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BEFORE THE MISSOURI GAMING COMMISSION

Meeting  
December 1, 2021  
Missouri Gaming Commission  
3417 Knipp Drive  
Jefferson City, Missouri 65109

Present:  
Mike Leara - Chairman  
Pat Conway - Commissioner  
David Hane - Commissioner  
Jan Zimmerman - Commissioner  
Peggy Richardson - Executive Director

THE COURT REPORTER:  
Jenna Petree  
ALARIS LITIGATION SERVICES  
2511 Broadway Bluffs  
Columbia, MO 65201  
573-449-0561

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AGENDA

2

I. Call to Order

3

II. Adoption of Agenda

4

III. Team Member Recognition

5

IV. Consideration of Minutes

A. October 27, 2021

6

V. Consideration of Hearing Officer Recommendations

7

B. Fernando M. Bartolotta

1. Resolution No. 21-058

8

VI. Consideration of Relicensure of Class A Licensee

9

C. Century Casinos, Inc.

- Presentation by Applicant

10

- Investigative Summary

- Staff Recommendation

11

1. Resolution No. 21-059

12

VII. Consideration of Petition for Preliminary Approval of  
New Facility Construction

13

D. Century Casino Inc. & IOC Caruthersville, LLC

- Presentation by Petitioner

14

- Staff Recommendation

- Resolution No. 21-060

15

VIII. Consideration of Relicensure of Supplier

16

E. Everi Payments, Inc.

- Resolution No. 21-062

17

IX. Consideration of Licensure of Supplier

18

F. Acres Manufacturing Company

- Resolution No. 21-062

19

X. Consideration of Licensure of Key Business Entity

20

G. GLI Capital Group Inc.

- Resolution No. 21-063

21

XI. Consideration of Licensure of Level I/Key Applicants

22

H. Resolution No. 21-064

23

XII. Consideration of Relicensure of Key Persons

I. Resolution No. 065

24

XIII. Consideration of Waiver of Institutional Investor

25

J. AWM Investment Company Inc.

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1 K. Allan Gray Australia Party, Ltd  
1. Resolution No. 21-068

2

XIV. Consideration of Final Order of Rulemaking

3 L. 11 CSR 45-9.123 - MICS - Chapter W  
1. Resolution No. 21-069

4

XV. Consideration of Relicensure of Bingo Manufacturers and  
Suppliers

5 M. Bingo Manufacturers

6 1. Resolution No. 21-001-B

N. Bingo Supplier

7 1. Resolution No. 21-002-B

8 XVI. Consideration of Eldorado and GLPI's Petition to Amend  
Lumiere's Lease

9 O. Presentation by Petitioner

- Resolution No. 21-070

10

XVII. Consideration of Chairman Delegation Resolution

11 P. Resolution No. 21-071

12 XVIII. Motion for Closed Meeting

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1 P R O C E E D I N G S

2 COMMSIONER LEARA: We call the meeting of the  
3 Missouri Gaming Commission to order. Please call role.

4 MS. FRANKS: Chairman Leara?

5 COMMSIONER LEARA: Present.

6 MS. FRANKS: Commissioner Conway?

7 COMMISSIONER CONWAY: Present.

8 MS. FRANKS: Commissioner Hane?

9 COMMISSIONER HANE: Present.

10 MS. FRANKS: Commissioner Zimmerman?

11 COMMISSION ZIMMERMAN: Present.

12 COMMSIONER LEARA: We have a quorum. First  
13 item on the agenda is Adoption of Agenda. I move for the  
14 adoption and ask if for a second.

15 COMMISSION ZIMMERMAN: Second.

16 COMMSIONER LEARA: Any discussion? Seeing  
17 none. Angie, please call the role.

18 MS. FRANKS: Chairman Leara?

19 COMMSIONER LEARA: Approved.

20 MS. FRANKS: Commissioner Conway?

21 COMMISSIONER CONWAY: Approve.

22 MS. FRANKS: Commissioner Hane?

23 COMMISSIONER HANE: Approve.

24 MS. FRANKS: Commissioner Zimmerman?

25 COMMISSION ZIMMERMAN: Approve.

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1 MS. FRANKS: By your vote, you have adopted  
2 the agenda.

3 COMMISSIONER LEARA: Next item is Team member  
4 Recognition. Captain Parker, welcome back.

5 MR. PARKER: Thank you, sir. Good morning  
6 Mr. Chairman and commissioners. If I could, I would like  
7 to have Zack Harrison and his wife Lacy come up. As most  
8 of you know, each year we try to recognize an officer  
9 within the division. In 2019 we did. This is actually the  
10 2019 award. We call that award the Ace Award for the  
11 Gaming Division. We ask all boats to recognize somebody  
12 that's working in their team and explain what they have  
13 done during that year that makes them stand out from  
14 everybody else. As most of you know, Zack is a previous  
15 winner of this award in 2017. In 2019, he had a whole new  
16 set of accomplishments. He was involved in a couple of  
17 drug investigations. Recognized a couple of little crime  
18 units that were kind of operating in and out of the casino.  
19 He worked with the staff at the casino and surveillance as  
20 a team to try and bring that about and led to prosecutions.  
21 He has worked on money laundering operations. They were  
22 operating in the community and trying to use the boat. So  
23 when we talk about this whole operation and why we came  
24 together with MGC and Highway Patrol years ago, it was to  
25 have officers like Zack out there operating to make sure

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1 that these casinos are able to operate the way that they  
2 need to and the people have the trust and feel like  
3 everything being run the way it should be. It takes time  
4 and takes diligence. It takes a real commitment to want to  
5 do this. Zack is at one of the smallest boats in the  
6 state. He actually makes sure that he understands and  
7 tries to get involved in what's going on. He has a great  
8 relationship with employees at the boat and management at  
9 the boat. He really wants it to be a place that represents  
10 not only that operation but patrol and the MGC. So we are  
11 very, very thankful for what you do. He is a volunteer in  
12 his community. He gets out and every once in a while  
13 Hannibal will flood and he is a guy that gets involved in  
14 that. He operates in the school. He really covers every  
15 basis that we ask a trooper to do, not only in work but in  
16 his private life. He is a great representation of our  
17 agency. His wife, Lacy, is a great partner to him. I have  
18 been around the patrol my whole life, it takes a unit to  
19 really -- for somebody to do this job and enjoy it and to  
20 be as successful as you are. So we are not just proud of  
21 you, we are proud of the family. We expect to see great  
22 things for many more years. I asked him this morning how  
23 many years he had left and he said about 15 years. I said,  
24 well before this is over this might be the Zack Harrison  
25 Award. So there is a possibility that will happen.

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1                   Once again, in a position I'm in, I got to  
2 tell you it's just great. It's a pleasure to work with  
3 outstanding people like we have in the Gaming Division.  
4 Zack is one of the best representatives of that. Zack,  
5 thank you very much. Just to let you know, for first time  
6 in the history of patrol and in the history of the Gaming  
7 Division, our nominee was the Patrol's Officer of the Year.  
8 So we use this nomination to nominate to patrol our  
9 candidate and Zack was picked as the first Gaming Officer  
10 to be Officer of the Year on the Missouri State Highway  
11 patrol. That presentation was just made a couple of weeks  
12 ago, once again because of COVID, but we are very proud. I  
13 hope everybody understands that's the kind of people we  
14 have working here with us. Zack, very proud of you.  
15 Congratulations. It's a well-deserved award.

16                   COMMISSIONER LEARA: Again, congratulations.  
17 Next item is Consideration of Minutes from October 27,  
18 2021. I will move for the approval. Is there a second?

19                   COMMISSIONER HANE: Second.

20                   COMMISSIONER LEARA: Is there any discussion on  
21 the minutes? Seeing none, Angie, please call the role.

22                   MS. FRANKS: Chairman Leara?

23                   COMMISSIONER LEARA: Approve.

24                   MS. FRANKS: Commissioner Conway?

25                   COMMISSIONER CONWAY: Approve.

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1 MS. FRANKS: Commissioner Hane?

2 COMMISSIONER HANE: Approve.

3 MS. FRANKS: Commissioner Zimmerman?

4 COMMISSIONER ZIMMERMAN: Approve.

5 MS. FRANKS: By your vote, you have adopted  
6 the minutes of October 27, 2021 minutes.

7 COMMISSIONER LEARA: Next item on the agenda is  
8 Consideration of Hearing Officer Recommendation. I'm  
9 sorry.

10 MR. SIMON: Mr. Fawzy Simon.

11 COMMISSIONER LEARA: Mr. Simon, you have the  
12 floor.

13 MR. SIMON: Mr. Chairman, Commissioners, we  
14 have one item. It was Resolution No. 21-058, Fernando M.  
15 Bartolotta. We called a hearing to order on October 7,  
16 2021 based on Mr. Bartolotta's request for reinstatement.  
17 Ms. Kerr appeared on behalf of the Commission.  
18 Mr. Bartolotta nor his counsel appeared. Based on that,  
19 was forced to conclude that Mr. Bartolotta did not meet his  
20 burden of showing by clear and convincing evidence that he  
21 should be removed from the exclusion list.

22 COMMISSIONER LEARA: Any questions for  
23 Mr. Simon? Seeing none, thank you.

24 MR. SIMON: Thank you, Mr. Chairman.

25 COMMISSIONER LEARA: All right. I will move for

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1 the approval of Resolution No. 21-058 and ask for a second.

2 COMMISSIONER CONWAY: Second.

3 COMMISSIONER LEARA: Any discussion? Seeing

4 none, Angie, please call the roll.

5 MS. FRANKS: Chairman Leara?

6 COMMISSIONER LEARA: Approved.

7 MS. FRANKS: Commissioner Conway?

8 COMMISSIONER CONWAY: Approved.

9 MS. FRANKS: Commissioner Hane?

10 COMMISSIONER HANE: Approved.

11 MS. FRANKS: Commissioner Zimmerman?

12 COMMISSIONER ZIMMERMAN: Approved.

13 MS. FRANKS: By your vote, you have adopted

14 Resolution No. 21-058.

15 COMMISSIONER LEARA: Next item on the agenda is

16 Consideration of Relicensure of Class A Century Casinos.

17 Will Century go first? Okay. Lyle, you have the floor.

18 Please state your name and position.

19 MR. TERLER: My name is Andreas Terler. I'm

20 Senior Vice President of Century Casino. Good morning,

21 Mr. Chairman, commissioners, executive director, and staff.

22 Thank you for the opportunity to be here in Jefferson City

23 at this board meeting. My name is Andreas Terler, I am the

24 Senior Vice President Operations of Century Casinos. I'm

25 going to take a few minutes to update you about the company

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1 I have been working for more than 15 years.

2 Century Casinos was founded back in 1992 by  
3 two gentlemen from Austria, Mr. Erwin Haitzmann and Peter  
4 Hotzinger. Both have been running the company jointly as  
5 co-CEOs ever since.

6 Today, Century Casinos is a developer and  
7 operator of mid-market, mid-size casinos with a focus on  
8 entertainment facilities in North America. Our customers  
9 are mostly local and regional. Century Casinos operates a  
10 total of 7 casinos in three countries and employs  
11 approximately now 2,800 people. The company has been  
12 listed on the NADSDAQ under the symbol "CNTY" for more than  
13 25 years.

14 Century Casinos got its first casino license  
15 in Colorado, where it acquired a casino and hotel in former  
16 gold mining town of Cripple Creek and later built a second  
17 casino and hotel in Central City.

18 In 2006, the company built its first casino  
19 and hotel in Alberta, Canada, where the company grew to a  
20 total of four casinos, two of these with horse racetracks,  
21 over the course of 13 years.

