal year
6 2021.

7 Next is a summary of the
8 November 2020 gaming activity for
9 Harrah's New Orleans found on page
10 three. Harrah's generated \$14,746,624
11 in gross gaming revenue during November.
12 These revenues represent an increase
13 from October of \$833,000 or 6 percent
14 but a decrease of \$11.3 million or
15 43.5 percent from last November.

16 Adjusted Gross Receipts for fiscal
17 year 2021 to date are \$67 million, a
18 decrease of \$49.6 million or 42 percent
19 from fiscal year 2020.

20 During November the State received
21 \$4,931,507 in minimum daily payments.

22 As of November 30th, 2020, the State
23 collected approximately \$25 million in
24 fees for fiscal year 2021.

25 Next I'll present the revenues for

10

1 Slots at the Racetracks. During
2 November the four racetrack facilities
3 combined generated Adjusted Gross
4 Receipts of \$22,411,632, a decrease of
5 1.3 percent from last month, and a
6 decrease of \$6.3 million or 21.8 percent

7 from last November.

8 Adjusted Gross Receipts for fiscal
9 year 2021 to date are \$114.3 million, a
10 decrease of \$24.4 million or 18 percent
11 from fiscal year 2020.

12 During November the State collected
13 \$3.4 million in fees. As of
14 November 30th, the State has collected
15 \$17.3 million in fees for fiscal year
16 2020.

17 Are there any questions before I
18 present the video gaming statistics?

19 CHAIRMAN NOEL: Any questions? [No
20 response.]

21 Thank you.

22 MS. JACKSON: There are currently
23 12,084 video gaming devices activated at
24 1,477 locations. Net device revenue for
25 November 2020 was \$52.9 million, a

11

1 decrease of \$1.7 million or 3 percent
2 when compared to October 2020, but an
3 increase of \$1.5 million or 2.9 percent
4 when compared to November 2019.

5 Net device revenue for fiscal year
6 2021 to date is \$278 million, an
7 increase of \$26.4 million or
8 10.5 percent when compared to fiscal
9 year to 2020. Page three of your

10 handout shows a comparison of the net
11 device revenue.

12 Total franchise fees collected
13 during November 2020 was \$16.1 million,
14 a decrease of \$548,000 when compared to
15 October 2020, but an increase of
16 \$683,000 when compared to November 2019.

17 Total franchise fees collected for
18 fiscal year 2021 to date are
19 \$84.7 million, an increase of
20 \$9.3 million or 12.4 percent when
21 compared to fiscal year 2020. Page four
22 of your handout shows a comparison of
23 the franchise fees.

24 Are there any questions?

25 CHAIRMAN NOEL: Any questions for

12

1 Miss Jackson? [No response.]

2 Thank you, Donna.

3 MS. JACKSON: Thank you.

4 V. VIDEO GAMING ISSUES

5 A. Consideration of Transfer of Interest in

6 Tiger Truck Stop, Inc., d/b/a Tiger Truck

7 Stop - No. 2401501288

8 CHAIRMAN NOEL: Okay. We'll move on
9 to Video Gaming Issues. First up is

10 Consideration of Transfer of Interest in

11 Tiger Truck Stop, Incorporated, doing

12 business as Tiger Truck Stop, No.

13 2401501288.

14 MR. PITRE: Chairman Noel, Board
15 Members, I'm Assistant Attorney General
16 Earl Pitre, Jr., appearing before the
17 Board in the matter of the transfer of
18 ownership interest of Tiger Truck Stop,
19 Incorporated, doing business as Tiger
20 Truck Stop.

21 On June 10th, 2020, Michael S.
22 Sandlin sold and transferred 50 percent
23 of the shares of stock in the licensee
24 to James A. Jarreau, and the remaining
25 50 percent of the shares of stock to

13

1 John L. Ewing.

2 On June 25th, 2020, Gross Tete, LLC,
3 purchased immovable property of the
4 truck stop together with buildings and
5 improvements from SOS Enterprises,
6 Incorporated, and leased it to the
7 licensee. The members of Gross Tete,
8 LLC, are James A. Jarreau and John L.
9 Ewing.

10 Criminal Investigator Rodney Perkins
11 conducted the suitability investigation
12 of the associated persons and conducted
13 an investigation of the transfer of
14 ownership interest. He will present the
15 Office of State Police's findings to the

16 Board.

17 TROOPER PERKINS: Good morning. I
18 conducted suitability investigations on
19 James A. Jarreau and Elizabeth A.
20 Jarreau. I found no information that
21 would preclude them from participating
22 in the gaming industry.

23 I conducted updated suitability
24 checks on John L. Ewing and Dana J.
25 Glaser. They previously met suitability

14

1 on various licenses, and I found no
2 information that would preclude them
3 from continuing to participate in the
4 gaming industry. I also conducted an
5 investigation of the transfer of
6 ownership interest and found no
7 information that would preclude the
8 continued licensing of Tiger Truck Stop,
9 Incorporated, doing business as Tiger
10 Truck Stop.

11 MR. PITRE: The Office of the
12 Attorney General has reviewed the file
13 compiled as a result of the
14 investigation conducted by the Office of
15 State Police. Our review indicates that
16 no information has been found which
17 would preclude approval of the transfer.

18 CHAIRMAN NOEL: Thank you. Quick

19 question. Are you aware of any capital
20 investments that are planned with this
21 location with -- this new truck stop?

22 TROOPER PERKINS: No, sir, I'm not.

23 CHAIRMAN NOEL: Thank you.

24 Any questions from the Board? No
25 questions.

15

1 Do I have a motion -- motion to
2 approve the transfer of interest?
3 Motion by Ms. Berry, seconded by Mr.
4 Poole.

5 All in favor say "aye." [Collective
6 "aye."]

7 Any opposed? No opposition, the
8 motion carries. Thank you.

9 B. Consideration of Transfer of Interest in I-10
10 Duson Travel Center, LLC, d/b/a Miss Mamie's
11 Casino - No. 0109511122

12 CHAIRMAN NOEL: Next up will be
13 Consideration of Transferring Interest
14 in I-10 Duson Travel Center, LLC, doing
15 business as Miss Mamie's Casino, No.
16 0109511122.

17 MR. PITRE: I'm Assistant Attorney
18 General Earl Pitre, Jr., appearing
19 before the Board in the matter of the
20 transfers of membership interest in I-10
21 Duson Travel Center doing business as

22 Miss Mamie's Casino.

23 On June 30th, 2017, Raymond
24 Gautreaux, Sr., appearing through
25 co-curators Raymond Gautreaux, Jr., and

16

1 Monique Gautreaux, sold his 48 percent
2 membership interest in the licensee to
3 Gautreaux Family Holdings, LLC.
4 Raymond, Sr., was the sole member of
5 Gautreaux Family Holdings, LLC, and
6 Raymond, Jr., is the manager.

7 On November 11th, 2017, Raymond,
8 Sr., died. He left his interest in
9 Gautreaux Family Holdings, LLC, to his
10 heirs. On February 27th, 2020, the
11 district court judge signed an Amended
12 Judgment of Possession dividing Raymond
13 Gautreaux, Sr.'s, membership interest in
14 Gautreaux Family Holdings, LLC, between
15 his heirs.

16 Criminal Investigator Glenn Verrett
17 conducted an investigation of the
18 transfers of membership interest. He
19 also conducted the suitability
20 investigations of the relevant persons
21 associated with the licensee. He will
22 present's the Office of State Police's
23 findings to the Board.

24 TROOPER VERRETT: Good morning, Mr.

25 Chairman, Board Members. I'm

17

1 Investigator Glenn Verrett with the
2 Gaming Enforcement Division.

3 I investigated transfers of interest
4 that occurred in the licensee. Raymond
5 G. Gautreaux, Jr., Heather Gautreaux and
6 Monique Schexnayder previously met
7 suitability on this license. I
8 conducted the updated suitability checks
9 on them and found no information that
10 would preclude them from continuing to
11 participate in the video gaming
12 industry.

13 I conducted suitability
14 investigations on Megan Tesch and
15 Blakely Schexnayder. I found no
16 information that would preclude them
17 from participating in the video gaming
18 industry, and I did not conduct a
19 suitability investigation on Megan
20 Tesch's husband, Robert Tesch, Jr.,
21 because they entered into a separate --
22 separate property agreement.

23 I found no information that would
24 preclude the continuing licensing of
25 I-10 Duson Travel Center, LLC, doing

18

1 business as Miss Mamie's Casino.

