



State of New Jersey
CASINO CONTROL COMMISSION

Arcade Building
Tennessee Avenue and Boardwalk
Atlantic City, New Jersey 08401

CHRIS CHRISTIE
Governor

KIM GUADAGNO
Lt. Governor

MATTHEW B. LEVINSON
Chairman

SHARON ANNE HARRINGTON
ALISA B. COOPER
Commissioners

(609) 441-3422

MINUTES - PUBLIC MEETING NO. 14-09-10
September 10, 2014 - 10:30 a.m.

New Jersey Casino Control Commission
Joseph P. Lordi Public Meeting Room - First Floor
Tennessee Avenue & Boardwalk
Atlantic City, New Jersey

PRESIDING: Chairman Matthew B. Levinson

PRESENT: Vice Chair Sharon Anne Harrington and Commissioner Alisa B. Cooper

Subsequent to the reading of a statement of compliance with the notice requirements of the Open Public Meetings Act and identification of items discussed during closed session, the Commission considered and took formal action on the following matters:

1. By a vote of 3-0, ratified the minutes of August 14, 2014 public meeting (transcript pages 9-10).
2. By a vote of 3-0, granted the applications of David G. Bridge, Chiuhsia J. Chueh, Desmon K. Devery, Christine Fabel, Barrie R. Feldman, Hector L. Garcia, William A. Gray, Victoria R. Marr, Juan D. Salazar, Raymond C. Sands, III, Mary L. Spatola and Luisa M. Woods for casino key employee licenses (Exhibit EL-1*; transcript pages 10-11).
3. By a vote of 3-0, granted the resubmitted applications of James A. Celli, Edwin Colon, James J. Cooker, Lynn S. Curreri, Peter G. Dalzell, Theresa M. Drabik, Joseph J. Garber, Robert Happold, Dawn M. Howe, Thomas V. Kelly, Jr., Daniel M.

McFadden, Peter M. Oliva, III, Glenn Pompo, Antonietta M. Ruch, Brian E. Ruh, Christopher M. Rynkiewicz and Karen A. Wimberg for casino key employee licenses (Exhibit EL-2*;transcript pages 11-12); and

By a vote of 3-0, remanded the resubmitted application of Lorraine M. Hudgins, for a casino key employee license to a hearing (Exhibit EL-1*;transcript pages 13-15).

4. Considered the applications for casino key employee licenses and for qualification and issued the following rulings:

By a vote of 3-0, granted the resubmitted casino key employee license application of Lori A. Loveland and for qualification as Vice President Human Resource Administration for Revel Entertainment Group, LLC (transcript pages 13-14); and

By a vote of 3-0, granted the resubmitted casino key employee license application of John P. Zappas. Qualification was not considered, pursuant to N.J.S.A. :12-85.1 of the Act (transcript page 14-15).

5. One temporary casino key employee license was issued between August 12, 2014 and, September 8, 2014, pursuant to Delegation of Authority Resolution Number 13-01-10-16-C to the following applicant: Lisa M. Shepeski (Exhibit EL-4*; transcript page 15).

6. By a vote of 3-0, granted the requested relief and inactivated the casino key employee licenses held by Jayantkumar Z. Bhatt, Cindi Chang, David J. Duffield Jr., Gerald A. Marciano, William F. Mikus, Thomas S. Molina, Frank A. Muscolina, Evan G. Novis, Michael J. Ordille and Kevin S. Smith (Ruling numbers 14-09-10-06-A; 14-09-10-06-B ; 14-09-10-06-C ; 14-09-10-06-D ; 14-09-10-06-E ; 14-09-10-06-F, 14-09-10-06-G, 14-09-10-06-H, 14-09-10-06-I, 14-09-10-06-J; transcript pages 15-17).

7. By a vote of 3-0, approved the termination of the casino key employee licenses held by Carole A. Edgar, Allan W. Noble, Louis E. Varela and Keith A. Wilson (Ruling numbers 14-09-10-07-A; 14-09-10-07-B; 14-09-10-07-C, 14-09-10-07-D; transcript page 17-18).

8. Considered the petition of Bally's Park Place, Inc. (*d/b/a* Bally's Atlantic City), and issued the following ruling:

By a vote of 3-0, approved the petition and issued a temporary casino key employee license to Kenneth Jannssen, and permitted him to assume the duties and exercise

the powers of the Assistant General Manager, pending plenary licensure and qualification, subject to the conditions contained in N.J.S.A 5:12-89 (e); and N.J.A.C 13:69C-2.7 (c) of the Act (PRN 2391403) (14-09-10-08; transcript pages 18-21).