22 We are also in Poland, where we operate a  
23 seven "boutique style" casinos under the "Casinos Poland"  
24 brand.

25 Now back to the United States. In West

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1 Virginia, we operate the Mountaineer Casino, Racetrack &  
2 Resort, a thoroughbred racetrack and casino resort located  
3 on the Ohio River. It is notable for being the first race  
4 track in the United States to get slot machines and become  
5 a racino.

6                   Since 2019, we also operate Century Casino  
7 Cape Girardeau and Century Casino Caruthersville in  
8 Missouri, which we acquired from Eldorado Resorts, now  
9 Caesars Entertainment, almost exactly two years ago.  
10 Missouri is our biggest market and our casinos and team  
11 members in Missouri are very important to us. As such, we  
12 could not be more excited about the opportunities to  
13 improve these facilities significantly with the projects we  
14 are going to present to you today. On behalf of Century  
15 Casinos, I sincerely thank you for the opportunity to hold  
16 a Class A license and to operate in the state of Missouri.

17                   With this, I will now turn over to Lyle  
18 Randolph for additional comments.

19                   MR. RANDOLPH: Thank you. I'm Lyle Randolph.  
20 I'm the Vice President of Operations and General Manager of  
21 Century Casino Cape Girardeau. Joining me also here today,  
22 we have Denny Callahan, General Manager of Century Casino  
23 of Caruthersville. Mayor of Caruthersville, Sue Grantham  
24 has joined us as well. I'm happy to be back before the  
25 Commission today. Many of you probably get tired of seeing

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1 me. I was just kind of looking, March will mark my 27th  
2 year in the gaming industry in Missouri. This is my  
3 original badge from when I started back in Caruthersville  
4 in the surveillance department. I would get ID'd walking  
5 into work back then. They didn't think I was of age to be  
6 there.

7                   Two years ago, we marked -- the Commission  
8 approved the license of the transfer of the casino from  
9 Eldorado Resorts to Century. It's been a -- time flies by,  
10 but there has been a lot that has happened in that two  
11 years. Early in 2000, the properties were rebranded.  
12 Lady Luck down in Caruthersville was re-branded to Century  
13 Casino in Iowa. It was also changed to Century Casino in  
14 Cape Girardeau. Immediately after the acquisition, Century  
15 really began an aggressive approach making significant  
16 investments in technology. Within the first year of  
17 ownership, Century invested \$2.3 million in the system  
18 upgrades in Missouri.

19                   For those, the staff will recall kind of some  
20 of the challenges. We didn't have downloadable credits.  
21 We didn't have a lot of the things that customers were  
22 looking for and we were able to get those right away.  
23 Digital upgrades are planned, including new table games  
24 management system; something they have never had in  
25 Caruthersville. We are looking to get that installed

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1 within the next two quarters down in Caruthersville.

2 Additional slot capital. Obviously  
3 maintaining a fresh and exciting floor for our customers  
4 has been a priority. Century has invested \$1.2 million in  
5 new slot games in Cape Girardeau and \$1.4 million in  
6 Caruthersville. The property installed new slot tournament  
7 software in Cape Girardeau and additional 72 games of  
8 additional cost of \$1.5 million are currently ordered and  
9 will be installed in Q1 2022. Continuing to stay  
10 aggressive with new machines coming in for our customers.

11 We made significant marketing changes. We  
12 added a new players club, it's branded "The Winners Zone."  
13 The property began deploying mail offers particularly  
14 during the pandemic, we are looking for ways to modify some  
15 of our processes so we launched digital flip books where  
16 people can get their offers via e-mail. We also launched a  
17 mobile app of the Missouri properties in March of '21. The  
18 app has been downloaded by 11,000 of our customers and has  
19 been very successful. A special veteran's card was  
20 introduced as well. Veterans can come in and we can  
21 identify them and give them a special players card. The  
22 property also replaced all of the food and beverage venues  
23 at both of the properties. The Water Site Express was  
24 launched in Caruthersville in March of 2021. The Red Star  
25 Grill was renovated and rebranded in May of 2021 as well.

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1 We are excited to announce that Beacon 53, that's the venue  
2 that overlooks the river, was closed down during the  
3 pandemic. We took that opportunity to renovate the space  
4 and we have reopened it as Beacon 53. We're located at the  
5 53-mile marker on the river. So 53 miles north of where  
6 the Ohio River comes in. So the Beacon 53 is open. We  
7 have spent about \$800,000.00 in renovations on the project  
8 there in Cape Girardeau. So if you get a chance, it's  
9 really one of the best venues between St. Louis and  
10 Memphis.

11 Century Casinos understand that its local  
12 people, community, and team members that make the company  
13 and the brand a success. Century has strong commitment of  
14 giving back to the community. Century Cares is the branded  
15 charitable brand, which was launched in Missouri properties  
16 and our team members, they live in, you know, and  
17 participate in those events in the community and it's  
18 something they take a lot of pride in. Century is  
19 committed to the community. I mentioned last time that we  
20 were planning to install the electric charging station. We  
21 installed the first ones in downtown Cape Girardeau. We  
22 hosted the start of first marathon that had ever been  
23 hosted downtown Cape, the Big Muddy Marathon become an  
24 annual event. Caruthersville and Cape both began hosting a  
25 limited number of large events in 2021 trying to bring

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1 those things back. One of the things we did most recently  
2 is a two-day music festival. Shipyard Music Festival was  
3 held on our property that will also become an annual event.  
4 Things that are bringing folks to the community.

5           Obviously the property has continued to  
6 respond to the challenges of the pandemic. Guest and team  
7 member safety is the top priority, while still trying to  
8 maintain an entertaining and clean environment for our  
9 guests. Our team members continue to be resilient and have  
10 adapted well to the challenges.

11           Just some of my favorite things to talk about,  
12 the efforts by Century and the Missouri team have really  
13 produced exceptional results. On the left, you'll see  
14 the AGR revenue comparison for the region. For 17 months  
15 since reopening after the pandemic in June of 2020, Century  
16 properties is up 19.5 percent versus the same 17-month  
17 period from 2018 to 2019. The impact of the results for  
18 our company have been substantial. Under estimate, you  
19 kind of refer to how important these properties are to the  
20 company. In Q2 of '21, Century's Missouri properties  
21 generated 37 percent of the company's revenue and  
22 50 percent of the company's profit. As a result of these  
23 exceptional results, Century Casinos has reinvested back in  
24 Missouri team members. This year we announced \$2 million  
25 in additional pay and incentives for our team members.

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1 This includes increasing our minimum starting pay to \$12.50  
2 at both properties for all positions. We also launched a  
3 unique incentive program that provides for a .25 raise for  
4 every 500 hours worked. Every 500 hours, your pay rate  
5 will increase every .25 an hour. Century allowed us to  
6 launch that program in Missouri and we have committed to  
7 continue that through at least 2022. It's been very well  
8 received by the employees.

9           That's not all. The strong Missouri results  
10 have allowed Century to invest in future developments at  
11 both properties. These -- take a look at these slides. In  
12 the summer of '21, Century purchased an existed hotel. You  
13 can see the renovations on the hotel has begun. In  
14 addition, Century purchased four other residential rental  
15 properties and were in disrepair and were located very  
16 close to the hotel. Those have been cleared and the hotel  
17 was essentially becoming a nuisance property. The roads  
18 have already been removed. Currently the hotel has been  
19 striped down to the studs and completely renovated into the  
20 Farmstead.

21           You can see a modern farmhouse approach. This  
22 will be the first -- or the only hotel in Caruthersville.  
23 This is a top to bottom renovation and will feature a  
24 design that represents the importance of agricultural in  
25 the area. Artwork featuring local farms will be displayed

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1 in each of the rooms. This project is estimated at  
2 \$2.7 million and the hotel was estimated to open in mid  
3 '22. So by the middle of this year, that's going to  
4 correspond with the major construction project with the  
5 property as well. So we hope to have this open at that  
6 time.

7                   But that's not all: We are very excited to  
8 also announce a new nine story hotel development for  
9 Century Casino in Cape Girardeau. The hotel will feature a  
10 single-loaded design so all the windows will overlook the  
11 river and downtown and the iconic Bill Emerson Bridge.  
12 Here you can see the first floor. The hotel will connect  
13 to the south part of the existing facility. The former  
14 steakhouse will be transitioned into a coffee shop and  
15 hotel lobby. The glass enclosed stairway, which will  
16 circle around the bottom left, will also provide a  
17 spectacular entrance into Beacon 53. So next year interest  
18 will be to go into that venue.

19                   Even more exciting, this is the top floor on  
20 the right. The top floor will premier this will feature  
21 premier suites, including a remarkable circular suite with  
22 180-degree view of the river and downtown. The location  
23 will make the property clearly visible from the downtown  
24 area and from the bridge as travelers coming across  
25 from Illinois. The estimated cost of this project is \$23

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1 million and is scheduled to begin construction in summer of  
2 '22 and completion by the end of '23.

3                   If that was all of the story, it would be  
4 impressive, but that's not all. We are very excited to  
5 address our largest proposed later under another agenda  
6 item. Having grown up in Missouri, having worked in the  
7 industry for 27 years; all of the projects we are  
8 discussing today are times we've been talking about for a  
9 long time. I said it last year during the license renewal  
10 and I will say it once more because I think what we  
11 presented here today solidifies the statement even more.  
12 Century Casino has given our leadership teams the  
13 flexibility to make decisions that are in the best interest  
14 of our local operations. Decisions that make financial  
15 sense, but that also take into consideration our team  
16 members and our communities. I think that Century has been  
17 a great partner. As you can see the development all of the  
18 projects that are coming onboard, thankful for Andreas and  
19 the rest of the team for giving us the opportunity to do  
20 that. Thank you for your time and consideration. I will  
21 be glad to answer any questions.

22                   COMMISSIONER LEARA: Any questions for  
23 Mr. Randolph? I have one. You will own two hotels in  
24 Caruthersville?

25                   MR. RANDOLPH: Yes, sir. There will be two

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1 hotels. As we talk about the other development, we will  
2 take kind of a multitude approach. The finishes in the new  
3 construction will be a little nicer finishes as well, but  
4 there will be a total of 76 -- 74 rooms between the two  
5 properties.

6 COMMISSIONER LEARA: How far apart are they,  
7 the two-story and the farmhouse?

8 MR. RANDOLPH: Just across the drive. So as  
9 we get to the other project, you'll see the overall site  
10 plan. It won't be connected to the property, but it's very  
11 close.

12 COMMISSIONER LEARA: Okay. Any other  
13 questions for Mr. Randolph? Lyle, thank you. Mr. Terler.  
14 Thank you. I think we'll go to Madam Mayor, is someone  
15 here wishing to speak?

16 MR. RANDOLPH: She may want to speak on the  
17 other project.

18 COMMISSIONER LEARA: All right. Sergeant  
19 Holcomb. Your report, please. Thank you Mr. Randolph.

20 MR. HOLCOMB: Thank you and good morning,  
21 Mr. Chairman, Commissioners. Century Casinos submitted an  
22 application to the Missouri Gaming Commission on June 24,  
23 2021 for renewal of the Class A riverboat gaming license.  
24 The license is scheduled to expire on December 31, 2021.  
25 This renewal is the second of two re-licensing periods

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1 following the initial license approval in December of 2019  
2 as required by 11 CSR 45-4.190, which states "An  
3 application for a Class A renewal is due at least 90 days  
4 before the first and second anniversary of its license and  
5 180 days before the anniversary date for each subsequent  
6 fours years thereafter. If Century Casinos is approved  
7 today, the company will fall into a four-year renewal  
8 rotation. Missouri State Highway Patrol investigators and  
9 Missouri Gaming Commission Financial investigators  
10 conducted a relicensing investigation that consisted of a  
11 financial analysis, a review of disciplinary actions,  
12 litigation, and business credit profiles, as well as a  
13 review of the key persons associated with the company.  
14 Findings of this investigation were provided to the MGC  
15 staff. I'd be glad to answer any questions you might have.