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

9 CHAIRMAN NOEL: Thank you. Do we
10 have any questions from the Board?
11 Having no questions, do we have a motion
12 to approve the transfer.

13 MS. HAMILTON-ACKER: So moved.

14 CHAIRMAN NOEL: Moved by Ms.
15 Hamilton-Acker, second by Mr. Avant.

16 All in favor? [Collective "aye."]

17 Any opposed? No opposition, the
18 motion carries. Thank you.

19 C. Consideration of Transfer of Interest of A.N.
20 Collette Oil Company, Inc., d/b/a Grand Bayou
21 Casino - No. 24015088174

22 CHAIRMAN NOEL: Next up -- I guess
23 y'all are going to have it -- is
24 Consideration of Transfer of Interest in
25 A.N. Collette Oil Company, Incorporated,

19

1 doing business as Grand Bayou Casino,
2 No. 2401508817.

3 MR. PITRE: Chairman Noel, Board
4 Members, I'm Assistant Attorney General

5 Earl Pitre, Jr., appearing before the
6 Board in the matter of the transfers of
7 ownership interest of A.N. Collette Oil
8 Company, Incorporated, doing business as
9 Grand Bayou Casino.

10 On January 1st, 2020, Ronald A.
11 Collette donated a 5 percent ownership
12 interest in the licensee to his son
13 Dustin J. Collette. On the same day
14 during a special joint meeting of the
15 board of directors and shareholders,
16 Dustin was elected as vice-president and
17 secretary of the licensee.

18 On January 5th, 2020, Carol Hotard
19 died. At the time of her death, she
20 held a 44.75 percent interest --
21 ownership interest in A.N. Collette Oil
22 Company, Incorporated, doing business as
23 Grand Bayou Casino.

24 Carl Hotard left her entire estate,
25 which included her 44.75 percent

20

1 ownership interest in licensee, to the
2 to her two daughters, Toni H. Cockerham
3 and Dana H. Quebedeaux in equal shares.

4 Criminal Investigator Glenn Verrett
5 conducted the suitability investigation
6 on the associated persons. He also
7 conducted an investigation of the

8 transfers of ownership interest. He
9 will present the Office of State
10 Police's findings to the Board.

11 TROOPER VERRETT: Good morning, Mr.
12 Chairman and Board Members. I'm
13 Investigator Glenn Verrett Gaming
14 Enforcement Division.

15 I investigated the transfers of
16 ownership interest that occurred in the
17 licensee. I conducted the suitability
18 investigations on Toni Cockerham, Dana
19 Quebedeaux and Dustin Collette. I found
20 no information that would preclude them
21 from participating in the video gaming
22 industry. I did not conduct a
23 suitability investigation of the spouses
24 of Toni Cockerham or Dana Quebedeaux
25 because they entered into a separate

21

1 property agreement.

2 I found no information that would
3 preclude the continuing licensings of
4 A.N. Collette Oil Company, Inc., doing
5 business as Grand Bayou Casino.

6 MR. PITRE: The Office of the
7 Attorney General has reviewed the file
8 compiled as a result of the
9 investigation conducted by the Office of
10 State Police. Our review indicates that

11 no information has been found to which
12 would preclude approval of the
13 transfers.

14 CHAIRMAN NOEL: Thank you, Earl.

15 Any questions from the Board?

16 Hearing no questions, do we have a
17 motion to approve the transfer of
18 interest?

19 MR. LAGASSE: So moved.

20 CHAIRMAN NOEL: Motion by Mr.
21 Lagasse and seconded by Ms. Berry.

22 All in favor say "aye." [Collective
23 "aye."]

24 Any opposed? No opposition, motion
25 carries.

22

1 VI. CASINO GAMING ISSUES

2 A. Consideration of Certificate of Compliance for
3 the Alternate Riverboat Inspection of the
4 gaming vessel of Golden Nugget Lake Charles,
5 LLC, d/b/a Golden Nugget Casino Lake Charles -
6 No. R016502995

7 CHAIRMAN NOEL: All right, we'll
8 move on next to Casino Gaming Issues,
9 and first up is Consideration of
10 Certificate of Compliance for the
11 Alternate Riverboat Inspection of the
12 gaming vessel of Golden Nugget Lake
13 Charles, LLC, doing business as Golden

14 Nugget Casino Lake Charles, No.
15 R016502995.

16 MS. LANDRY: Good morning, Chairman
17 Noel and Board Members. I'm Assistant
18 Attorney General Lisha Landry, and with
19 me is Mr. John Francic of the ABSG
20 Consulting. We're here in the matter of
21 the issuance of the annual Certificate
22 of Compliance to Golden Nugget Casino
23 Lake Charles doing business as Golden
24 Nugget Casino Lake Charles.

25 On October 13th, 2020, ABSG began

23

1 the inspection process for the approval
2 of Golden Nugget Casino's Certificate of
3 Compliance, and Mr. Francic will now
4 provide the details on ABSG's
5 inspection.

6 MR. FRANCIC: Good morning, Chairman
7 and Board Members. I'm John Francic
8 with ABSG Consulting here to report the
9 annual certification for Golden Nugget
10 Casino.

11 The inspectors, Jeff Boyle and Pete
12 Bullard, did, on October 13th and 14th,
13 attend the riverboat to conduct the
14 annual inspection in accordance with the
15 alternative riverboat gaming vessel
16 inspection program. The inspectors

17 reviewed life safety measures, fire
18 protection, egress routes, emergency
19 generator and lighting. There were
20 deficiencies noted during the inspection
21 and were corrected. These corrections
22 can be found in a supplemental report.

23 The 2020 annual survey as required
24 by the Louisiana Gaming Control Board is
25 complete and is considered fit to

24

1 continue its intended service as a
2 dockside gaming riverboat in the State
3 of Louisiana. It is the recommendation
4 of ABSG Consulting that Golden Nugget
5 Casino be issued the Certificate of
6 Compliance.

7 MS. LANDRY: We now present these
8 findings to the Board and request that
9 upon the Board's accepting the reports
10 submitted by ABSG, you'll move for the
11 issuance for the annual Certificate of
12 Compliance to Golden Nugget Casino which
13 will expire on December 31st, 2021.

14 CHAIRMAN NOEL: Thank you. Before
15 we entertain -- let me ask the Board, is
16 there any questions for Mr. Francic or
17 the Attorney General's Office? [No
18 response.]

19 I believe Mr. Hennagin is here from

20 Golden Nugget, and I would ask him just
21 to give us just a little update on
22 previous storm damage and where -- where
23 things are at.

24 MR. HENNAGIN: Good morning
25 Chairman, Members of the Board. Thank

25

1 you for having us.

2 So, yeah, obviously we've had some
3 challenges this year. We've been shut
4 down for three months of this year, two
5 months for COVID and one month from the
6 hurricanes between Delta and Laura.

7 Construction continues. We --
8 actually I'm getting 26 of our
9 outstanding 28 hotel rooms back into
10 inventory this week just in time for
11 Christmas, and I'll get two more back
12 next week just before Christmas. So we
13 will at that time have all our hotel
14 rooms completely back in inventory
15 and -- and reconstructed back to its
16 prior condition.

17 So it's -- we're -- we're still at
18 reduced capacities per the Governor's
19 mandate and so as -- as the numbers came
20 out today, we're down 15 percent on
21 gaming revenue for the month of
22 November. Hotel revenues will be down

23 about 5 percent, but where we're really
24 feeling it is food and beverage where
25 we're down almost 50 percent, especially

26

1 without entertainment. We -- we usually
2 bring in big name entertainers Friday
3 and Saturdays, and that really helps
4 drive food and beverage revenue in
5 addition to gaming revenues. So the
6 numbers are down, and we've had to cut
7 expenses to keep afloat, but we're --
8 we're doing all right.

9 CHAIRMAN NOEL: Thank you. Do you
10 have an estimate on the damage from
11 Hurricane Laura?

12 MR. HENNAGIN: So, yeah, it's --
13 it's north of 50 million. The
14 construction will continue through
15 March. A lot of that is the exterior
16 work, our EIFS, so, yeah, it will be --
17 it will be ongoing for several months.

18 CHAIRMAN NOEL: Thank you. Yeah,
19 please identify yourself for the record.

20 MR. HENNAGIN: I'm Greg Hennagin.
21 I'm the general manager of the Golden
22 Nugget in Lake Charles. I apologize.

23 CHAIRMAN NOEL: Any questions from
24 the Board?

25 MR. LAGASSE: I have got one

1 question. Have you got most of your
2 employees back? I knew you were hanging
3 on. I know the last time we met you all
4 were trying to take care of as many as
5 you could. Have most of them returned,
6 especially the local people?