9. By a vote of 3-0, approved the stipulation of settlement between the Division of Gaming Enforcement and Elliot Farber; and granted the initial application of Mr. Farber, for a casino key employee license, subject to compliance with certain financial and reporting conditions as provided for in the stipulation (DKT 14-0020-CK) (Ruling number 14-09-10-09; transcript pages 21-23).
10. By a vote of 3-0, approved the stipulation of settlement between the Division of Gaming Enforcement and Donna M. Martin; and granted the resubmitted application of Ms. Martin, for a casino key employee license (DKT 13-0034-CR) (Ruling number 14-09-10-10; transcript pages 23-25).
11. By a vote of 3-0, approved the stipulation of settlement between the Division of Gaming Enforcement and Bathsheba Zareno as modified; and granted the resubmitted application of Ms. Zareno, for a casino key employee license (DKT 13-0023-CR) (Ruling number 14-09-10-11; transcript pages 25-27).
12. By a vote of 3-0, approved the stipulation of settlement between the Division of Gaming Enforcement and Victor J. Collucci; and granted the resubmitted application of Mr. Collucci, for a casino key employee license for the period July 1, 2009 to July 30, 2014, subject to compliance with certain financial and reporting conditions as provided for in the stipulation. Further, Mr. Collucci is required to establish and demonstrate New Jersey residency, prior to the physical issuance of a casino key employee license credential (DKT 12-0002-CK) (Ruling number 14-09-10-12; transcript pages 27-30).
13. By a vote of 3-0, approved the stipulation of settlement between the Division of Gaming Enforcement and Cathy R. Keen; and granted the resubmitted application of Ms. Keen, for a casino key employee license, subject to compliance with certain financial and reporting conditions as provided for in the stipulation (DKT 14-0014-CR) (Ruling number 14-09-10-13; transcript pages 30-31).
14. Considered the petition of Joseph Seif to reopen his initial application for a casino key employee license and issued the following rulings:

By a vote of 3-0; granted the requested relief and

- a) found good cause, pursuant to N.J.S.A. 5:12-75 and reopened Joseph Seif's initial application for a casino key employee license; and
 - b) remanded for a hearing Mr. Seif's initial casino key employee license application (DKT-14-0029-PT) (PRN 2401402) (Ruling number 14-09-10-14; transcript pages 31-36).
15. Considered the petition of Caesars Interactive Entertainment New Jersey, LLC and Caesars Acquisition Company and issued the following rulings:
- By a vote 3-0, found good cause, and granted the requested relief until December 11, 2014; and extended the period of temporary qualification to permit Philip R. Erlanger to continue to serve as an Independent Member of the Board of Directors for Caesars Acquisition Company, pursuant to N.J.A.C. 13:69C-2.7 (d) 2, and subject to the conditions in N.J.A.C. 13:69C-2.7 of the Act (PRN 2481402) (Ruling number 14-09-10-15; transcript pages 36-39).
16. Considered the amended petition of Caesars Entertainment Corporation, Caesars Entertainment Operating Company, Inc., Harrah's Atlantic City Operating Company, LLC, Showboat Atlantic City Operating Company, LLC, Bally's Park Place, Inc., and Boardwalk Regency Corporation and issued the following ruling:
- By a vote of 3-0, adopted the draft resolution and authorized Robert Morse, on a temporary basis and prior to his plenary qualification, to assume the duties and exercise the powers of a Member of the Capital Committee of Caesars Entertainment Corporation, subject to the conditions contained in N.J.S.A. 5:12-85.1c, and N.J.A.C. 13:69C-2.7 of the Act (PRN 2411402) (Ruling number 14-09-10-16; transcript pages 39-42).
- A recess was taken and the Commission reconvened at 1:30 p.m.
17. Considered the Petition of MGM Resorts International for a statement of compliance, pursuant to N.J.S.A. 5:12-81, for the purpose of reentering the Atlantic City Casino Market, reacquiring its interest in Borgata Hotel Casino & Spa from a Divestiture Trust and having the Divestiture Trust Dissolved (PRN 1141302).

The Commission received into evidence exhibits A-1 to A-5 from MGM Resorts International; and exhibits D-1 to D-5 from the Division of Gaming Enforcement.

By a vote of 3-0, approved the applicants' sealing request and redacted portions of exhibits D-1, D-2, D-3 and D-4.

The Commission heard presentations of petitioners and the testimony of James J. Murren, Chairman and CEO, MGM Resorts International; John M. McManus, Executive Vice-President, General Counsel and Secretary, MGM Resorts International; and Grant R. Bowie, Chief Executive Officer and Executive Director, MGM China Holdings Limited.

The commission considered the written submissions, exhibits, witnesses and oral arguments presented.