16 COMMISSIONER LEARA: Any questions for  
17 Sergeant Holcomb? None. Sergeant, thank you. Staff.

18 MR. GREWACH: Staff recommends approval.

19 COMMISSIONER LEARA: Any questions for  
20 Mr. Grewach? Seeing none. I move for the approval of  
21 Resolution No. 21-059 and look for a second.

22 COMMISSIONER ZIMMERMAN: Second.

23 COMMISSIONER LEARA: We have a second. Any  
24 discussion? Seeing none, Angie, please call the role.

25 MS. FRANKS: Chairman Leara?

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1 COMMISSIONER LEARA: Approved.

2 MS. FRANKS: Commissioner Conway?

3 COMMISSIONER CONWAY: Approved.

4 MS. FRANKS: Commissioner Hane?

5 COMMISSIONER HANE: Approved.

6 MS. FRANKS: Commissioner Zimmerman?

7 COMMISSIONER ZIMMERMAN: Approved.

8 MS. FRANKS: By your vote, you have adopted

9 Resolution 21-059.

10 COMMISSIONER LEARA: Next item on the agenda,  
11 consideration of Petition for Preliminary Approval of New  
12 Facility Construction. Mr. Randolph, you have the floor.

13 MR. RANDOLPH: Thank you again for the  
14 opportunity to speak to you today. Joining for this  
15 presentation Denny Callen, the General Manager at Century  
16 Casino in Caruthersville. One year ago before this  
17 Commission, this image of the casino in Caruthersville was  
18 the last slide on our presentation.

19 At that time I explained we wanted to evaluate  
20 options to relocate off the river and onto the protected  
21 side of the floodwall. I also described Century Casino as  
22 a unique company that provides our local teams the  
23 flexibility to consider options that were in the best  
24 interest of each unique operation. That type of approach  
25 is certainly why the reason that we are here today, 12

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1 months later, sharing an idea to request preliminary  
2 approval for a project that will make the dream in  
3 Caruthersville a reality.

4                   First, we feel it's important to understand  
5 why this project is needed for the longterm viability for a  
6 casino in Caruthersville. Denny will talk a little about  
7 the experiences there.

8                   MR. CALLEN: Good morning. We could probably  
9 talk most of the morning about the challenges of being on  
10 the river. My 25 years at the property, we've seen the  
11 high waters and the low waters and the challenges with the  
12 safety of our patrons and the safety of our employees as  
13 well. Access to the casino at the top picture is normal  
14 river level for our facility. The bottom picture shows the  
15 facility at flood levels, which happen frequently on that  
16 river. What is not depicted here is low water, which is  
17 also a challenge of keeping those vessels floating in low  
18 water conditions. So the next slide goes into a site. I  
19 will turn it back over to Lyle.

20                   MR. RANDOLPH: So the difference in those  
21 levels is up to 50 feet difference. So in 2011, the high  
22 water mark was at 48.7 I believe and then it dropped below  
23 zero less than a year later. So managing that is very  
24 difficult. Again, just one of the many things that creates  
25 a challenge. As we looked at the existing property, we

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1 quickly determined that if we were going to make a  
2 significant investment at that location, it needed to be on  
3 the protected side of the floodwall. We also quickly  
4 realized that there were significant challenges to building  
5 what had been done in the past with a floating casino  
6 platform. This is a unique area, very low water level; a  
7 lot of challenges that would create some issues, not only  
8 additional cost but other just longterm issues with that.  
9 So we needed to find a solution. So beginning really since  
10 December of 2019, right after Century acquired the  
11 property, we started having discussions. We had ongoing  
12 discussions with MGC staff regarding rules and regulations  
13 so we could better understand what would be required. In  
14 2020 we began working regulatory legislative experts,  
15 several of the folks here in Jeff City to understand what  
16 could be done. In the spring of 2021, one local  
17 representative, Don Rone of Portageville and Senator Bean  
18 both introduced bills with a definition, a new definition  
19 for a non-floating facility. Rone's House Bill 507 passed  
20 the House with large bipartisan support at a vote of 133 to  
21 7. That language eventually got added to Senate Bill 26,  
22 which passed in May of 2021 and was signed by Governor  
23 Parson in July.

24                   Down below you'll see three relevant  
25 definitions in Section 313.800 that were revised including

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1 the new definition for a non-floating facility. As we  
2 review the plan today, we'll explain how this project meets  
3 those relevant requirements. Here with the existing site  
4 plan, you can kind of see what is currently existing casino  
5 out floating on the river. The floodwall that runs -- the  
6 red line running down the center. The pavilion, the  
7 existing pavilion, and also the existing hotel. So here  
8 you can see it's just directly right across the street. In  
9 this image, you do see the other white building is the expo  
10 tent, the expo center. That's already been removed. We've  
11 already taken that down and prepped that area. It's  
12 currently being used as a parking lot. The new project  
13 will be located within this footprint and must be located  
14 within a 1,000 feet of the edge of the main channel. So  
15 we'll go into kind of the details of that requirement.  
16 That involves really the Corp of Engineers. They are  
17 specifically mentioned in Section 313 as the agency to  
18 define the edge of the main channel of the river. The Corp  
19 provided an opinion. The letter here is from 2004 that  
20 really defines what that means and basically states that  
21 flood stage and this metric that they used to determine the  
22 natural high bank of the river. Throughout the planning  
23 stage of the project, we've been in contact with Corp of  
24 Engineers. This is really more imperative because at the  
25 same time, the Corp is planning to replace the floodwall in

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1 Caruthersville. They are going to make it even higher. So  
2 that construction there could be parts of that in  
3 conjunction with this project as well. So we want to make  
4 sure we are closely coordinating with the Corp of  
5 Engineers. The Corp provided this draft letter that  
6 confirms the natural high bank of the river and they will  
7 be submitting that letter directly to the Commission. The  
8 precise line is given as 267.49 feet NGVD contour. This is  
9 a technical measurement that is an elevation reference  
10 point for flood stage at the location at Caruthersville.  
11 For us, that's basically being what we're looking at.  
12 That's equivalent to 32 feet on the river gauge. We've  
13 been experienced those water levels. We know where that  
14 32-foot line is as well from historical knowledge, but we  
15 also have here identified specifically the line on the left  
16 is the natural high bank mark based upon the other  
17 definition at 267.49 feet NGVD contour. To the right you  
18 will see the 1,000 foot line that marks the 1,000 foot from  
19 that line. In the center you see our existing pavilion and  
20 in green the new hotel development falls well within that  
21 1,000 feet.

22                   CHAIRMAN LEARA: Lyle, I have a question on  
23 this. Does state statute mention that it has to be  
24 1,000 feet within the main channel and are you saying the  
25 main channel is the natural high bank mark?

1                   MR. RANDOLPH: Yes. So that was the opinion  
2 in that letter from 2004 provided that basically links the  
3 wording in the two becomes the natural high bank of the  
4 river.

5                   CHAIRMAN LEARA: Okay.

6                   COMMISSIONER CONWAY: Just to follow-up on  
7 that because the guide you gave us the statute that changes  
8 it to 1,000 feet from the river. Is that statue in  
9 compliance with the original thought that it had to be  
10 1,000 feet from the main channel?

11                   MR. RANDOLPH: So the reference within 1,000  
12 feet of the river?

13                   COMMISSIONER CONWAY: Did the statute that was  
14 approved in the Senate Bill 26 change the definition?

15                   MR. RANDOLPH: No, it didn't change that  
16 wording. I don't have that in front of me, but the wording  
17 may be the same. Mark Ellinger could probably address  
18 that.

19                   MR. ELLINGER: Good morning. Mark Ellinger  
20 with Ellinger and Associates. I represent Century Casino.  
21 The constitution provides 1,000 foot requirement from the  
22 main channel. That language has not been changed, either  
23 in the constitution in the statute that incorporates the  
24 constitutional language. The letter from the Corp of  
25 Engineers defines what the main channel is and they define

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1 it as within the high water mark. So anything that's  
2 within the high water mark is defined as the main channel.  
3 I think that actually came out of the St. Louis casino, I  
4 think the Lumiere Casino where it was a substantive  
5 question of whether that casino was within the 1,000 foot  
6 of the Michigan River and that's where that letter came  
7 from that was submitted. So it does not change that  
8 requirement in any way.

9 COMMISSIONER CONWAY: I was just comparing the  
10 information in the document provided and they are two  
11 different definitions on that, so.

12 MR. RANDOLPH: Part of that may have been just  
13 kind of a standard discussion that we will sometimes refer  
14 to as 1,000 feet to the river, specifically the definition  
15 is within the main channel, the 1,000 feet of the  
16 main channel.

17 CHAIRMAN LEARA: What we're approving is not  
18 conflicting in any way either with either constitution or  
19 statute?

20 MR. ELLINGER: No, it's entirely in accordance  
21 with both the constitution and the statute.

22 MR. RANDOLPH: And the same requirement that  
23 all of casinos in the state previously. Any additional  
24 information we would be glad to provide that as well.

25 You see the current site plan at

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1 Caruthersville. The existing casino to the right and the  
2 RV park. The floodwall running down the center just off to  
3 the right and then the pavilion. You can see the proximity  
4 with the existing hotel. The location of the proposed  
5 casino and hotel in the center. Here you see the proposed  
6 site development and the rendering of the new facility here  
7 in Caruthersville. The new casino building provides easy  
8 and convenient access for our customers. You can see  
9 parking close. One of the challenges of being on the river  
10 is people having to really just accessing and getting out  
11 to the location. Kind of get into some of the details of  
12 design plan, I will kind of turn it over to Denny to talk  
13 about that.

14 MR. CALLEN: So this is the main casino floor  
15 of the first level connecting to our existing pavilion  
16 building. This floor gives us approximately 27,000 square  
17 feet of gaming space with a sports bar food outlet there  
18 connected on the lower left. This is a comparison to our  
19 current vessel riverboat situation where we have  
20 approximately 21,000 square feet stretched out over three  
21 decks on two vessels. So this is going to be much more  
22 convenient and accessible for our patrons. The sports bar  
23 will have seating for dining on both the casino side and  
24 non-gaming side. It will be separated to where no access  
25 can be gained from that venue or that outlet onto the

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1 casino. This will also provide us with additional 120 slot  
2 machines and two additional table games on this new casino  
3 floor.

4 MR. RANDOLPH: Ceiling height is also --

5 MR. CALLEN: Yes. Thank you for that.

6 Currently our ceiling heights are 8-foot on our river boat  
7 and 10 foot on our barge, which can be a little  
8 claustrophobic for some. These ceiling heights on our new  
9 casino are planning to be at 20 feet. So we'll have a  
10 substantial difference in our ceiling heights.

11 On the second floor, you'll notice on our  
12 existing pavilion, it will be refitted into a hotel lobby.  
13 It will again be connected to this new facility with a  
14 hotel and the elevators. Patrons will be able to access  
15 the casino either through a grand staircase or through  
16 elevators from this second floor of the pavilion hotel  
17 lobby check-in going down to the casino floor. It will  
18 also house our Missouri themed gift shop, and our existing  
19 restaurant will be refitted and reopened as well and bring  
20 this building back to use. Where now, it's kind of been a  
21 detour for our patrons not having to go through it. On our  
22 hotel footprint, we'll have three floors of hotel rooms.  
23 There will be 14 rooms on the first two floors of the  
24 hotel, which would actually be the third and fourth floor  
25 of this hotel tower. On the fifth floor will be hotel

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1 suites that will be facing our river with magnificent views  
2 of the river there from our Caruthersville that will appear  
3 over the RV park -- or floodwall. So this here is an  
4 approximate view from the first floor of the hotel rooms,  
5 so we can go up another 20 feet from the suites that are on  
6 top. This hotel tower has 38 rooms. This will be an  
7 addition to the 36 rooms in the existing hotel that we are  
8 currently refitting. So we will have two hotels at the  
9 property. The total height of these hotel towers is going  
10 to be approximately 64 feet, which is pretty big for  
11 Caruthersville. So we are excited about that.