7 MR. HENNAGIN: We're -- right now
8 we're sitting just under 1,400 employees
9 which is down. Normally at this time of
10 year --

11 MR. LAGASSE: Right.

12 MR. HENNAGIN: -- we'd be closer to
13 about 2,200. So we are still off. We
14 still have four restaurants that have
15 not reopened --

16 MR. LAGASSE: I understand.

17 MR. HENNAGIN: -- in addition to the
18 entertainment and some other services
19 that we haven't reopened.

20 MR. LAGASSE: I remember this
21 meeting or meeting before last you-all
22 were doing a lot to keep them around --

23 MR. HENNAGIN: Yes, we're --

24 MR. LAGASSE: -- and we appreciated
25 that.

1 MR. HENNAGIN: Absolutely.

2 MR. LAGASSE: That's very good.

3 Thank you.

4 CHAIRMAN NOEL: Any other questions?

5 [No response.]

6 Okay. Well, let's entertain a
7 motion to issue the Certificate of
8 Compliance.

9 MS. BERRY: So moved.

10 CHAIRMAN NOEL: Moved by Ms. Berry,
11 second -- second by Ms. Lewis.

12 All in favor? [Collective "aye."]

13 Any opposed? No opposition, the
14 motion carries. Thank you.

15 MR. HENNAGIN: Thank you.

16 B. Consideration of the Joint Petition of Eldorado
17 Resorts, Inc., n/k/a Caesars Entertainment,
18 Inc., and Twin River Worldwide Holdings, Inc.,
19 n/k/a Bally's Corporation for Approval of
20 Transfers of Ownership, Conversion, and Name
21 Change, In Re: Eldorado Casino Shreveport
22 Joint Venture d/b/a Eldorado Resort Casino
23 Shreveport - No. R013600005

24 CHAIRMAN NOEL: All right, next up
25 will be Consideration of Joint Petition

29

1 of Eldorado Resorts now known as Caesars
2 Entertainment and Twin Rivers Worldwide
3 Holdings now known as Bally's
4 Corporation for approval of transfers of
5 ownership, conversion and name change in

6 reference to Eldorado Casino Shreveport
7 Joint Venture doing business as Eldorado
8 Casino Shreveport, No. RO13600005.

9 Ms. Moore.

10 MS. MOORE: Good morning, Chairman
11 Noel, Members of the Board. I am
12 Assistant Attorney General Charmaine
13 Moore appearing in the matter of the
14 proposed transfer of Eldorado Casino
15 Shreveport Joint Venture. In addition
16 to myself, you will also be hearing this
17 morning from Corporate Securities
18 Auditor Patricia Bell and Sergeant
19 Vincent Lenguyen with enforcement. Also
20 here this morning are Larry Orlansky,
21 the local counsel for the proposed
22 purchase of Bally's Corporation, and
23 three officers of Bally's corporation,
24 Craig Eaton, Joe McGrail and Paul Avery.

25 Eldorado Resorts and Twin River

30

1 Holdings petitioned the Board for
2 approval of Twin River's proposed
3 acquisition of Eldorado Casino
4 Shreveport Joint Venture doing business
5 as Eldorado Resort Casino on April 29th,
6 2020.

7 Since a joint petition for approval
8 was filed, both Eldorado Resorts, Inc.,

9 and Twin River Worldwide Holdings, Inc.,
10 have changed their names. Eldorado
11 Resorts, Inc., changed its name to
12 Caesars Entertainment, Inc., on July
13 20th, 2020, commensurate with the
14 closing of Caesar's -- I mean Eldorado's
15 merger acquisition of Caesars
16 Entertainment Corporation and its
17 subsidiaries.

18 Twin River Worldwide Holdings
19 changed its name to Bally's Corporation
20 on November 9th, 2020, subsequent to his
21 purchase of all rights and in to the
22 Bally's name from Caesars.

23 Bally's Corporation formerly known
24 as Twin River is a gaming company based
25 in Lincoln, Rhode Island. It owns and

31

1 operates 11 casino and racetrack
2 properties in Colorado, Delaware,
3 Mississippi, Missouri, New Jersey and
4 Rhode Island. Seven of those casinos
5 were acquired in the last two years.

6 Currently Bally's has four casino
7 acquisitions pending including the
8 acquisition of Eldorado Shreveport.
9 Once the pending sales are completed,
10 Bally's will own 15 casinos in ten
11 states. The transfer of Eldorado

12 Shreveport is one of four transfers
13 required by the FTC in its antitrust
14 decision regarding the Eldorado Caesars
15 merger. All four of those casinos have
16 been or will be sold to Bally's.

17 Subsequent to the transfer of the
18 licensee to Bally's, the casino will
19 temporarily continue to operate as
20 Eldorado Casino -- Eldorado Resort
21 Casino Shreveport under the terms of the
22 trademark license agreement between
23 Bally's and Caesars.

24 Bally's intends to convert the
25 licensee from a partnership to a limited

32

1 liability company, change its name to
2 Premier Entertainment Shreveport, LLC,
3 and merge the minority member into the
4 majority member. The d/b/a name will
5 subsequently be changed likely to some
6 form of the Bally's name.

7 Caesars and Bally's have agreed to a
8 sales price of \$140 million for Eldorado
9 Shreveport. Bally's will fund the
10 purchase of Eldorado Shreveport with
11 cash on hand, future revenues from
12 operations and availability of its
13 revolver. Because Bally's financing
14 arrangements were entered into prior to

15 its entry into the Louisiana gaming
16 market and prior to its acquisition of
17 the licensee, Board approval is not
18 required for the existing indebtedness;
19 however, commensurate with the
20 acquisition closing, Bally's
21 subsidiaries, including Eldorado
22 Shreveport, will be required to provide
23 guarantees and liens on their assets to
24 secure both the bank indebtedness and
25 the private placement notes previously

33

1 issued by Bally's. The guarantees and
2 pledges of collateral do require your
3 approval.

4 The conditions previously imposed by
5 the Board on the license of Eldorado
6 Shreveport have been amended and updated
7 to replace Eldorado Holdings, LLC, as
8 the parent company with Bally's, correct
9 an error in the berth site description
10 and reflect a reduction in the minimum
11 employment requirement which was
12 approved by the Board in 2017. Bally's
13 has agreed to the conditions and
14 executed an acknowledgment and
15 acceptance of the conditions as well as
16 the indemnity and hold harmless
17 agreement required by those conditions

18 all to become effective on the date of
19 its acquisition of the licensee.

20 If it is the Board's pleasure to
21 approve the proposed transfer of
22 Eldorado Casio Shreveport Joint Venture
23 to Bally's, a Resolution has been
24 prepared for the Board's adoption and
25 the Chairman's signature.

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1 Auditor Patricia Bell from the
2 Corporate Securities section of State
3 Police will now presents audit's review
4 of Bally's financial status.

5 MS. BELL: Good morning, Chairman
6 and Board Members. Patricia Bell with
7 Louisiana State Police Corporate
8 Securities Audit.

9 On April 29, 2020, licensee Eldorado
10 Casino Shreveport Joint Venture doing
11 business as Eldorado Resort Casino
12 Shreveport with its local counsel,
13 Jeffrey M. Barbin, and Bally's
14 Corporation with its local counsel, C.
15 Lawrence Orlansky and Kathryn M. Knight,
16 submitted a joint petition to the Board
17 requesting approval of the transfer of
18 membership interest in the licensee to
19 Bally's through the consummation of an
20 equity purchase agreement. The

21 petitioners became parties to the
22 agreement through the execution of the
23 joinder signature page to the agreement
24 signed on April 24th, 2020.

25 As part of the Eldorado Caesars

35

1 merger, the FTC required the vestiture
2 of Caesars Entertainment, Incorporated,
3 properties in certain market areas.
4 Pursuant to FTC directive, Caesars
5 entered into an agreement to sell
6 Eldorado Shreveport.