By a vote of 3-0, The Commission approved the petition and issued the following rulings:

- a) found MGM and its entity and natural person qualifiers have complied with all requirements, regarding the submission of information necessary to evaluate PRN 1141302;
- b) found qualified, twenty five Officers and Directors of MGM, as identified in Director Order PRN 1011307 dated April 12, 2014, with the exception of Burton Cohen, Willie Davis and Andrew Watson, pursuant to the applicable provisions of the Act, N.J.S.A. 5:12-1 *et seq*;
- c) found qualified, MGM Resorts International, Mirage Resorts International and MAC Corp, Tracinda, Infinity World Investments, LLC, Infinity World Cayman Investments Corporation, Infinity World (Cayman) LP, Infinity World (Cayman) Holding, Infinity World Holding Ltd. And Dubai World, pursuant to N.J.S.A. 5:12-85.1;
- d) adopted and incorporated the recommended conditions set forth by the Division of Gaming Enforcement in Exhibits D-1 through D-4 into Ruling Number 14-09-10-17; and
- e) granted MGM a Statement of Compliance, pursuant to N.J.S.A. 5:12-81, as to:
 1. good character, honesty and integrity; sufficient business ability and casino experience; and financial stability, integrity and responsibility; and
 2. qualification of the entities and natural persons designated by the Division of Gaming Enforcement as required to qualify in connection with this application.

(This vote is incorporated in ruling number 14-09-10-17; transcript pages 42-242).

MGM Resorts International, Mirage Resorts International and MAC Corp., requested additional relief, as stated in the amended petition, seeking Qualification to reacquire and Hold the interests of Marina District Development Corporation.

By a vote of 3-0, granted petitioners' request to consider the additional relief (PRN 1141302-amended).

Chairman Levinson recognized New Jersey Supreme Court Chief Justice James Zazzali, Trustee for MGM.

The commission considered the written submissions and oral arguments presented and issued the following ruling:

By a vote of 3-0, approved the petition and found MGM Resorts International, Mirage Resorts International and MAC Corp, qualified, pursuant to N.J.S.A. 5:12-85, as Holding and Intermediary Companies, as applicable, of Casino Licensee, Marina District Development Corporation. (This vote is incorporated in ruling number 14-09-10-17: transcript pages 242-248).

The Commission considered the Communication Ban, Dissolution of the Trust and other relief and issued the following rulings:

By a vote of 3-0, rescinded the Communication restriction set forth in the Trust Agreement and Delegated to Chairman Levinson the power and authority to:

- a) approve the final accounting by the Trustee, upon the review of the Division of Gaming Enforcement, in accordance with the Stipulation of Settlement;
- b) authorize the dissolution and termination of the Trust and the transfer of all Trust Property to MGM; authorize the Trustee to effectuate such dissolution and termination of the Trust and transfer of the Trust Property, as necessary; and thereupon, subject to the payment of certain obligations under the Trust Agreement, issue a finding that the Stipulation of Settlement will have no further validity or effect; and
- c) approve an amendment of the Surface Parking Lot Lease to delete Section 5 (c) (ii), so that such lease no longer terminates upon the termination of the Trust.

(This vote is incorporated in ruling number 14-09-10-17; transcript pages 249-254).

These rulings are subject to the terms and recommendations and conditions stated on the record and contain in the exhibits and Resolution (Ruling number ruling number 14-09-10-17; transcript pages 42-254).

In accordance with Resolution No. 13-12-11-03, the next closed session of the Commission shall be held on Wednesday, October 8, 2014 at 9:30 a.m. in the Commission offices (transcript page 255-256).

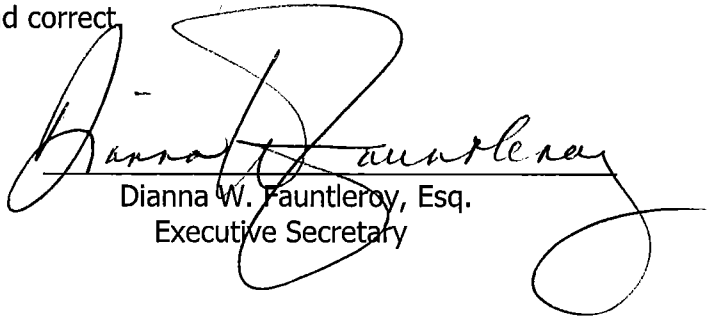
There being no members of the public to address the Commission, the meeting adjourned at 6:00 p.m.

*Lists of individuals acted upon at this meeting have been documented by exhibit number. Commission rulings are documented in orders or resolutions. These lists, rulings and official transcripts are available for public review at the Commission offices located at the corner of Tennessee Avenue and the Boardwalk, Atlantic City, New Jersey.

These minutes remain subject to amendment until such time as they are formally ratified by the New Jersey Casino Control Commission.

CERTIFICATION

I, Dianna W. Fauntleroy, Executive Secretary of the New Jersey Casino Control Commission, DO HEREBY CERTIFY that the foregoing Minutes of the Open Session conducted on September 10, 2014, are true and correct.


Dianna W. Fauntleroy, Esq.
Executive Secretary