12 MR. RANDOLPH: On the next slide, I wanted  
13 to -- kind of the 1,000-foot requirement to the  
14 commissioner's question, really is, you know, an existing  
15 no change in that rule. Here is where we are kind of  
16 getting into the changes of non-floating. So this is what  
17 effectively the rule, the new rule modifies. So in this  
18 detail, essentially what we are showing here is a mockup  
19 of -- the rule requires that a non-floating structure must  
20 contain at least 2,000 gallons of water beneath or inside  
21 the facility either by an enclosed space containing such  
22 water or in a rigid or semi-rigid storage container or  
23 structure. What we are proposing is a 20 by 46 storage  
24 tank room below the gaming floor. Inside the room, tanks  
25 containing at least 2,000 gallons will be installed. This

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1 particular design shows four tanks each with a 1,000  
2 gallons to give some redundancy and allows maintenance of  
3 the tanks. To help us understand the size and other  
4 characteristics, you can see the mockup we have done at  
5 Caruthersville. These are both 1,000 gallon tanks. We did  
6 one in white to be able to see the water. We have now the  
7 white tank really for us to understand the dynamic of what  
8 size those will be and how that should be designed. Those  
9 mockups will help us create really what the specifics of  
10 what the best tank selection essentially for that. The  
11 requirement would be that we would always maintain at least  
12 2,000 gallons below, in our case, below the gaming floor.  
13 Any questions regarding that? If not, we'll go into the  
14 construction timeline.

15                 Several steps have already taken place with  
16 respect to planning and design. Tobin Design Group of St.  
17 Louis has been selected as the architect and Navigate  
18 Building Solutions, also a Missouri firm, will be the  
19 owner's representative. Our petition for preliminary  
20 approval was submitted in October. Penzel Construction  
21 Company, Incorporated of Zackson, Missouri in Cape  
22 Girardeau County has been selected as the general  
23 contractor. More detailed designs, including those back of  
24 house and sensitive areas that aren't displayed here has  
25 been provided to the staff as well. We expect design

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1 development documents to be completed in March, with final  
2 construction documents to be completed in June of '22,  
3 with an estimated completion date of mid 2024.

4 COMMISSIONER CONWAY: Let me go back, if you  
5 would, to the requirement on the gallons of Missouri water.  
6 There is nothing specifically that says that water has to  
7 be in a container below the facility?

8 MR. RANDOLPH: No.

9 COMMISSIONER CONWAY: If you wanted to you  
10 could put it in aquarium with blue catfish fish in there or  
11 something like that. I'm asking this mainly because you're  
12 the first, you know, you're the first one in on this and I  
13 think the commission has to look not only at what you're  
14 showing us, but what potentially other people may be  
15 showing us. So just to understand that you just decided  
16 that this will be benefit to do it underground more in  
17 liking with what the original concept was, but that's not  
18 necessarily going to be a priority or a restriction on  
19 other facilities or other operations?

20 MR. RANDOLPH: No, you're exactly correct.  
21 The rule does not require it to be -- it can be beneath or  
22 inside the facility. We chose this approach because we  
23 felt that as the first, we wanted it to -- that the closer  
24 proximity to the existing processes that were in place and  
25 didn't want any question from that regard. But the rule

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1    itself would allow it to be expanded beyond that based upon  
2    the commission's approval.

3                    COMMISSIONER CONWAY:   Okay.  Thank you.  I  
4    just wanted to clarify that for future information?

5                    CHAIRMAN LEARA:   Any other questions?  
6    Mr. Randolph.

7                    MR. RANDOLPH:   Really at this point in time,  
8    Denny can talk a little bit about the City and community  
9    involvement with this effort.

10                   MR. CALLEN:   Yes.  Throughout this process we  
11   have communicated with our City leaders and local business  
12   leaders that helped us get this legislation passed and  
13   communicated with Senator Bean and Representative Rone.  In  
14   the lower picture there that is our mayor with Senator Bean  
15   and a group from Caruthersville that came up here twice to  
16   Jeff City to testify in support of legislation and this  
17   change of definition so we are able to be here today to  
18   present this to you for approval.

19                   MR. RANDOLPH:   You know, from an economic  
20   impact standpoint, a couple of things we wanted to touch  
21   on.  Century will remain focused in ensuring diversified  
22   participants in the project.  It is a challenge in  
23   Southeast Missouri, but we are going to challenge our  
24   general contractors to meet those requests.  The estimated  
25   number of permit casino positions is expected to increase

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1 by 20 percent at Caruthersville. The construction project  
2 will create over 200 jobs over the span of the project.  
3 Nearly all filled by the local workforce as we focus on the  
4 utilization of Missouri contractors and suppliers. The  
5 economic impact of the project of Caruthersville and  
6 surrounding region really can't be understated. The new  
7 hotel casino cost is estimated at \$45 million. This will  
8 certainly be one of the largest construction projects ever  
9 in Pemiscot County. The financing for this project has  
10 been secured through VICI. We have a great relationship  
11 and they visited the property recently, reviewed the  
12 proposal, and expressed an eagerness to be a part of these  
13 developments. Pending this approval today, the required  
14 notices to MGC related to that financing will be submitted  
15 immediately. We are prepared to submit as soon as this is  
16 approved for the new facility. The project before you  
17 today really allows us to take the current successes at  
18 Century Casino of Caruthersville and push it to even  
19 greater level. As shown in the most recent October MGC  
20 financial report, the casino at Caruthersville has achieved  
21 over \$50 million in adjusted gross revenue in the prior 12  
22 month period. It's important to understand that 75 percent  
23 of the rated revenue at Caruthersville is generated from  
24 out-of-state customers. On the nearby interstate, 20,000  
25 people pass by each day. Well more than the 16,000 people

1 that live in the county. The new hotel with this project,  
2 in addition to the renovated Farmstead Hotel, will provide  
3 a total 74 hotel rooms in a community that potentially had  
4 no reasonable accommodations before. The potential to  
5 attract even more out of state visitors with this  
6 significantly upgraded property is substantial.

7 Denny and I truly appreciate the opportunity  
8 to present this project to you today. We also are  
9 appreciative of the corporate leadership at Century Casinos  
10 that puts faith in our local team to make this opportunity  
11 even possible. I hope that everyone present can feel just  
12 a small part of the excitement that we have for this  
13 project in Caruthersville. It's not often that any of us  
14 have an opportunity of creating such a direct, meaningful,  
15 and positive impact on a community in the region. On  
16 behalf of Century Casinos, we respectfully request that the  
17 commission adopt this resolution for preliminary approval  
18 of new facility construction in Caruthersville.

19 CHAIRMAN LEARA: Any questions for  
20 Mr. Randolph? Mayor Grantham, would you like to speak in  
21 support of?

22 MAYOR GRANTHAM: I sure would. It's going to  
23 be amazing in Caruthersville when this gets started. I  
24 know all of you are wanting this to happen in your town as  
25 well. We are thankful for you letting this happen. We are

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1 thankful for this guy who bought Century and brought it  
2 there. We want all of Caruthersville -- we want all of you  
3 to come and see what's happening. We are excited. Thank  
4 you. Thank you so much.

5 CHAIRMAN LEARA: Thank you, mayor. Any  
6 questions for the mayor? Anymore for Mr. Terler or  
7 Mr. Randolph? Thank you. Staff recommendation?

8 MR. GREWACH: Staff recommends approval.

9 CHAIRMAN LEARA: Any questions for  
10 Mr. Grewach? Seeing none, I move for the approval of  
11 Resolution No. 21-060. Is there a second?

12 COMMISSIONER CONWAY: Second.

13 CHAIRMAN LEARA: Seconded by Mr. Conway. Any  
14 other discussion? Seeing none, Angie, please call the  
15 role.

16 MS. FRANKS: Chairman Leara?

17 CHAIRMAN LEARA: Approved.

18 MS. FRANKS: Commissioner Conway?

19 COMMISSIONER CONWAY: Approved.

20 MS. FRANKS: Commissioner Hane?

21 COMMISSIONER HANE: Approved.

22 MS. FRANKS: Commissioner Zimmerman?

23 COMMISSIONER ZIMMERMAN: Approved.

24 MS. FRANKS: By your vote, you have adopted  
25 Resolution No. 21-060.

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1                   CHAIRMAN LEARA: Congratulations. All right.  
2 Next item on the agenda is Consideration of Relicensure of  
3 Everi Payments. Sergeant Holcomb, you have the floor.

4                   SERGEANT HOLCOMB: Thank you, Chairman.  
5 Missouri State Highway Patrol Officers and Missouri Gaming  
6 Commission Financial Investigators conducted a supplier  
7 license renewal investigation for the purpose of a  
8 assisting the Commission in determining the continued  
9 suitability of Everi Payments Incorporated. This  
10 investigation consisted of, but was not limited to, a  
11 financial review, feedback from Missouri casino operators,  
12 jurisdictional inquiries, and a review of disciplinary  
13 actions, litigations, business credit profiles, and the key  
14 persons associated with the company. The results of the  
15 investigation were provided to the Missouri Gaming  
16 Commission staff for their review. I would be glad to  
17 answer any questions you might have.

18                   CHAIRMAN LEARA: Any questions for Sergeant  
19 Holcomb? Seeing none, I move for the approval of Resolution  
20 No. 21-061. Is there a second?

21                   COMMISSIONER ZIMMERMAN: Second.

22                   CHAIRMAN LEARA: Seconded by Commissioner  
23 Zimmerman. Any discussion? Seeing none, Angie, please  
24 call the role.

25                   MS. FRANKS: Chairman Leara?

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1 CHAIRMAN LEARA: Approved.

2 MS. FRANKS: Commissioner Conway?

3 COMMISSIONER CONWAY: Approved.

4 MS. FRANKS: Commissioner Hane?

5 COMMISSIONER HANE: Approved.

6 MS. FRANKS: Commissioner Zimmerman?

7 COMMISSIONER ZIMMERMAN: Approved.

8 MS. FRANKS: By your vote, you have adopted

9 Resolution No. 21-061.

10 CHAIRMAN LEARA: Next item on the agenda

11 licensure of Acres Manufacturing Company. Sergeant

12 McTheeney, you have the floor.

13 SERGEANT MCTHEENEY: Mr. Chairman and  
14 commissioners, good morning. Missouri State Highway Patrol  
15 Investigators and Missouri Gaming Commission Financial  
16 Investigators conducted a comprehensive background  
17 investigation on Acres Manufacturing Company for the  
18 purposes of assisting the commission in in determining  
19 suitability for licensure. Acres Manufacturing produces  
20 and markets one product called Foundation. Foundation's  
21 software collects real time player data from gaming  
22 machines and simultaneously allows systems to add or remove  
23 credits from gaming machines.

24 The company investigation consisted of, but  
25 was not limited to, a financial analysis, jurisdictional

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1 inquiries, a review of disciplinary actions, a review of  
2 the organization's structure and business processes, a  
3 review of their business credit profile, and a physical  
4 site inspection.

5                   Investigative findings were provided to the  
6 Missouri Gaming Commission Staff for their review, and  
7 investigators are available to answer any questions you  
8 might have. Thank you.