7 Bally's seeks to acquire Eldorado
8 Shreveport for \$140 million payable at
9 closing. Closing is anticipated on
10 December 21st, 2020, pending the Board's
11 approval of the transaction. To affirm
12 the purchase, Bally's entered into an
13 incremental joinder agreement dated
14 May 11, 2020, amending a 2019 credit
15 agreement for a \$300 million Term B Loan
16 facility and a \$250 million revolver.
17 The 2020 joinder agreement provided Term
18 B Loans totaling to \$275 million of
19 which Bally's used a portion to pay the
20 balance of the revolver. Bally's will
21 use cash on hand and a drawdown of the
22 revolver to fund the transaction.

23 Bally's debt includes the May 2019

24 credit facility consisting of a
25 \$300 million term loan and a \$250

36

1 revolver. On March 16, 2020, Bally's
2 borrowed the full \$250 million available
3 under its revolver. The revolver was
4 repaid as part of an increase in the
5 May 2020 term loan. On May 11, 2020,
6 Bally's amended its credit facility to
7 increase its term loan by \$275 million.

8 In May of 2019, Bally's issued
9 \$400 million in unsecured senior notes
10 due June 1st, 2027, and in October of
11 2020 Bally's issued an additional
12 \$125 million in unsecured notes due
13 June 1st, 2027. The senior notes are
14 guaranteed jointly and severally by each
15 of the restricted subsidiaries that
16 guarantees the obligations under the
17 credit facility. Bally's aggregated
18 principal amount of long-term debt
19 obligations totaled \$1.1 billion at
20 October 31st, 2020.

21 Twin River entered the gaming market
22 in 2008 with the operation of one casino
23 and began expanding its portfolio of
24 properties beginning in 2015 by
25 completing mergers and acquisitions. A

37

1 list of the most recent acquisitions is
2 listed on page 11 of your handout.

3 Twin River became a publically
4 traded company on March 27, 2019. At
5 market close on Wednesday, stock is
6 currently trading at 46.80.

7 Regarding the Coronavirus and its
8 impact on the operations, as of
9 March 16, 2020, all of the properties
10 were temporarily closed as a result of
11 the COVID-19 pandemic, and as of
12 March 17, 2020, all of the properties
13 that Bally's entered into agreements to
14 acquire were also temporarily closed.
15 As of June 17, 2020, all of the
16 properties reopened and are operating in
17 some capacity.

18 A history of capital expenditures
19 spending by the current parent company
20 Eldorado for years 2016 through 2019 and
21 up to June 30, 2020, is listed on page
22 20. Bally's projected capital
23 expenditures for years 2021 through 2024
24 for the property include slot floor
25 improvements, rebranding, maintenance,

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1 hotel room and restaurant renovations
2 and sports books.

3 In conclusion, no financial issues

4 came to our attention to preclude the
5 Board from approving the transfer of
6 equity interest in the licensee to
7 Bally's.

8 Sergeant Vincent Lenguyen with
9 licensing will now present their
10 findings.

11 SERGEANT LENGUYEN: Good morning,
12 Chairman Noel and Board Members. My
13 name is Sergeant Vincent Lenguyen with
14 Louisiana State Police Gaming
15 Enforcement Division.

16 The Division conducted an
17 investigation in regards to the joint
18 petition to request approval of the
19 proposed transfer of equity interest
20 associated with the licensee Eldorado
21 Casino Shreveport Joint Venture d/b/a
22 Eldorado Resort Shreveport. The
23 investigation included shareholders,
24 officers, directors and person with a
25 5 percent or more ownership interest in

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1 Bally's Corporation. The investigation
2 consists of inquiry through federal,
3 state and local law enforcement agency,
4 computerized criminal history database,
5 civil court inquiry and gaming
6 regulatory agency. At the conclusion of

7 the investigation, the Division found no
8 information which would preclude the
9 Board from approving the equity interest
10 transfer.

11 CHAIRMAN NOEL: Thank you, Vincent.

12 Any questions from the Board?

13 Before we move to the presentation by
14 Bally's, any questions from the Board
15 for the Attorney General's Office or
16 State Police? [No response.]

17 I do have one quick question for
18 Miss Bell from a corporate securities
19 standpoint. In doing your -- your
20 analysis on this transaction, I know
21 over the past few years Twin River, now
22 Bally's, has acquired a little over
23 \$800 million in -- in properties or
24 other interest. Is there any concern
25 with their -- and -- and combining that

40

1 with COVID, is there any concern with
2 the debt load and ability to -- to
3 address that?

4 MS. BELL: We don't feel that
5 there's an issue at this time. The
6 properties that they're acquiring are
7 favorable for the buyer right now, and
8 after the pandemic passes, they stand to
9 gain a good amount of revenues with the

10 acquisitions. So what we plan to do is
11 monitor their quarterly and yearly
12 financial statements, and if anything
13 arises to the nature of a concern to the
14 Board, then we'll notify you at that
15 time.

16 CHAIRMAN NOEL: Thank you.

17 Any other questions? [No response.]

18 Okay. We'll move to Bally's
19 presentation, Mr. Orlansky.

20 MR. ORLANSKY: Thank you, Mr.
21 Chairman. Chairman Noel and Members of
22 the Board, I'm Larry Orlansky
23 representing Bally's Corporation, Twin
24 River Management Group, Inc., and the
25 subsidiary entities that are proposing

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1 to acquire the ownership interest in the
2 Eldorado Casino Shreveport Joint
3 Venture. Those entities you'll see on
4 your materials are Premier
5 Entertainment, Louisiana 1, LLC, and
6 Premier Entertainment Louisiana 2, LLC,
7 who will actually acquire the ownership
8 interest.

9 With me today are Craig Eaton,
10 Executive Vice-President and General
11 Counsel and Secretary of Bally's
12 Corporation; Joe McGrail, Vice-President

13 and Chief Accounting Officer of Bally's,
14 and Paul Avery who will be the general
15 manager at the property.

16 We want to thank you for hearing us
17 today on this petition by which the
18 Bally's subsidiaries seek to acquire
19 Eldorado Casino Joint Venture, and, of
20 course, we ask that you approve the
21 transaction and adopt the resolution
22 that's been prepared.

23 Before turning this over to
24 Mr. Eaton for the presentation that
25 Bally's has prepared, my clients and I

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1 do want to particularly thank State
2 Police, the Attorney General's Office
3 and Board office with their help in the
4 process. I know if I name names, I'll
5 leave someone out, but from the
6 enforcement side, the audit side, the
7 A.G.'s Office and the Board office,
8 every one has been most cordial,
9 professional and patient as we've had a
10 number of questions and issues
11 particularly in the remote environment
12 and Bally's looking forward to entering
13 the Louisiana market.

14 So we filed this petition in late
15 April, as you heard, and they've all

16 worked so diligently and professionally
17 towards getting this presentation to
18 you.

19 So I'm going to turn it over, Mr.
20 Chairman, to Craig Eaton, Executive
21 Vice-President and General Counsel of
22 Bally's, if there are no further
23 questions for me or any questions for
24 me.

25 CHAIRMAN NOEL: Certainly.

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1 MR. EATON: Good morning. Good
2 morning. Thank you -- thank you, Mr.
3 Chairman and fellow commissioners. It's
4 a -- we're very happy to be here today.

5 CHAIRMAN NOEL: Please -- please
6 state your name for the record.

7 MR. EATON: I'm sorry, it's Craig
8 Eaton, Executive Vice-President and
9 General Counsel of Bally's Corporation.
10 With me is Joe McGrail and Paul Avery
11 who Larry -- Mr. Orlansky already
12 referred to.

13 But I just wanted to say thank you.
14 Thank you, Chairman, thank you
15 commissioners for having us today. We
16 came down from Providence yesterday so,
17 quite frankly, it was a nice way to get
18 out of a big snowstorm, so if nothing

19 else -- if nothing else thank you for
20 that, thank you for that.

21 I have in front of you -- or at
22 least you should have in front of you a
23 presentation, and we're not going to
24 bore you by going through each minute
25 detail of the presentation. But we

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1 thought it was a good idea to quickly
2 walk through. We're here for questions,
3 and we're happy to stay as long as -- as
4 long as you need.

5 So if you go to the -- to the first
6 page, we start with a picture of -- and
7 a -- and a little bio of Paul Avery who
8 will be running the day-to-day our --
9 our property. We're very excited to
10 have Paul. He's here today to testify,
11 and there's a reason we start with that;
12 and the reason is that we believe --
13 I'm -- I'm at a corporate level, but we
14 certainly believe that the person who
15 runs the facility needs to own that
16 facility. So this is going to be Paul's
17 facility; and he is going to engrain
18 himself into the Louisiana and
19 Shreveport market, and we're happy to
20 have him here. He has a great -- he'll
21 tell you about his background, but we're

22 certainly -- certainly very happy to
23 have him -- him onboard.

24 If you go to the next slide, this is
25 Bally's corporate -- I just thought it

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1 would be a good idea to quickly point
2 out who we are. President, CEO George
3 Papanier, you see his relevant
4 experience. He's been in the industry
5 for over 30 years, been with our company
6 for -- for 15 plus. He's a rising --
7 he's not getting any younger, but he's
8 certainly a rising star in the industry
9 having -- having as much growth as we've
10 had in the past few years.

11 I'm listed here. Steve Capp is the
12 CFO. He used to be with Pinnacle,
13 before that Bear Stearns, and the
14 interesting thing about Steve is he's
15 been here before. I believe Pinnacle
16 owned four casinos in Louisiana at one
17 time, and Steve was licensed here and
18 knows the -- knows the area very well
19 and the jurisdiction.

20 Besides that, Marc Crisafulli who
21 comes from the IGT/GTech area, he's our
22 VP of Strategy and Operations, a great
23 asset. He just joined a few years ago,
24 a great asset. Phil Juliano, finally

25 our market -- our Chief Marketing

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1 Officer who's very excited about
2 Shreveport and what he can bring, and he
3 a -- he has a lot of experience. So I
4 think you can be -- you can be assured
5 that there's going to be some new and
6 exciting things happening in Shreveport
7 at the casino. And finally is Joe
8 McGrail, but Joe is here so he can
9 certainly -- certainly talk about
10 himself.

11 If you go to the next slide, it's a
12 very busy slide. I'm not going to --
13 I'm certainly not going to walk -- walk
14 you through it. I apologize. It's
15 probably too busy. But the key that
16 we -- we want to stress -- and I think
17 it was stressed earlier from the
18 Attorney General's Office and the -- and
19 the Division -- is that we were
20 really -- literally our company in 2007
21 was one tired, worn down racino right
22 outside of Providence and an old horse
23 track in Colorado that made no money.
24 Since then we've been on a growth spurt
25 especially -- especially in the past few

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1 years and especially this year.

2 So in 2007, '8 a tired -- tired --
3 tired old racino was revamped and
4 reimagined to having in Lincoln, Rhode
5 Island, the eighth largest amount of
6 gaming positions in -- in North America.

7 After that, we looked at organic
8 ways to grow, and we also looked at
9 strategic ways to grow. Organically
10 we've constructed a hotel at Twin River
11 in Lincoln. We built a GreenField
12 Construction facility in Tiverton, Rhode
13 Island, where we took a license and
14 transferred it over there and built that
15 from ground up, and right now we are
16 undergoing a major redevelopment of our
17 Kansas City property Casino KC that is
18 in -- in dire need of an upgrade.

19 And then the other way we've
20 grown -- and this is no secret -- is
21 strategic M&A, and that's -- that's
22 really through what we think are
23 creative and opportune -- opportunistic
24 acquisitions. We started in 2014 with
25 Hard Rock Biloxi which has been a great

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1 property for us, and we're -- we're very
2 happy to have owned that and then
3 continue to be excited about that.

4 In 2019 we reverse merged into Dover

5 Downs out of Delaware that allowed us to
6 go public and, again, another really
7 nice facility. And then in 2020, which
8 you'll see over to the right -- and this
9 has already been talked about, but I'll
10 just quickly hit it -- we acquired three
11 facilities -- small facilities in
12 Colorado, but those are the Black Hawk
13 Acquisitions, Casino KC and the
14 Vicksburg, Mississippi, facility. We
15 just closed on Bally's Atlantic City
16 last month. And to the right of that
17 you'll see what's pending. Obviously
18 this in front of you is pending. We
19 have one in Illinois called Jewer's
20 which is pending, and then Tropicana
21 Evansville, and that's in Indiana.

22 Right below that -- and, again, I'm
23 not going to go through all of this, but
24 we thought it was helpful just to
25 highlight for you where we've come. So

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1 if you look at the very left, a hundred
2 percent of our revenue as early as 2012
3 came from Rhode Island only. The
4 Colorado tract was not making any money.

5 If you go forward to now, only
6 39 percent of our revenue is coming from
7 Rhode Island, so it is definitely a

8 diversification and a -- a growth story
9 which we're very proud of.

10 If you go to the next slide, I like
11 this slide just to show -- to show you
12 where we are geographically, and you can
13 see -- it's slide seven, that with
14 these -- with these marks we're pretty
15 much throughout the country at this
16 point. Ten total states, eight states
17 have live sports betting, fourteen
18 casino properties -- again, this is once
19 we're licensed -- a racetrack and some
20 OTB licenses with that. We still have
21 the racetrack in Colorado, a very robust
22 database, almost 14 million people in
23 that database and growing, 16,000 slots,
24 550 table games and almost 4,000 hotel
25 rooms.

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1 If you go to the next slide, this
2 kind of is somewhat duplicative, but I
3 just want to stress that we did buy the
4 name Bally's. That has been mentioned.
5 We're excited about buying -- purchasing
6 that name. We are in the -- right now
7 we are looking, taking a very deep look
8 on how we want to use that name so
9 that's to be continued. So we're going
10 to keep the present name of the

11 Shreveport Casino for now, but I would
12 say by early in the year, we'll probably
13 have some exciting new name that
14 we'll -- that we'll play off the Bally's
15 name for that. But that's -- that's
16 being looked at by marketing and some
17 outside firms that are helping us look
18 at the best way to use this Bally's
19 name.

20 And then just in timing quickly on
21 -- on when we're going to close the
22 additional casinos that we have -- have
23 referenced, Eldorado hopefully pending
24 today on the 21st is -- is when we're
25 hoping to -- to close pending -- pending

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1 regulatory approval. The MontBleu, the
2 Lake Tahoe facility, first half
3 hopefully -- I'm actually hoping for the
4 first quarter of 2021, and then Jumer's
5 in 2021, and Tropicana Evansville is
6 probably a little later than that. So
7 it's -- they're kind of lined up in a
8 good way.

9 And then finally this final slide
10 here is somewhat duplicative, but the
11 reason we wanted to include it is not
12 only that -- on your own time, obviously
13 you can look at the statistics for each

14 facility, but we are now operating in --
15 in a segment where we have regions and
16 segments, so we have a Rhode Island
17 segment, mid-Atlantic, southeast, west
18 segment, and then we have these pending
19 acquisitions. Once -- once we do
20 acquire them, they will be fed into
21 segments. Right now Shreveport will go
22 into the southeast segment along with
23 Hard Rock Biloxi and Casino Vicksburg.

24 And that is the end of my part of
25 it, and I'd like to ask -- well, first

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1 I'll stop, if you have any questions for
2 me. I will -- I will be sitting up here
3 as Paul and Joe come up, but if you have
4 anything for me, obviously...

5 CHAIRMAN NOEL: Sure. Do we have
6 any questions at this point? [No
7 response.]

8 I do. And if -- and if one of the
9 other gentlemen needs to answer it,
10 that's fine. With a name change that
11 you alluded to in the coming months,
12 what other improvements do you
13 anticipate that will go along with the
14 name change or rebranding?

15 MR. EATON: So if it's okay with
16 you, Mr. Avery -- that's his next slide,

17 so he can talk about the property.

18 CHAIRMAN NOEL: Sure.

19 MR. EATON: Mr. Avery, would you
20 like to --

21 MR. AVERY: Sure.

22 SPEAKER: I'll stay up here as they
23 come, and then we can --

24 MR. AVERY: Good morning, I'm Paul
25 Avery. Chairman and Members of the

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1 Board, thank you for allowing me to
2 speak today.

3 So initially I'll answer the
4 question on the capital first.

5 Compliments to Caesars. They left us a
6 property that is in amazing shape with
7 very little deferred maintenance
8 necessary. I worked for Caesars ERI
9 prior the acquisition in Vicksburg and
10 stayed with Twin River, now Bally's, a
11 lot of different names to speak to.

12 So he alluded earlier to our program
13 in that we're very marketing driven as a
14 company. We're a marketing driven
15 philosophy, and so a lot of spend --
16 thankfully because of the shape that the
17 property was left in or was being left
18 in by Caesars if we're lucky enough to
19 be approved by you today, take over,

20 that we're going to dedicate most of our
21 capital spend to support that marketing
22 program, be it new slot product on the
23 floor, marketing technology, things that
24 we believe are going to drive customers
25 through the door and things that we

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1 believe are going to give customers a
2 sense of value that they have seen at
3 other properties where this marketing
4 program has been implemented.