9                   CHAIRMAN LEARA: Any questions for Sergeant  
10 McTheeney?

11                   COMMISSIONER CONWAY: Sorry to keep bringing  
12 this up, and this is a general question, it's not specific  
13 to Acres but it's something I have been wondering about.  
14 The information that is collected, is that the player's  
15 information?

16                   SERGEANT MCTHEENEY: Player data tracking,  
17 that's correct.

18                   COMMISSIONER CONWAY: How available is that  
19 information to other entities? Can they sell and  
20 distribute that information of the player to others?

21                   MR. GREWACH: That question would be answered  
22 by the agreement in which the casino would enter into with  
23 the patron. So when the patron would sign up for a  
24 player's club card, there would be an agreement. In the  
25 agreement, like many you see, there would be a provision

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1 about are privacy and what can and cannot be shared. So  
2 that would be governed by that and not by regulation. This  
3 Acres Software is going to be used in the cashless wagering  
4 in rules that we are currently working on. In Missouri,  
5 that's going to be limited to cashless wagering to people  
6 who have a player's club account.

7 COMMISSIONER CONWAY: Okay. But I guess my  
8 question is since Acres is the one who collects the data,  
9 do they have access to the data also along with the casino?

10 MR. GREWACH: I would say yes.

11 COMMISSIONER CONWAY: So they might be able to  
12 distribute that information unless an agreement with the  
13 casino that restricts them from using that information?

14 MR. GREWACH: I would say, yes.

15 CHAIRMAN LEARA: Any other questions for  
16 Sergeant McTheeney? All right. With that, I move for the  
17 approval of Resolution No. 21-062. Is there a second?

18 COMMISSIONER HANE: Second.

19 CHAIRMAN LEARA: Second Mr. Hane. Any other  
20 discussion? Seeing none, Angie, call the role.

21 MS. FRANKS: Chairman Leara?

22 CHAIRMAN LEARA: Approve.

23 MS. FRANKS: Commissioner Conway?

24 COMMISSIONER CONWAY: Approve.

25 MS. FRANKS: Commissioner Hane?

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1 COMMISSIONER HANE: Approve.

2 MS. FRANKS: Commissioner Zimmerman?

3 COMMISSIONER ZIMMERMAN: Approve.

4 MS. FRANKS: By your vote, you have adopted  
5 Resolution No. 21-062.

6 CHAIRMAN LEARA: Next item is Consideration of  
7 Licensure of Key Business Entity, GLI Capital, Inc.  
8 Sergeant McTheeney.

9 SERGEANT MCTHEENEY: Thank you, Mr. Chairman.  
10 GLI Capital Group, Inc. is being presented for licensure as  
11 a Key Business Entity associated with Gaming Laboratories  
12 International, LLC. Gaming Laboratories International, LLC  
13 is an independent testing laboratory and has been  
14 continuously licensed by the Missouri Gaming Commission  
15 since December 3, 2008. GLI Capital Group Inc., is the 100  
16 percent owner of Gaming Laboratories, International, LLC.

17 Missouri State Highway Patrol Investigators  
18 and Missouri Gaming Commission Financial Investigators  
19 conducted a comprehensive investigation of GLI Capital  
20 Group, Inc., including but was not limited to, a financial  
21 analysis, jurisdictional inquiries, a review of  
22 disciplinary actions.

23 Investigative findings were provided to the  
24 Missouri Gaming Commission Staff for review, and  
25 investigators are available to answer any questions you

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1 might have. Thank you.

2 CHAIRMAN LEARA: Any questions for Sergeant  
3 McTheeney? Seeing none. I move for the approval of  
4 Resolution No. 21-063. Is there a second?

5 COMMISSIONER ZIMMERMAN: Second.

6 CHAIRMAN LEARA: Seconded by Jan Zimmerman.  
7 Any further discussion? Angie, please call the role.

8 MS. FRANKS: Chairman Leara?

9 CHAIRMAN LEARA: Approved.

10 MS. FRANKS: Commission Conway?

11 COMMISSIONER CONWAY: Approved.

12 MS. FRANKS: Commissioner Hane?

13 COMMISSIONER HANE: Approved.

14 MS. FRANKS: Commissioner Zimmerman?

15 COMMISSIONER ZIMMERMAN: Approved.

16 MS. FRANKS: By your vote, you have adopted  
17 21-063.

18 CHAIRMAN LEARA: Next item on the agenda  
19 Consideration of Licensure of Level I/Key Applicants.  
20 Sergeant McTheeney.

21 SERGEANT MCTHEENEY: Thank you, Mr. Chairman.  
22 Missouri State Highway Patrol Investigators and Missouri  
23 Gaming Commission Financial Investigators conducted  
24 comprehensive background investigations on Key and Level I  
25 applicants.

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1                   The investigations included, but were not  
2 limited to, criminal, financial, and general character  
3 inquiries which were made in the jurisdictions where the  
4 applicants have lived, worked and frequented.

5                   The following applicants are being presented  
6 for your consideration: John Francis Acres, Acres  
7 Manufacturing Company as Chief Executive Officer; Kyle  
8 David Arseneault, BMM North America, Inc., as a Group  
9 Manager.

10                   Investigative findings were provided to the  
11 Missouri Gaming Commission Staff for review, and  
12 investigators are available to answer any questions you  
13 might have. Thank you.

14                   CHAIRMAN LEARA: Any questions for Sergeant  
15 McTheeney?

16                   COMMISSIONER HANE: I have one. On Mr. Acres  
17 in your report, you pointed out that neglected to report a  
18 couple of civil litigations that he was involved in. So  
19 this came to light at the face-to-face?

20                   SERGEANT MCTHEENEY: Mr. Commissioner, I  
21 actually had found the information before the interview and  
22 then during the interview is where we talked about.

23                   COMMISSIONER HANE: Well, basically confronted  
24 him with it at the face-to-face?

25                   SERGEANT MCTHEENEY: Yes, sir, absolutely. So

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1 when did he answer the preliminary questions? I'm assuming  
2 that we specifically asked have you been involved in any  
3 civil litigation, being sued or suing somebody. I mean, as  
4 a normal course of our investigative process?

5 SERGEANT MCTHEENEY: Yes, sir. It's in the  
6 application as part of your civil litigation. He made  
7 application, forgive me I don't have the date in front of  
8 me, it was this summer I do believe. Then when I did the  
9 investigation, I found the information and that's when I  
10 confronted him during the interview.

11 COMMISSIONER HANE: Okay. So he was in Oregon  
12 from 1990 to 2004 and \$100,000.00 in money that he got  
13 back, plus attorney fees. You might have remembered that?

14 SERGEANT MCTHEENEY: Yes, sir. That happened  
15 in 1996, that case. The other one was in 2003.

16 COMMISSIONER HANE: Okay. But really he would  
17 have no reason to -- I mean, neither one of these outcomes  
18 were adverse to him. He would really have no reason to try  
19 and slide them under the rug.

20 SERGEANT MCTHEENEY: Yes, sir. That was the  
21 feeling I got too in the interview. He forgot about the  
22 information. One of them was an arbitration, which he  
23 didn't realize was documented in a court, even though it  
24 was in the Merion County Circuit in Salem, Oregon.

25 COMMISSIONER HANE: Okay. That's all.

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1 SERGEANT MCTHEENEY: Yes, sir. You bet.

2 CHAIRMAN LEARA: Would it be fair to say that  
3 this gentleman had other litigations that were disclosed  
4 that were not of a significance to our decision or were  
5 these the only two litigated matters that he had? What I'm  
6 saying is did he have numerous things being a businessman  
7 that he litigated over the decades?

8 SERGEANT MCTHEENEY: There could have been  
9 other disclosures.

10 CHAIRMAN LEARA: But they were disclosed?

11 SERGEANT MCTHEENEY: Absolutely. That's why  
12 they were mentioned. That's why I confronted him during  
13 the interview to try to gauge as best we can as a police  
14 officer their truthfulness. I didn't have any reason to  
15 believe that he wasn't being.

16 CHAIRMAN LEARA: A lot of times some of these  
17 things do slip the mind, but sometimes there is deception  
18 also. You did not feel any of that in this case?

19 SERGEANT MCTHEENEY: Yes, that is correct.

20 COMMISSIONER ZIMMERMAN: And both of those  
21 incidents came out in his favor, so you would probably be  
22 more likely to remember if they didn't come out in your  
23 favor I would think.

24 SERGEANT MCTHEENEY: Very fair.

25 CHAIRMAN LEARA: Fair enough. Any other

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1 questions for Sergeant McTheeney? I move for the  
2 Consideration of Licensure of Level I Resolution No.  
3 21-064. Is there a second?

4 COMMISSIONER HANE: Second.

5 CHAIRMAN LEARA: Seconded by Mr. Hane. Any  
6 other discussion? Seeing none, Angie, please call the  
7 role.

8 MS. FRANKS: Chairman Leara?

9 CHAIRMAN LEARA: Approved.

10 MS. FRANKS: Commissioner Conway?

11 COMMISSIONER CONWAY: Approved.

12 MS. FRANKS: Commissioner Hane?

13 COMMISSIONER HANE: Approved.

14 MS. FRANKS: Commissioner Zimmerman?

15 COMMISSIONER ZIMMERMAN: Approved.

16 MS. FRANKS: By your vote, you have adopted  
17 Resolution No. 21-064. Sergeant McTheeney, thank you.  
18 Next up Sergeant Coulson, Consideration of Relicensure of  
19 Key Persons.

20 SERGEANT COULSON: Mr. Chairman and  
21 commissioners, Missouri State Highway Patrol Investigators  
22 conducted background investigation updates on Key Person  
23 License renewals. The investigations included an  
24 application review as well as civil, criminal, and general  
25 character inquiries made in the jurisdictions where the

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1 applicants live, work, and frequent.

2                   The following renewals are being presented for  
3 your consideration: Mary Elizabeth Higgins, Chief  
4 Executive Officer of Affinity Gaming; Eduard Key Berger,  
5 Director of Century Casino, Incorporated; Dinah Barbara  
6 Corbaci, Director of Century Casinos, Incorporated; Erwin  
7 Haitzmann, Chairman and Co-Chief Executive Officer of  
8 Century Casinos, Incorporated; Peter Hoetzinger, Vice  
9 Chairman and Co-Chief Executive Officer of Century Casinos,  
10 Incorporated; Gottfried Karl Schellmann, Director of  
11 Century Casinos, Incorporated; Margaret Stapleton, Chief  
12 Financial Officer of Century Casinos, Incorporated; Andreas  
13 Terler, Senior Vice President of Operations, Century  
14 Casinos, Incorporated; Geoffrey Perona Judge, Director of  
15 Everi Holdings, Incorporated; Michael David Rumbolz, Chief  
16 Executive Officer and Chairman of the Board of Everi  
17 Holdings, Incorporated; Ronald Vincent Congemi, Lead  
18 Independent Director and Board Member of Ever Payments,  
19 Incorporated; David Joseph Lucchese, Executive Vice  
20 President of Sales, Marketing, and Digital at Everi  
21 Payments, Incorporated; Peter Michael Ekberg, Member of the  
22 Management Board of Novo Swiss AG; Birgit Hermine Wimmer,  
23 Non-Executive Board Member, Novo Swiss AG; Martina  
24 Elisabeth Flitsch, Deputy Chairwoman, Novomatic AG; Johann  
25 Friedrich Graf, Beneficial Owner, Novomatic AG; Robert

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1 Josef Hofians, Member of the Supervisory Board, Novomatic  
2 AG; Bernd Anton Oswald, Chairman of the Supervisory Board,  
3 Novomatic AG; Ryszard Stanislaw Presch, Member of the  
4 Executive Board, Novomatic AG; Michael John Jerlcki, Vice  
5 President and General Manager, Penn National Gaming,  
6 Incorporated; Elizabeth Ida Howard, Director of VICI  
7 Properties, Incorporated; David Andrew Kieske, Chief  
8 Financial Officer, VICI Properties, Incorporated.