5 We're going to take a look at our
6 food product. COVID currently
7 restricts, you know, being able to
8 really use food and beverage to its full
9 potential. We're going to look at
10 branding some of the food outlets.
11 Again, branding, we believe drive
12 additional people that normally would
13 not come into the door of the casino to
14 come in there.

15 In addition to the normal
16 maintenance that we'll do, including
17 things of looking at the hotel rooms as
18 they start to become end of life,
19 refreshing them and bringing them back
20 to the standards that we expect at this
21 property.

22 CHAIRMAN NOEL: Thank you.

23 MR. AVERY: Also, if I -- if I
24 could, because I'm going to be the
25 general manager and -- at this property

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1 and relocating to Shreveport, I wanted
2 to just kind of give you a background on
3 myself in addition to the slide, if
4 you'll allow me.

5 CHAIRMAN NOEL: Sure.

6 MR. AVERY: I grew up a couple of
7 hours east of here on the Mississippi
8 Gulf Coast in Long Beach, Mississippi.
9 I went to Hattisburg for college at USM
10 back when we fielded a decent football
11 team and had a quarterback about two
12 hours north -- east of here, and then I
13 graduated in accounting or in business
14 with an emphasis in accounting, got my
15 CPA license and then told my parents I
16 was going to work in the casino industry
17 instead of being a public accountant.
18 After an admonishment from them, I went
19 to work for a casino called Biloxi Belle
20 in -- in Mississippi on the Gulf Coast.

21 I eventually came onboard with Isle
22 of Capri in '96 and spent most of my
23 career with them until they were
24 acquired by Eldorado in 2017. I've been
25 on the Gulf Coast. I've been in the

1 Kansas City market. I've worked at the
2 corporate level two times, and then most
3 recently I'm at the property in
4 Vicksburg and look forward to moving two
5 and a half hours west to Shreveport, if
6 given the opportunity. So thank.

7 CHAIRMAN NOEL: Thank you.

8 MR. EATON: If there are no further
9 questions, I'd like to have Mr. McGrail
10 come up.

11 CHAIRMAN NOEL: Sure.

12 MR. MCGRAIL: Good morning, Mr.
13 Chairman, Members of the Board, I'm Joe
14 McGrail. I'm the Chief Accounting
15 Officer for Bally's Corporation. I'm
16 very excited to be here.

17 I'm just going to give you a brief
18 snapshot of -- of Bally's from a
19 financial health perspective. As you've
20 gathered, we've gone through a period of
21 -- of significant growth over the past
22 two years in particular. I joined
23 January of last year in anticipation of
24 us going public, and, you know, the --
25 the growth since then has been really

1 remarkable, but one of the things that's
2 a common theme for all of the

3 acquisitions that we have made since the
4 start of last year and in this growth is
5 that we've been very disciplined in our
6 M&A strategy. We haven't grown just to
7 grow. We've made sure that we've made
8 creative transactions that are in many
9 cases actually a delivering transaction
10 in that it actually serves us to reduce
11 our debt because we're taking on
12 additional cash flow that exceeds the
13 incremental debt that we brought on. It
14 also comes in the way we've structured
15 some of the deals, and I'm happy to
16 answer any questions you have on that.

17 You know, if you look at the first
18 financial slide which I think is slide
19 number 12, you know, even pending all of
20 the remaining transactions that we have
21 left, we continue to maintain what is
22 one of the most conservative and least
23 levered balance sheets in the gaming
24 industry. On a pro forma basis -- and
25 it's a little cloudy right now honestly

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1 with -- with COVID to look at 2020
2 revenues, but if you look at the cash
3 flows that our properties have generated
4 before COVID shutdowns in -- in 2020 and
5 we just used '19 as an actual and --

6 don't really build in much in the way
7 of -- of incremental revenues and -- and
8 any of the other returns on capital that
9 we expect to return, you know we're
10 somewhere in the low four times leverage
11 from a debt coverage ratio standpoint on
12 the EBITA, and even -- and actually if
13 you look at the next slide, you'll get
14 into sort of our EBITA via property, and
15 and you'll see that, you know, from a
16 consolidated standpoint, we expect our
17 properties to generate more than
18 \$300 million of -- of EBITA at the
19 property level, which is earnings before
20 interest and taxes, and that translates
21 into free cash flow.

22 We're a full cash taxpayer. We will
23 have debt coverage and interest
24 coverage, and then we'll have our
25 regular maintenance CapEx program that

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1 we'll have at all our properties. That
2 should generate free cash flow in the
3 neighborhood of \$160 million or so on an
4 annual basis which will serve to
5 continue to grow the company. We can
6 use it to reinvest in our properties and
7 continue growth in the future and/on or
8 look at other strategic M&A going

9 forward.

10 The other thing I'd highlight on the
11 EBITA schedule is where the Shreveport
12 property will fall in size as far as
13 size of the properties in our portfolio.
14 From a revenue and -- and cash flow
15 generating standpoint, it will be
16 roughly our number three property in --
17 in the portfolio, so it will obviously
18 have very significant focus from -- from
19 a corporate level. All our properties
20 do, but, you know, obviously this --
21 this is one of the larger assets in our
22 portfolio going forward, and as Craig
23 mentioned, we have a very strong history
24 of -- of having -- having it managed at
25 the local level and -- and giving the --

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1 the GM that power, but, you know,
2 they'll have particular attention
3 from -- from our marketing and -- and
4 corporate support as well. So that's a
5 brief snapshot of our financing.

6 CHAIRMAN NOEL: Okay. Any
7 additional?

8 MR. MCGRAIL: Yeah, before I move on
9 to financing, I did want to just update
10 everybody on kind of our -- it ties into
11 the Bally's name, but it's the recent

12 announcements that we've made in our
13 interactive and -- and media
14 collaboration agreements with -- with
15 recent announcements. If you look on
16 slide 15, this past just -- just a
17 couple weeks ago towards the end of
18 November, we announced an acquisition
19 of -- the company called Bet.Works. It
20 is a full technology company that
21 provides mobile sports and iGaming
22 solutions from all the way from player
23 asset management through risk management
24 which is setting the -- the odd lines
25 right through the actual technology and

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1 applications. We bought that for
2 \$125 million, half of which was funded
3 with equity, and it is a technology that
4 has had over a hundred million dollars
5 worth of development into it, and it has
6 put us at the forefront of being one of
7 the few gaming companies that will own
8 from -- from start to finish an entire
9 technology stack that can support any
10 future sports gaming and iGaming and
11 global gaming should and when it be
12 legalized in certain jurisdictions. And
13 we are live with that and -- we're not
14 live with that. That deal should close

15 in Q1, and we expect to go live in four
16 states as soon as Q2 with the Bally's
17 mobile sports app.

18 MR. EATON: And I just wanted to add
19 real quick, Joe, just to -- just to make
20 sure we're on the same page. We
21 understand we need certain regulatory
22 approvals, including from this
23 commission to -- to effectuate this
24 purchase, but we're -- we're very
25 excited about -- about having this tech

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1 stack for the future.

2 MR. MCGRAIL: Absolutely. At the
3 same time as that announcement, we also
4 announced a strategic -- a strategic
5 alignment with Sinclair Broadcast Group.
6 Sinclair Broadcast Group is a -- is a
7 media company that -- that is in -- that
8 has television stations which cover
9 over 70 percent of the United States.
10 It includes 21 regional sports networks.
11 It's actually 23 if you include the
12 S-Network and Signature Networks, but 23
13 regional sports networks that are
14 currently branded as Fox Sports.

15 So in the Louisiana market, it's Fox
16 Sports New Orleans and Fox Sports
17 Southwest, I believe, up -- up in

18 Shreveport. And those -- as part of
19 that deal with Sinclair, those networks
20 coming up in '21 will be rebranded.
21 Some version of Bally's sports or --
22 Bally's, they'll be rebranded as the
23 Bally's Sports Network or something.
24 Again, we're working through the
25 marketing and the exact form. And what

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1 that will do is that will tie in and
2 create and take advantage of this new
3 branding that we have acquired from
4 Caesars, and it will tie in the -- the
5 Bally's network.

6 So now the -- the consumer will --
7 will experience their sports network on
8 the Bally's network. In states where
9 it's legal, they could potentially bet
10 on their Bally's sports app. We'll
11 create a Bally's reward program that
12 will be national that will cover all of
13 our properties, and then it's very
14 likely that most of our properties will
15 be rebranded per Bally's.

16 So you can watch your sports, you
17 can bet on your sports. You can take
18 those points that you earned on that and
19 go to your Bally's Casino. You can get
20 food and beverage options; you can play

21 at the casino, and it really ties into a
22 full army channel strategy that we're
23 trying to get at as a company and we're
24 very excited about.

25 CHAIRMAN NOEL: Okay.

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1 MR. EATON: And -- and with that we
2 are done the formal presentation part of
3 this, but we're -- any of us are happy
4 to take any questions.

5 CHAIRMAN NOEL: All right, questions
6 from the Board?

7 MR. AVANT: After you told us this
8 month, we'd like for you to come back
9 and give us an update maybe in the first
10 quarter how things are going --

11 MR. EATON: Absolutely.

12 MR. AVANT: -- changes,
13 improvements.

14 MR. MCGRAIL: Absolutely, we --
15 however that's scheduled, we'll be here,
16 yes. Yes, Mr. Orlansky can help us.

17 CHAIRMAN NOEL: Sure. No, I agree.

18 Any other questions? Ms. Berry.

19 MS. BERRY: Your rebranding after --
20 if approved and you changed, you know,
21 about how long that will take in
22 Shreveport.

23 MR. EATON: Yeah, we're looking

24 right now -- we've hired a national
25 rebranding for -- for lack of better,

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1 and we're looking right now in the first
2 quarter, maybe probably -- most likely
3 the second quarter where we're going to
4 have this total look throughout the
5 country on how we want to do this
6 because it -- as Mr. McGrail said, it's
7 just not so easy as looking at Bally's
8 say Shreveport because we want it all to
9 work together especially given the --
10 the Omni-Channel portion of this.

11 MS. BERRY: So it will all be
12 nationwide.

13 MR. EATON: Yes, yes.

14 MS. BERRY: Okay, gotcha. Okay,
15 thank you.

16 MR. EATON: Thank you.

17 CHAIRMAN NOEL: Any other questions?

18 I just -- I did have perhaps one other
19 question or comment. I believe
20 Mr. Avery mentioned earlier how
21 fortunate you were to get this property
22 from Caesars in the condition it's in,
23 and -- and he's correct. I mean, that
24 Eldorado property has been fairly
25 successful over the years in sometimes a

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1 difficult market and -- so you've
2 touched on a number of areas, but I
3 wanted to ask you one more time or give
4 you an opportunity to expand on it,
5 what -- what are your plans to keep that
6 property successful and to truly grow it
7 more?

8 MR. AVERY: Paul Avery, again.
9 Chairman, we believe the capital is
10 really -- the slot product is going to
11 be rejuvenated, and we believe that the
12 areas that are most important are
13 actually in the marketing programs that
14 we're going to roll out; and that is not
15 necessarily going to require as much
16 capital as just going in and building
17 new restaurants and things like that.
18 So they've done a great job in the
19 infrastructure of the property.

20 Where we feel we can make a
21 difference and grow revenue is through
22 the marketing programs, and that's why
23 we mentioned earlier that the capital is
24 going to support that through marketing
25 technology, slot product, possibly

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1 branding restaurants, and if approved --
2 and I didn't touch on it earlier --
3 certainly looking in an area where we

4 would be able to do sportsbook wagering,
5 of course if it was approved in the
6 State of Louisiana.

7 CHAIRMAN NOEL: Well, we've passed
8 one step.

9 MR. AVERY: Yes, sir, I watched from
10 Mississippi tentatively.

11 CHAIRMAN NOEL: I speak with Coleman
12 Godfrey regularly.

13 MR. AVERY: He told me to tell you
14 hello. I spoke with him -- I had to say
15 goodbye to him, say good-bye to him.

16 CHAIRMAN NOEL: Sure. So, you know,
17 I noticed in the financials, it shows
18 approximately \$22 million in capital
19 expenditures over the next four or so
20 years, so we'll be monitoring that. I
21 mean, we know how important that is
22 and to -- staying competitive and
23 staying relevant in that market or any
24 market.

25 MR. AVERY: Yes, sir.

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1 MR. EATON: I can just make a
2 general statement about that is that
3 every company has a different
4 philosophy. You know, Eldorado -- and
5 they're great, but they tended to slash
6 expenses at least throughout the

7 country. We don't -- we don't think
8 that way at Bally's. We -- we'll spend
9 where it's prudent. We like to grow the
10 market. We like to grow -- grow our
11 bottom line through marketing, acquiring
12 customers, competing, not necessarily
13 slashing expenses.

14 CHAIRMAN NOEL: Okay.

15 MR. LAGASSE: Mr. Chairman, one
16 question.

17 CHAIRMAN NOEL: Yes, sir.

18 MR. LAGASSE: You peaked my interest
19 with the networks. That is a very
20 interesting concept. Could you explain
21 it a little more.

22 MR. MCGRAIL: Sure, so --

23 MR. LAGASSE: No, I'm not -- I'm not
24 -- I'm not trying to put you on the
25 spot. You interested me when you --

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1 when you mentioned that. That's
2 something different.

3 MR. MCGRAIL: Sure.

4 MR. LAGASSE: I would be -- I can't
5 speak for the other board members, but
6 that's something that would interest me.

7 MR. MCGRAIL: Sure, so -- so
8 TechWorks is -- is an acquisition. As I
9 mentioned, it's a fully stood up

10 technology company in the mobile gaming
11 space, so they currently are what are --
12 what are called B2B providers, right?
13 They're the -- they're the back.
14 They're the back of house for a couple
15 of -- of players in -- in the gaming
16 industry already, and it's very similar
17 to recent partnerships you've seen in
18 other parts of the industry such as
19 DraftKings who -- who's partnered with
20 SBTech and -- and Caesars with William
21 Hill, and, you know, it's this -- it's
22 this -- it's this concept of you want to
23 make sure that you have a technology
24 platform that you can put your brand on,
25 and you can set it up so that it is a

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1 very functional application on your
2 phone, online, wherever it will be
3 mobily. And, you know, they set up all
4 of that back end technology to be able
5 to set the lines to make surely that
6 payments are secure and to make sure
7 that account information is -- is
8 secure, that -- that the moneys can flow
9 properly, and as I mentioned with
10 Bet.Works, we also get a -- a team in
11 Las Vegas that is a risk management
12 group that actually sets lines, right,

13 and having your own in-house line versus
14 relying one of the other companies that
15 -- multiple companies use for.

16 It allows you to have a little bit
17 more control over where you set the
18 lines. You can -- you can use it market
19 by market, you can end up having
20 potentially different lines in different
21 markets, you know, to make sure that
22 you're managing your risk properly, and
23 it's just a -- it's just a -- a full
24 technology. It was a very sought after
25 company that -- that we -- we were

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1 fortunate enough to -- to be able to
2 acquire. And so we're really excited
3 about the way that will work with
4 Sinclair potentially in the future
5 depending on certain markets and
6 regulatory approvals, but, you know, one
7 of the things that -- you know, that
8 comes along with the Sinclair Group is
9 that Fox Sports app that a lot of people
10 have to stream local, live content.
11 There's a lot of hurdles to doing that,
12 but would become a Bally's Sport app go.
13 We'll be able to have our technology.
14 That acquisition comes with the 90
15 full-time tech -- tech engineers that

16 will come as -- become full-time Bally
17 employees, and they'll be able to work
18 with Sinclair to get some -- some
19 synergies between those two apps and --
20 and make it a little bit more of a -- a
21 seamless transition.

22 But, you know, it's going to be --
23 it's going to be a process. It's going
24 to take a little bit of time. It's
25 going to be a lot of dictating where the

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1 market goes but having Bet.Works from
2 a -- I'm the accountant, right, so I
3 think of it from a financing perspective
4 is we've now got all of the pieces to
5 create a mobile sports environment
6 in-house which gives us a margin
7 advantage without having to pay for it
8 from other service providers. We're not
9 paying or -- an existing technology
10 company to provide anything. We're not
11 paying a -- a risk management company to
12 set our lines. We're not paying, you
13 know, a company to manage our -- our
14 player asset management system or the
15 wallet. It's all in-house now. We own
16 it, and we're excited about it.

17 MR. LAGASSE: I appreciate it. Just
18 keep us abreast as -- as you move along

19 with that.