9                   Investigative findings were provided to the  
10 Missouri Gaming Commission Staff for their review and  
11 investigators are available to answer any questions you  
12 might have. Thank you.

13                   CHAIRMAN LEARA: Any questions for Sergeant  
14 Coulson?

15                   COMMISSIONER HANE: I noticed that we did --  
16 you did 22 backgrounds on these folks; 13 were out of the  
17 country. So that left nine in the United States. Of those  
18 nine, you got replies from the local jurisdictions on six.  
19 You still have responses pending on three. I was just kind  
20 of curious, when did we request this information?

21                   SERGEANT COULSON: They were requested within  
22 the last month. Some within the last probably 30 to 40  
23 days. Some documents have such a backlog. An example of  
24 that, I did a background on a personal and they were  
25 from -- we had to get a background and records check from

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1 Maricopa County, Arizona. It took over two or three months  
2 to get that. So I just got that recently. So sometimes  
3 they have a backlog, with COVID the backlog even became  
4 greater.

5 COMMISSIONER HANE: I mean, when you are  
6 checking local stuff, I mean you got Holland here is  
7 Chicago, so Chicago PD hasn't responded to your request.  
8 I, you know, that's kind of understandable. We've got it  
9 Ronald Congemi of Kenneth Square, you know, I mean the  
10 police department there is 13 employees. I just didn't  
11 know when we check back on them.

12 SERGEANT COULSON: I will check back on it. I  
13 go through a list. After we get done here, I go through a  
14 list and I go back and follow-up on the ones that have not  
15 responded yet. If there is an issue, we will bring it to  
16 the commission's attention immediately. So I do follow-up  
17 on those.

18 CHAIRMAN LEARA: Okay. But I will note that  
19 these are renewals.

20 SERGEANT COULSON: These are renewals.

21 CHAIRMAN LEARA: So we are really looking at a  
22 24 month period. So you're confident on what you've seen  
23 through open source?

24 SERGEANT COULSON: Yes.

25 CHAIRMAN LEARA: Sergeant, thank you. I will

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1 move for the Relicensure of Key Persons, Resolution No.  
2 21-065. Is there a second?

3 COMMISSIONER CONWAY: Second.

4 CHAIRMAN LEARA: Seconded by Mr. Conway. Any  
5 other discussion? Angie, call the role.

6 MS. FRANKS: Chairman Leara?

7 CHAIRMAN LEARA: Approved.

8 MS. FRANKS: Commissioner Conway?

9 COMMISSIONER CONWAY: Approved.

10 MS. FRANKS: Commissioner Hane?

11 COMMISSIONER HANE: Approved.

12 MS. FRANKS: Commissioner Zimmerman?

13 COMMISSIONER ZIMMERMAN: Approved.

14 MS. FRANKS: By your vote, you have adopted  
15 Resolution No. 21-065.

16 CHAIRMAN LEARA: Next item on the agenda,  
17 Waiver of Institutional Investors. Mr. Grewach, you have  
18 the floor.

19 MR. GREWACH: Thank you, Mr. Chairman.  
20 Commissioners, under tabs J and K we have two requests for  
21 waiver of licensure for institutional investors. Under  
22 Item J: AWM Investment Company, Incorporated is registered  
23 with the Security Exchange Commission as an investment  
24 adviser. They own for 5.01 percent of Century Casinos,  
25 Incorporated. Under Tab K: Allan Gray Australia Party,

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1 Ltd is a private Australian company registered as an  
2 investment manager firm in Australia. They own  
3 7.63 percent of Ainsworth Gaming Technology, who is a  
4 licensed supplier.

5 CHAIRMAN LEARA: One question and I know you  
6 brought this up before, but I'm just refreshing my memory.  
7 Is there a point at which we either become uncomfortable or  
8 don't allow more ownership without being a large sum. Is  
9 that a 20 percent number?

10 MR. GREWACH: That's correct. Anyone who  
11 requires more than 20 percent has to become licensed.

12 CHAIRMAN LEARA: As a state code of  
13 regulation? Is that our policy?

14 MR. GREWACH: That's a state code of  
15 regulation.

16 CHAIRMAN LEARA: Very good. Any other  
17 questions for Mr. Grewach? Seeing none, I will move for  
18 the approval of Waiver Resolution No. 21-067 for AWM  
19 Investment Company, is there a second?

20 COMMISSIONER ZIMMERMAN: Second.

21 CHAIRMAN LEARA: Second by Ms. Zimmerman. Any  
22 discussion? Angie, please call the role.

23 MS. FRANKS: Chairman Leara?

24 CHAIRMAN LEARA: Approved.

25 MS. FRANKS: Commissioner Conway?

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1 COMMISSIONER CONWAY: Approved.

2 MS. FRANKS: Commissioner Hane?

3 COMMISSIONER HANE: Approved.

4 MS. FRANKS: Commissioner Zimmerman?

5 COMMISSIONER ZIMMERMAN: Approved.

6 MS. FRANKS: By your vote, you adopted

7 Resolution No. 21-067.

8 CHAIRMAN LEARA: Next item Resolution No.

9 21-068, Allan Gray Australia. I move for approval of

10 waiver. Is there a second?

11 COMMISSIONER HANE: Second.

12 CHAIRMAN LEARA: We have seconded by Mr. Hane.

13 Any other discussion? Angie, please call the role.

14 MS. FRANKS: Chairman Leara?

15 CHAIRMAN LEARA: Approved.

16 MS. FRANKS: Commissioner Conway?

17 COMMISSIONER CONWAY: Approved.

18 MS. FRANKS: Commissioner Hane?

19 COMMISSIONER HANE: Approved.

20 MS. FRANKS: Commissioner Zimmerman?

21 COMMISSIONER ZIMMERMAN: Approved.

22 MS. FRANKS: By your vote, you have adopted

23 Resolution No. 21-068.

24 CHAIRMAN LEARA: Next item on the agenda

25 Consideration of Final Order of Rulemaking. Mr. Grewach.

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1                   MR. GREWACH: Thank you. Under Tab L, we have  
2 a Final Order of Rulemaking for 11 CSR 45-9.123, which adds  
3 a new section to the Minimum Internal Control Standards  
4 Chapter W. This is rule originally was drafted at the  
5 request of industry to add and utilize hybrid table games.  
6 Hybrid table games is one in which there is a live dealer  
7 and the patrons then sit at multiple terminals and have a  
8 live video feed of the dealer. They wager by putting money  
9 in a bill validator, just like you would at a slot machine,  
10 and they cash out by hitting a ticket and a ticket prints  
11 out. that's why they are hybrid games because there is both  
12 characteristics of a live table game and characteristics of  
13 electronic gaming device. You approved these proposed  
14 rules at your August 25, 2021 meeting. On 11/1/21 there  
15 was a public hearing and we received no public comment.  
16 There is a public comment period and during that time, we  
17 did receive two comments from MGC staff. Those comments  
18 and the changes made are set forth in the final order of  
19 rulemaking. We did receive approval from Governor's office  
20 to proceed with this final order on November 15, 2021. If  
21 the commission approves this, it would become effective on  
22 November 30, 2021.

23                   CHAIRMAN LEARA: If we approve it on the first  
24 it becomes effective yesterday?

25                   MR. GREWACH: Sorry.

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1                   CHAIRMAN LEARA: I'm just wondering how that  
2 times works.

3                   MR. GREWACH: March 30, 2022. That's how bad  
4 my handwriting is.

5                   CHAIRMAN LEARA: Okay. I don't see that in  
6 the -- is it somewhere buried in there? Or is that a  
7 policy?

8                   MR. GREWACH: That's actually state, yes. The  
9 CSR for the Secretary of State set forth the very long  
10 complicated timeline publications in the Missouri Register  
11 of things that have to take place, notices. That would  
12 push the effective date to March 30, 2022.

13                   CHAIRMAN LEARA: Any questions for Mr.  
14 Grewach?

15                   COMMISSIONER CONWAY: I feel like a professor  
16 who is giving a pop quiz and the student already knows the  
17 question, but let's go there anyway. So the hybrid game, I  
18 mean, the definition that I had a problem with is, you  
19 know, it says it will be dealt by a live dealer, period.  
20 Then it goes on to the next sentence "or an electronic  
21 gaming device." So basically we are going to set up table  
22 games without a live person there, correct?

23                   MR. GREWACH: Well --

24                   COMMISSIONER CONWAY: If we approve these  
25 rules and regulations?

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1                   MR. GREWACH: Well, I'm going to call  
2 Assistant Director Cheryl Alonzo to supplement my. My  
3 understanding is that this same system upon which you can  
4 hold a hybrid game with a live dealer, also has the  
5 functionality or could have the functionality of just  
6 playing like a video poker machine that could just have  
7 with a random number generator. I would like to call on  
8 the Assistant Director Cheryl Alonzo to further answer that  
9 question.

10                   MS. ALONZO: Cheryl Alonzo, Missouri Gaming  
11 Commission. In order for the system to be considered a  
12 hybrid table game system, it has to have that dealer, live  
13 dealer functionality. So if it was only electronic table  
14 games and they did not have the live dealer functionality  
15 and server built into it, then it would fall under our  
16 electronic gaming device rules. So you have to have that  
17 live dealer mode, but it does allow them to turn that on  
18 and off.

19                   COMMISSIONER CONWAY: So what are the  
20 differences in the regulations that we have approved  
21 between a hybrid game with a live dealer if it switches  
22 over to just an electronic gaming device? Are there  
23 differences in the regulations?

24                   MS. ALONZO: Well, the hybrid games renewal is  
25 going to be separately, the revenue is reported separately.

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1 Many of the regulations that apply to electronic gaming  
2 devices also apply to the player terminals. You have to  
3 have meters, the bill validators, the tickets printed, and  
4 AGR is calculated using that information. The hybrid --  
5 what makes it a hybrid is that you have that dealer  
6 feature. So they do sell electronic table games where  
7 there is never a dealer present. We consider those  
8 electronic gaming devices and they are reported under slot  
9 revenue.

10 COMMISSIONER CONWAY: So the fuzzy ball crap  
11 game is considered to be an electronic gaming device?

12 MS. ALONZO: Yes.

13 COMMISSIONER CONWAY: They incorporated the  
14 hybrid games into a crap game?

15 MS. ALONZO: Yes, there is. You can have a  
16 live dealer do the craps. Then in automated mode, it would  
17 be a random number generated that determines whether an  
18 eight is rolled or six is rolled.

19 COMMISSIONER CONWAY: Okay. Well, you know,  
20 the issue -- and I'm sure it's been discussed in year's  
21 past -- but I mean, what this is basically going to do is  
22 eliminate jobs. I mean, we are going to a new technology  
23 or we are processing through a technology that's going to  
24 allow for electronic gaming device without the number of  
25 people who were there in person. Instead of having six

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1 blackZack tables, you're going to have one hybrid gaming  
2 destination with either possibility of a live person  
3 dealing or you're going to have a completely electronic  
4 game. I'm familiar with how gaming developed in Missouri  
5 since 1992 when we put it on the ballot and we watched the  
6 casinos in St. Joseph. I just want to go back to the point  
7 that the whole definition of bringing casino gaming to the  
8 State of Missouri was the economic impact it was going to  
9 have and the jobs that it was going to create. Little by  
10 little, we have gone and whittled away at the jobs that are  
11 going back to these communities. There was no  
12 constitutional amendment that allowed McDonald's to put in  
13 a kiosk to get your Big Mac. When we passed and the State  
14 of Missouri passed by half a percent margin, may I point  
15 out, the selling point of riverboat gaming was the economic  
16 impact and the jobs it was going to create to these  
17 communities. I just think, you know, I know the rules and  
18 regulations. I know where we are going and I know where we  
19 going through the technology and the capacity from Amazon  
20 on down to the closing of the local drugstore. I just  
21 think that this is going to have an impact on the  
22 individual communities and the number of jobs that they are  
23 going to be able to offer to the people in those  
24 communities that have riverboat gaming. So that was the  
25 point I wanted to make. Thank you, Mr. Chair.

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1                   CHAIRMAN LEARA: Any other discussion?

2                   COMMISSIONER ZIMMERMAN: And I don't know if  
3 this is for Mr. Grewach or Ms. Alonzo but is there going to  
4 be a difference in the licensing if the game can be  
5 converted from one to the other if it goes from hybrid to  
6 just being purely electronic?

7                   MS. ALONZO: No, there is no difference. We  
8 approve the gaming device to work in either fashion. They  
9 are tested under these regulations. Once they are on, they  
10 are taxed the same as any other games. All of our games,  
11 everything is taxed at 21 percent.

12                  CHAIRMAN LEARA: Not to beat this, Cheryl,  
13 question, some of those live dealers are on video and not  
14 in front of the machine; is that correct?

15                  MS. ALONZO: Not for hybrid table games.  
16 Those are fully automated table games when they have a  
17 picture of the dealer and you can change what the dealer  
18 looks like and all that. That's considered a slot machine  
19 and falls under our slot machine rules.

20                  CHAIRMAN LEARA: All right. Thank you. Any  
21 other discussion?

22                  COMMISSIONER HANE: Would it be up to the  
23 individual owners to choose whether or not to incorporate  
24 that particular style of game?

25                  MR. RANDOLPH: Absolutely.

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1                   COMMISSIONER HANE: I noticed that you  
2 anticipated several new gaming devices. Any of those fit  
3 the hybrid definition?

4                   MR. RANDOLPH: Lyle Randolph with the Century  
5 Casinos. So obviously we'll have the decision, but we  
6 currently have the decision whether we want to put in fully  
7 automated table games now. The, you know, customers and  
8 certainly in Caruthersville, we can say, the different  
9 dynamic of playing on the live game of craps game versus  
10 playing electronic is completely different to me. Our  
11 customers prefer that so, that's what we have. In some  
12 instances, maybe playing roulette on an electronic game is  
13 more similar to playing on a live game. So we have an  
14 electronic roulette game, typically your younger customers  
15 maybe play an electronic game. The hybrid games they are  
16 talking about is really the opportunity to take a fully  
17 electronic game and put an employee there to create a  
18 better sense of that play. So the challenges are that so  
19 if you think about the electronic craps, playing on a game  
20 that has -- that's completely electronic versus playing on  
21 a game that at least has a dealer and you're rolling dice;  
22 there is an employee there. So the hybrid adds the  
23 employee to that mix. We have the ability to put a fully  
24 electronic gaming machine on the floor today. So this  
25 hybrid is actually creating a little bit of a different

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1 experience and it's actually putting an employee in place  
2 there. The customers are going to, you know, decide which  
3 they prefer to play and which makes most sense. But there  
4 are certainly ones that want to play live games and feel  
5 the cards, feel the -- stack the chips and all of those  
6 things that are valuable. I've been around a long time and  
7 that's still valuable to me and still valuable to a lot of  
8 the operators s in the State of Missouri as well.

9 COMMISSIONER CONWAY: I guess my one follow-up  
10 on that is I think I read in the regulations where at the  
11 discretion of the casino, they can change the minimum on  
12 some of the hybrid games; is that correct?

13 MS. ALONZO: That's correct. They can only be  
14 done between games. When a game is complete, then they can  
15 change the minimum or maximum wages.

16 COMMISSIONER CONWAY: If the individual is  
17 playing the hybrid game at one level, they can arbitrarily  
18 change the minimum wage while the player is still in the  
19 chair?

20 MS. ALONZO: That's correct. They would cash  
21 out if they don't want to play any longer at that new  
22 amount. There is not really a way to grandfather.

23 COMMISSIONER CONWAY: But a lot of gaming  
24 devices don't allow the individual player sets the minimum  
25 not the casino, correct?

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1 MS. ALONZO: Correct.

2 COMMISSIONER CONWAY: So that would be a big  
3 difference if it goes back to a non-person like an  
4 electronic gaming device, then they wouldn't be able to  
5 change the minimum?

6 MS. ALONZO: Yep. On a live table game, they  
7 do have a grandfather option where if you come in at a  
8 certain dollar amount, the casino has the option to allow  
9 you to continue betting at that minimum level, what they  
10 raised the minimum.

11 CHAIRMAN LEARA: Any other questions? Seeing  
12 none, I move for approval of Resolution No. 21-069, the  
13 Final Order of Rulemaking. Is there a second?

14 COMMISSIONER ZIMMERMAN: Second.

15 CHAIRMAN LEARA: Okay. Seconded by Madam  
16 Zimmerman. Any discussion?

17 COMMISSIONER CONWAY: Yeah. I mean, I'm going  
18 to probably vote to disapprove. Not -- because I know the  
19 direction we are going. I'm sorry. I know the direction  
20 we are going in, but I'm going to just try to make a point.  
21 I really firmly believe in what the original impact of this  
22 is and I, you know, I don't like to go into Hy-Vee and  
23 checking out my own groceries even if that's the world we  
24 are getting in. I just think this industry of riverboat  
25 gaming is a little bit different in the commitment that

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1 they made to the people who live here. To advance this  
2 technology to a level where I know it's going to get there.  
3 My vote probably won't make any difference, but I just  
4 think we need to go back to 1992 and 1994 and when we went  
5 back on the ballot in 1998. The industry pledged to create  
6 jobs for these local communities and get dollars back in  
7 the community and I think we just need to do that. That's  
8 important. Thank you, Mr. Chairman and thank you replying  
9 to the questions. I know where you're at. I know the work  
10 that went into doing these rules and regulations, but, you  
11 know, every now and then you just got to do what you want  
12 to do. Thank you.

13 CHAIRMAN LEARA: Any other discussion?

14 COMMISSIONER ZIMMERMAN: Just commentary.  
15 Mr. Randolph mentioned, you know, it's maybe a generational  
16 difference. You see those younger customers who are  
17 notorious for technology. I couldn't bank on my phone if I  
18 wanted to, but my daughters think I'm a dinosaur. So I  
19 guess my question is we see these kinds of changes, not  
20 just technology, for technology sake, but actually being  
21 customer responsive to a customer base to attract, you  
22 know, these younger customers who are used to using  
23 electronics and a way to get them engaged in casino gaming.

24 MS. ALONZO: Feedback that we have gotten from  
25 the manufacturers are that they are trying to do things to

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1 attract that younger demographics. They do feel things  
2 like cashless gaming might actually attract that.  
3 Definitely they think sports betting would attract them  
4 into a casino if that ever becomes reality. But sometimes  
5 they develop things and we'll write regulations and when it  
6 gets out into the market, it's not really picked up. Then  
7 we have a whole chapter of service supported gaming and  
8 that was supposed to be the big, the next, the greatest and  
9 it never took off. You know, I've been to Vegas and I've  
10 seen -- we actually had a hard time trying to find hybrid  
11 games for a while. Had trouble finding a casino that had  
12 them because everybody had taken them off of the floor. I  
13 hear they are coming back on the floor. The market will  
14 dictate to some extent what they are going to keep and what  
15 they are not.

16 COMMISSIONER ZIMMERMAN: I sit on the Board of  
17 Public Safety Credit Union in Kansas City and encounter a  
18 lot of resistance, the Board did, from older customers of  
19 the Credit Union when we went from ATM to ITM. So there  
20 was no longer a live person they were interacting with.  
21 You know, there was somebody on a screen, but they were  
22 somewhere else. So they weren't dealing with a live  
23 person. It was almost always the older customers that were  
24 very upset with that change. You know, to Mr. Conway's  
25 point, you know, there was a lot of concerns about people

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1 losing their jobs. But to make that more efficient to make  
2 those younger customers feel like we were keeping pace with  
3 the technology was really important.

4 CHAIRMAN LEARA: Thank you.

5 COMMISSIONER HANE: Guys have come up to me,  
6 I'm talking about the older players that says, "How do they  
7 change that weight in that fuzzy dice when it bounces to  
8 get it to come up a seven?" So there is just a number of  
9 people who are always going to be suspicious. Going back  
10 to that, I think it puts a greater burden on the staff to  
11 make sure that they are aware and capable of discerning  
12 those software products that are going into the technology  
13 here. Our goal here is to enhance the industry of  
14 riverboat gaming and protect the player. I mean, we are  
15 getting, I have a lot of confidence in the people sitting  
16 out there and the staff that's running this operation. I  
17 think they will all able to do the job, but it's going to  
18 be a greater burden as we go on as this technology advances  
19 to make sure that the confidence in the industry is  
20 maintained.

21 CHAIRMAN LEARA: We have to have a framework.  
22 These things are out there. Some of them are tested and  
23 some of them are not. This is the framework. We are not  
24 really approving this type of gaming. I guess we are in a  
25 sense, but there has to be some regulation to the

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1 developments or the trends or whatever it is; is that fair  
2 to say?

3 MR. GREWACH: That's correct. I mean, they  
4 could not proceed with hybrid games without this regulation  
5 being approved because we have to approve every new game  
6 that is offered. So this rule does facilitate the use of  
7 these. But as Assistant Director Alonzo said, you know,  
8 it's going to be market driven whether people want to  
9 utilize that, as Lyle said, or not. But as to follow-up  
10 with the Commissioner Conway, I mean, part of that being  
11 responsive to industry. The industry comes to us and says  
12 we would like to have these. Then our focus then turns to  
13 if we are going to do this, how do we protect the patrons;  
14 how do we protect our tax dollars. The result of that are  
15 the rules that we see.

16 CHAIRMAN LEARA: So quick question, do all 13  
17 of our licensees have some version of this type of gaming?

18 MS. ALONZO: No. Ameristar St. Charles has  
19 two different systems installed and Argosy just installed a  
20 system on the 17th, I believe, or 15th maybe. Pretty  
21 recent. So it's not everywhere.

22 CHAIRMAN LEARA: Interesting. All right.  
23 Thank you. Thank you. I will move for approval of  
24 Resolution No. 21-069 on the Final Order of Rulemaking. Is  
25 there a second?

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1 COMMISSIONER ZIMMERMAN: Second.

2 CHAIRMAN LEARA: Madam Zimmerman. Any other  
3 discussion? Seeing none, Angie, please call the role.

4 MS. FRANKS: Chairman Leara?

5 CHAIRMAN LEARA: Approved.

6 MS. FRANKS: Commissioner Conway?

7 COMMISSIONER CONWAY: I disapprove.

8 MS. FRANKS: Commissioner Hane?

9 COMMISSIONER HANE: Approved.

10 CHAIRMAN LEARA: Commissioner Zimmerman?

11 COMMISSIONER ZIMMERMAN: Approved.

12 MS. FRANKS: By your vote, you have adopted  
13 Resolution No. 21-069.

14 CHAIRMAN LEARA: Next item on the agenda  
15 Consideration of Relicensure of Bingo Manufacturers and  
16 Suppliers. Sergeant Coulson.

17 SERGEANT COULSON: Mr. Chairman and  
18 commissioners, today I'm presenting several companies for  
19 relicensure as a supplier and manufacturer of bingo  
20 products in the state of Missouri. All bingo suppliers and  
21 manufacturer licenses are issued for the calendar year and  
22 expire on the December 31 of each year. The relicensure of  
23 both manufacturers and supplies includes, but is not  
24 limited to, a review of federal and state tax checks, open  
25 source checks, civil litigation checks, customer product

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1 list, corporate organization, as well as various criminal  
2 checks on each company's Key Persons.