20 MR. AVANT: Sure, thank you very
21 much.

22 MR. EATON: I just want to add one
23 thing to that. Joe spoke about online,
24 and that's definitely the -- the biggest
25 part of this, but let's hope and say

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1 we -- at least from our perspective,
2 Louisiana does enable the legislation
3 for sports betting and maybe --
4 sometimes what it does, it starts at
5 casino's brick and mortar and then we go
6 to online.

7 MR. LAGASSE: We've got to keep the
8 money out of Mississippi.

9 MR. EATON: Right. Say we started
10 at the facility, Bet.Works can come
11 right in and start the sports betting
12 with us right away at the facility.

13 MR. LAGASSE: Thank you.

14 CHAIRMAN NOEL: Any other questions?

15 [No response.]

16 Ms. Moore, is there anything else
17 you need to add?

18 MS. MOORE: [Shakes head.]

19 CHAIRMAN NOEL: Okay. So we're at a
20 point now to -- we're going to ask if
21 there's a motion to adopt the Resolution

22 on this transaction.

23 MR. JACKSON: So moved.

24 CHAIRMAN NOEL: Mr. Jackson moved
25 and seconded by Ms. Lewis.

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1 And I'll ask Ms. Smith to read the
2 Resolution into the record.

3 MS. SMITH: Okay. On the 17th day
4 of December 2020, the Louisiana Gaming
5 Control Board did, in a duly noticed
6 public meeting, consider the joint
7 petition of Eldorado Resorts, Inc., now
8 known as Caesars Entertainment, Inc.,
9 and Twin River Worldwide Holdings, Inc.,
10 now known as Bally's Corporation, for
11 approval of the transfer of ownership of
12 Eldorado Casino Shreveport's Joint
13 Venture d/b/a Eldorado Resort Casino
14 Shreveport, license No. R0136000 --
15 however many, five; I lost track -- to
16 Bally's and related transactions, and
17 upon motion duly made and seconded, the
18 Board adopted this Resolution:

19 Whereas on April 24th, 2020, Caesars
20 and Bally's did enter into an equity
21 purchase agreement providing for the
22 sale and transfer of the licensee to
23 subsidiaries of Bally's and whereas many
24 of transactions provided for in the

25 equity purchase agreement and the

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1 related agreements entered into in
2 connection therewith require Board
3 approval.

4 Be it resolved that the transfer of
5 a hundred percent of the equity interest
6 in the licensee to Bally's by sale from
7 Eldorado Shreveport Number 1, LLC, and
8 Eldorado Shreveport Number 2, LLC, to
9 Premier Entertainment Louisiana 1, LLC,
10 98.69 percent and Premier Entertainment
11 Louisiana 2, LLC, 1.31 percent is hereby
12 approved.

13 Be it resolved that the conversion
14 of the licensee from a joint venture
15 partnership to a limited liability
16 company and the change of its name to
17 Premier Entertainment Shreveport, LLC,
18 is hereby approved.

19 Be it resolved that the transfer of
20 1.31 percent of the equity interest in
21 the licensee by merger of Premier
22 Entertainment Louisiana 2, LLC, with and
23 into Premier Entertainment Louisiana 1,
24 LLC, is hereby approved.

25 Be it resolved that the joinder of

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1 the licensee, Premier Entertainment

2 Louisiana 1, LLC, and Premier
3 Entertainment Louisiana 2, LLC, to the
4 Citizens Bank credit agreement as
5 guarantors guarantying the obligations
6 thereunder and the granting of a
7 security interest and in lien on all
8 assets of the licensee, Premier
9 Louisiana 1, LLC, and Premier
10 Entertainment Louisiana 2, LLC,
11 including the equity interest in the
12 licensee to the administrative agent
13 under the -- under the Citizens Bank
14 Credit Agreement as collaterals to
15 secure the obligations thereunder,
16 including but not limited to, financing
17 arrangements entered into by Bally's
18 with Citizens Bank in May of 2019 and
19 May of 2020, are hereby approved.

20 Be it resolved that the granting of
21 Twin River Management, Inc., of a
22 security interest in and lien on the
23 equity interest owned by it and Premier
24 Entertainment Louisiana 1, LLC, and
25 Premier Entertainment Louisiana 2, LLC,

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1 to be administrative agent and the
2 Citizens Bank Credit Agreement as
3 collateral to secure the obligations
4 thereunder including, but not limited

5 to, the financing arrangements entered
6 into by Bally's with Citizens Bank in
7 May 2019 and May of 2020 are hereby
8 approved.

9 Be it resolved that the giving and
10 guarantees by the licensee, Premier
11 Entertainment Louisiana 1, LLC, and
12 Premier Entertainment Louisiana 2, LLC,
13 to secure the 6.75 percent unsecured
14 senior notes issued by Bally's in May of
15 2019 and October of 2020, all due
16 June 1st, 2027, is hereby approved.

17 Be it resolved that the execution of
18 all documents necessary to effectuate
19 the transactions contemplated by and
20 provided for in the equity purchase
21 agreement and related agreements all
22 particularly described and provided for
23 therein is hereby approved.

24 Be it resolved that the approvals
25 granted hereby are subject to and

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1 conditioned upon the licensee's and
2 Bally's execution of the Acknowledgment
3 and Acceptance Statement of Conditions
4 to riverboat gaming license of Eldorado
5 Shreveport Joint Venture and the
6 Indemnity and Hold Harmless Agreement
7 required by said statement of condition

8 both to become effective on the date and
9 at the time of the Bally's acquisition
10 of the equity ownership of the licensee,
11 copies of which are attached hereto and
12 incorporated herein.

13 CHAIRMAN NOEL: Thank you. So
14 that's seven approvals wrapped up in
15 this Resolution.

16 So, Ms. Smith, go ahead and call the
17 roll.

18 MS. SMITH: Mr. Avant?

19 MR. AVANT: Yes.

20 MS. SMITH: Ms. Berry?

21 MS. BERRY: Yes.

22 MS. SMITH: Mr. Jackson?

23 MR. JACKSON: Yes.

24 MS. SMITH: Mr. Lagasse?

25 MR. LAGASSE: Yes.

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1 MS. SMITH: Ms. Lewis?

2 MS. LEWIS: Yes.

3 MS. SMITH: Mr. Poole?

4 MR. POOLE: Yes.

5 MS. SMITH: Ms. Hamilton-Acker?

6 MS. HAMILTON-ACKER: Yes.

7 MS. SMITH: Mr. West?

8 MR. WEST: Yes.

9 MS. SMITH: Chairman Noel?

10 CHAIRMAN NOEL: Yes.

11 The motion is approved. Thank you.

12 VII. ADJOURNMENT

13 CHAIRMAN NOEL: So that will bring
14 us to the last item on the agenda is
15 Adjournment. Do we have a motion to
16 adjourn? Mr. Poole and seconded by
17 Mr. Avant.

18 All in favor? [Collective "aye."]

19 Any opposed? No opposition, the
20 motion carries. We're adjourned.

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1 REPORTER'S PAGE

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3 I, SHELLEY PAROLA, Certified Shorthand

4 Reporter, in and for the State of Louisiana, the

5 officer before whom this sworn testimony was

6 taken, do hereby state:

7 That due to the spontaneous discourse of this

8 proceeding, where necessary, dashes (--) have been

9 used to indicate pauses, changes in thought,

10 and/or talkovers; that same is the proper method

11 for a Court Reporter's transcription of a

12 proceeding, and that dashes (--) do not indicate

13 that words or phrases have been left out of this

14 transcript;
15 That any words and/or names which could not
16 be verified through reference materials have been
17 denoted with the word "(phonetic)."

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24 SHELLEY PAROLA

Certified Court Reporter #96001

25 Registered Professional Reporter

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1 STATE OF LOUISIANA

2 PARISH OF EAST BATON ROUGE

3 I, Shelley G. Parola, Certified Court

4 Reporter and Registered Professional Reporter, do

5 hereby certify that the foregoing is a true and

6 correct transcript of the proceedings on December

7 17, 2020, as taken by me in Stenographic machine

8 shorthand, complemented with magnetic tape

9 recording, and thereafter reduced to transcript,

10 to the best of my ability and understanding, using

11 Computer-Aided Transcription.

12 I further certify that I am not an

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

14 am neither related to nor employed by any attorney

15 or counsel connected with this action, and that I

16 have no financial interest in the outcome of this
17 action.

18 Baton Rouge, Louisiana, this 19th day of
19 January, 2021.

20

21

22

SHELLEY G. PAROLA, CCR, RPR

CERTIFICATE NO. 96001

23

24