3           The following company has applied for  
4 relicensure of their supplier's license: All American Bingo  
5 Incorporated. The following three companies have applied  
6 for relicensure of their manufacturers license: Aero  
7 International Incorporated; Pollard Games, Incorporated  
8 d/b/a American Games; VKGS, LLC. Thank you.

9           DIRECTOR RICHARDSON: The manufacturer was the  
10 Aero International; Pollard d/b/a American; and VKGS. The  
11 supplier was All American Bingo?

12           SERGEANT COULSON: Correct.

13           CHAIRMAN LEARA: Yes, it was a little -- okay.  
14 Any questions for Sergeant Coulson? Thank you, Sergeant.  
15 So I will move for approval of Resolution No. 21-001-B,  
16 which is the bingo manufacturers. Is there a second?

17           COMMISSIONER CONWAY: Second.

18           CHAIRMAN LEARA: Second by Mr. Conway. Any  
19 other discussion? Seeing none, Angie, call the role.

20           MS. FRANKS: Chairman Leara?

21           CHAIRMAN LEARA: Approved.

22           MS. FRANKS: Commissioner Conway?

23           COMMISSIONER CONWAY: Approved.

24           MS. FRANKS: Commissioner Hane?

25           COMMISSIONER HANE: Approved.

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1 MS. FRANKS: Commissioner Zimmerman?

2 COMMISSIONER ZIMMERMAN: Approved.

3 MS. FRANKS: By your vote, you have adopted  
4 Resolution No. 21-001B.

5 CHAIRMAN LEARA: Okay. Next item on the same  
6 topic, bingo suppliers, one of them, All American Bingo. I  
7 move for the relicensure under Resolution 21-002-B. Is  
8 there a second?

9 COMMISSIONER ZIMMERMAN: Second.

10 CHAIRMAN LEARA: Second by Madam Zimmerman.  
11 Discussion? Seeing none, Angie, please call the role.

12 MS. FRANKS: Chairman Leara?

13 CHAIRMAN LEARA: Approved.

14 MS. FRANKS: Commissioner Conway?

15 COMMISSIONER CONWAY: Approved.

16 MS. FRANKS: Commissioner Hane?

17 COMMISSIONER HANE: Approved.

18 MS. FRANKS: Commissioner Zimmerman?

19 COMMISSIONER ZIMMERMAN: Approved.

20 MS. FRANKS: By your vote, you have adopted  
21 Resolution No. 21-002B.

22 CHAIRMAN LEARA: All right. Next item up on  
23 the agenda is consideration of Eldorado and GLPI's Petition  
24 to Amend Lumiere's Lease. So are we going right to  
25 Mr. Cantwell. Robert, you have the floor.

1                   MR. CANTWELL: Chairman Leara, Commissioners,  
2 Judge, and staff, good morning and happy holidays to all.  
3 My name is Robert Cantwell and I'm here presenting today on  
4 behalf of Caesars Entertainment Corporation and its Class B  
5 licensee operating as Lumiere's Place in St. Louis,  
6 Missouri. Caesars Entertainment and Lumiere's Place filed  
7 a petition with your staff to allow for certain amendments  
8 with GLPI. Due to certain first amendment to the agreement  
9 to restructure transaction and the commission's Resolution  
10 20-019, dated June 24, 2020, Lumiere Place is required to  
11 come before you to request approval of any adjustment to  
12 the lease with GLPI. I'm here on behalf of Caesars  
13 Entertainment today to request that approval and approval  
14 of our petition that we filed. In this case, the proposed  
15 amendment to the lease are both minor. They are all  
16 beneficial to the Class B operation. In summary, they  
17 relate to three areas; one is the decrease in the rent  
18 escalation provisions and the other two relate to pandemic  
19 related issues. There is an adjustment to the operating  
20 restricted covenants that ease up things for potential  
21 pandemic issues that we now see in the rearview mirror,  
22 hopefully permanently. Then also certain adjustments at  
23 easing of financial covenants related to pandemic issues as  
24 well. I will be happy to answer any questions you might  
25 have and appreciate the opportunity to be before you and

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1 help in that regard.

2 CHAIRMAN LEARA: In the rent escalation, I saw  
3 that there was 25 basis point reduction it appears.

4 MR. CANTWELL: Correct.

5 CHAIRMAN LEARA: But my prior question was  
6 this: First of all, are you representing Caesars  
7 Entertainment or are you representing GLPI?

8 MR. CANTWELL: Caesars Entertainment and  
9 Lumiere Place, the Class B operation.

10 CHAIRMAN LEARA: So can you answer the  
11 question, has GLPI done some similar pandemic adjustment  
12 language with other leases that they have?

13 MR. CANTWELL: Yes, I can. It's a good  
14 question. It really is the impedence for this set of  
15 adjustments. Lumiere Place, as you know, has a unique  
16 position with a standalone lease. Those provisions bring  
17 Lumiere Place up to par with the master lease that GLPI has  
18 with other Caesars assets. So, yes, it is related to  
19 matches other provisions.

20 CHAIRMAN LEARA: It wasn't just this lease?

21 MR. CANTWELL: In this event it is just this  
22 lease, but prior to this there was an adjustment of the  
23 master lease with similar provisions.

24 CHAIRMAN LEARA: Any other questions? Roughly  
25 those rent escalations were 1.5 or 1.25 percent, it went

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1 from 2 to 1.75?

2 MR. CANTWELL: Correct. Again, it reduced  
3 over years, so.

4 CHAIRMAN LEARA: Yes, I saw that. Was that a  
5 negotiated number or was that pretty much across GLPI's  
6 portfolio?

7 MR. CANTWELL: Negotiated in the aggregate.  
8 Then it made sense to allow Lumiere Place to have the  
9 benefit of those negotiations through this process.

10 COMMISSIONER CONWAY: I guess -- I think you  
11 answered it. So all of the facilities that GLPI manages  
12 are going to -- they are not all going to be under this  
13 agreement or just Lumiere?

14 MR. CANTWELL: This is a standalone lease for  
15 Lumiere Place alone. If there are to be any other  
16 adjustments, we'll be coming before you again to seek  
17 approval of those well.

18 CHAIRMAN LEARA: It's before us because we  
19 agreed upon this two years ago.

20 MR. CANTWELL: Approximately, correct.

21 CHAIRMAN LEARA: Approximately. Okay. I  
22 think --

23 COMMISSIONER HANE: So we went from standard 2  
24 percent increase back to -- I mean, we have kind of  
25 backtracked to 1.75 and 1.25. Actually it's helping the

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1 property?

2 CHAIRMAN LEARA: Yes.

3 MR. CANTWELL: Correct.

4 CHAIRMAN LEARA: You're in different phases of  
5 rent escalations and all of those seem to have lost 25  
6 basis points.

7 MR. CANTWELL: That's the best way to put it,  
8 yes.

9 CHAIRMAN LEARA: I'm good with that. All  
10 right. Any other discussions? With that in mind, thank  
11 you Mr. Cantwell.

12 MR. CANTWELL: Thank you. Thank you for your  
13 professional staff. They have been great all year.

14 CHAIRMAN LEARA: Very good. Thank you for  
15 that. I move for the approval of Resolution No. 21-070,  
16 consideration of the petition. Is there a second? I'm  
17 sorry, I move for that approval. Is there a second?

18 COMMISSIONER CONWAY: Second.

19 CHAIRMAN LEARA: Second. Any other  
20 discussion? Seeing none, Angie, call the role.

21 MS. FRANKS: Chairman Leara?

22 CHAIRMAN LEARA: Approved.

23 MS. FRANKS: Commissioner Conway?

24 COMMISSIONER CONWAY: Approved.

25 MS. FRANKS: Commissioner Hane?

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1 COMMISSIONER HANE: Approved.

2 MS. FRANKS: Commissioner Zimmerman?

3 COMMISSIONER ZIMMERMAN: Approved.

4 MS. FRANKS: By your vote, you have adopted  
5 Resolution No. 21-070.

6 CHAIRMAN LEARA: Next item on the agenda is  
7 the chairman. Mr. Grewach, you have the floor.

8 MR. GREWACH: This is a resolution we present  
9 every year because of the rule that authorizes the chairman  
10 to extend any license for up to 60 days by that rule, it  
11 has to be renewed annually. As you're familiar with the  
12 process, the chairman can extend any license for up to 60  
13 days. That action has to be ratified at the next scheduled  
14 commission meeting.

15 CHAIRMAN LEARA: And for our newest member,  
16 that's a regular occurrence for us. Not expected, but it  
17 happens from time to time.

18 MR. GREWACH: It does, yes.

19 CHAIRMAN LEARA: Any discussion? Questions  
20 for Mr. Grewach? Seeing none, I move for the approval of  
21 Resolution No. 21-071. Is there a second?

22 COMMISSIONER ZIMMERMAN: Second.

23 CHAIRMAN LEARA: Second by Madam Zimmerman.  
24 Any other discussion? Angie, please call the role.

25 MS. FRANKS: Chairman Leara?

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1 CHAIRMAN LEARA: Approved.

2 MS. FRANKS: Commissioner Conway?

3 COMMISSIONER CONWAY: Approved.

4 MS. FRANKS: Commissioner Hane?

5 COMMISSIONER HANE: Approved.

6 MS. FRANKS: Commissioner Zimmerman?

7 COMMISSIONER ZIMMERMAN: Approved.

8 MS. FRANKS: By your vote, you have adopted

9 Resolution No. 21-071.

10 CHAIRMAN LEARA: Next item on the agenda, I  
11 make motion for a closed meeting under Section 313.847 of  
12 the Revised Statutes of Missouri, Investigatory,  
13 Proprietary, and Application Records, and Sections  
14 610.021(1), Revised Statutes of Missouri, Legal Actions  
15 and Matters subject to Attorney Client Privilege and Legal  
16 Work Product, (3) and (13) Personnel, (12) Contractors and  
17 (14) Records Protected from Disclosure by Law. I ask for a  
18 second.

19 COMMISSIONER HANE: Second.

20 CHAIRMAN LEARA: Second Mr. Hane. Any  
21 discussion? Seeing none, Angie, please call the role.

22 MS. FRANKS: Chairman Leara?

23 CHAIRMAN LEARA: Approved.

24 MS. FRANKS: Commissioner Conway?

25 COMMISSIONER CONWAY: Approved.

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1 MS. FRANKS: Commissioner Hane?

2 COMMISSIONER HANE: Approved.

3 MS. FRANKS: Commissioner Zimmerman?

4 COMMISSIONER ZIMMERMAN: Approved.

5 MS. FRANKS: By your vote, we'll now go to  
6 closed.

7 (Hearing adjourned at 11:10 a.m.)

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CERTIFICATE OF REPORTER

STATE OF MISSOURI     )  
                                  ) ss.  
COUNTY OF COLE         )

I, Jenna Petree, do hereby certify that the witness whose testimony appears in the foregoing deposition was taken by me to the best of my ability and thereafter reduced to typewriting under my direction; that I am neither counsel for, related to, nor employed by any of the parties to the action in which this deposition was taken, and further that I am not a relative or employee of any attorney or counsel employed by the parties thereto, nor financially or otherwise interested in the outcome of the action.

Court Reporter

**MISSOURI GAMING COMMISSION**  
**Second Open Session Minutes**  
**December 1, 2021**

The Missouri Gaming Commission went into the second open session at 1:15 p.m.

**Chairman Leara moved to adjourn the second open session meeting. Commissioner Hane seconded the motion, and after a roll call vote was taken, Leara – yes, Conway – yes, Hane – yes, and Zimmerman – yes, the motion passed unanimously.**

The closed session meeting ended at 1:16 p.m.