



**DISPOSITION
DECEMBER 2021 AGENDA**

NEVADA GAMING COMMISSION

Nevada Gaming Control Board Offices
Hearing Room 2450
555 East Washington Avenue
Las Vegas, Nevada

December 16, 2021

Members Present:

(Hon.) Jennifer Togliatti (Ret), Chair
Rosa Solis-Rainey, Member
Steven Cohen, Member
Ogonna Brown, Member
Ben Kieckhefer, Member

MEETING AGENDA

10:00 A.M.

- I. **PUBLIC COMMENTS:** This public comment agenda item is provided in accordance with NRS 241.020(2)(c)(3) which requires an agenda provide for a period devoted to comments by the general public, if any, and discussion of those comments. No action may be taken upon a matter raised under this item of the agenda until the matter itself has been specifically included on an agenda as an item upon which action will be taken. Comments by the public may be limited to three minutes as a reasonable time, place and manner restriction, but may not be limited based upon viewpoint.

Comments taken from members of the AFLCIO regarding an ongoing mining strike and the involvement of Apollo Gaming Management. Refer to Public Comment Attachment 1.

II. **APPROVAL OF PRIOR MONTH NGC DISPOSITION**

FOR POSSIBLE ACTION: Pursuant to NRS 241.035, approval of Nevada Gaming Commission Disposition for November 2021.

Approved.

III. **NONRESTRICTED AGENDA ITEMS**

FOR POSSIBLE ACTION: Consideration of Nonrestricted Items listed in the following pages.

Action taken as reflected on the following material.

IV. **RESTRICTED AGENDA ITEMS**

FOR POSSIBLE ACTION: Consideration of Restricted Items listed in the following pages.

Action taken as reflected on the following material.

V. **GAMING EMPLOYEE REGISTRATION APPEAL(S), PURSUANT TO NGC REGULATION 5.109(5)**

FOR POSSIBLE ACTION: Consideration regarding appeal of:

1. Jordenn Lawson, Case No. 2020-7019L – **Objection sustained.**

VI. **REGULATION PETITION(S):**

FOR POSSIBLE ACTION: Petition for Regulation Amendments, pursuant to NRS 463.145(d), as filed by Fennemore on behalf of the Association of Gaming Equipment Manufactures' ("AGEM") to amend NGC Regulations 1 and 5.

Petition recommended to GCB for further consideration and action.

VII. OTHER:

Administrative Reports

- Board Chair – Update on January Agenda.
- Commission Chair – No report.
- Attorney General – No report.

VIII. PUBLIC COMMENTS: This public comment agenda item is provided in accordance with NRS 241.020(2)(c)(3) which requires an agenda provide for a period devoted to comments by the general public, if any, and discussion of those comments. No action may be taken upon a matter raised under this item of the agenda until the matter itself has been specifically included on an agenda as an item upon which action will be taken. Comments by the public may be limited to three minutes as a reasonable time, place and manner restriction, but may not be limited based upon viewpoint.

No comment.

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FOR POSSIBLE ACTION:

01-12-21 N21-0356 Re: 35493-01
SAN MANUEL GAMING AND HOSPITALITY AUTHORITY
26569 COMMUNITY CENTER DR
HIGHLAND, CA 92346

LATISHA DEANNE CASAS
Chair of Board

DERON MARQUEZ
Vice Chair

CARLA MELINDA RODRIGUEZ
Secretary

GERHARDUS LAURENS VOSLOO
Management Committee Member

ERIN MARIE COPELAND
Management Committee Member

APPLICATION FOR REGISTRATION AS A HOLDING COMPANY

APPLICATIONS FOR FINDING OF SUITABILITY AS CONTROLLING PERSONS

**APPLICATION FOR FINDING OF SUITABILITY AS SOLE MEMBER AND MANAGER
OF SMGHA NEVADA, LLC**

Re: 35657-01
SMGHA NEVADA, LLC
26569 COMMUNITY CENTER DR
HIGHLAND, CA 92346

LATISHA DEANNE CASAS
President

DERON MARQUEZ
Vice President

CARLA MELINDA RODRIGUEZ
Secretary

APPLICATION FOR REGISTRATION AS AN INTERMEDIARY COMPANY

APPLICATIONS FOR FINDING OF SUITABILITY AS OFFICERS

**APPLICATION FOR FINDING OF SUITABILITY AS SOLE MEMBER AND MANAGER
OF RRR PALMS LLC**

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Re: 33593-01
RRR PALMS LLC
1505 S PAVILION CENTER DR
LAS VEGAS, NV 89135

STATION CASINOS LLC (PTC) 100%
(Transferor)

SMGHA NEVADA, LLC 100%
(Transferee)

APPLICATION FOR A TRANSFER OF INTEREST

Re: 31619-01
FP HOLDINGS, L.P.
(RRR Palms LLC – 99%)
(FP Holdco, L.L.C. – 1%)
(dba Palms Casino Resort)
4321 W FLAMINGO RD
LAS VEGAS, NV 89103

GERHARDUS LAURENS VOSLOO
Chief Executive Officer/Chief Financial Officer

ERIN MARIE COPELAND
Chief Legal Officer

APPLICATIONS FOR LICENSURE AS KEY EXECUTIVES

GCB RECOMMENDS: APPROVAL, ORDER, DRAFT #2; CONDITIONED:

- (1) SMGHA NEVADA, LLC SHALL ENSURE THAT PRIOR TO FP HOLDINGS, L.P. COMMENCING RACE AND SPORTS AND/OR PARI-MUTUEL WAGERING POOL OPERATIONS, AN ADEQUATE WRITTEN INTERNAL CONTROL SYSTEM FOR RACE AND SPORTS AND/OR PARI-MUTUEL THAT DOCUMENTS COMPLIANCE WITH MINIMUM INTERNAL CONTROL STANDARDS MUST BE RECEIVED BY THE NGCB (AUDIT DIVISION) FROM FP HOLDINGS, L.P., PURSUANT TO NEVADA GAMING COMMISSION REGULATION 6.090.**
- (2) SMGHA NEVADA, LLC SHALL ENSURE THAT PRIOR TO FP HOLDINGS, L.P. COMMENCING RACE AND SPORTS AND/OR PARI-MUTUEL WAGERING POOL OPERATIONS, AN EXECUTED RESERVE AGREEMENT MUST BE RECEIVED FROM FP HOLDINGS, L.P. AND APPROVED BY THE NGCB (AUDIT DIVISION), PURSUANT TO NEVADA GAMING COMMISSION REGULATIONS 5.225 AND 22.040.**
- (3) SMGHA NEVADA, LLC SHALL ENSURE THAT PRIOR TO FP HOLDINGS, L.P. COMMENCING RACE AND SPORTS WAGERING OPERATIONS AND/OR PARI-MUTUEL WAGERING POOL OPERATIONS, THE SURVEILLANCE SYSTEM FOR FP HOLDINGS, L.P. MUST BE INSPECTED AND APPROVED BY THE NGCB'S ENFORCEMENT DIVISION AND THEREAFTER BE MAINTAINED AT OR ABOVE THE STANDARD THAT HAS BEEN APPROVED.**

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- (4) SMGHA NEVADA, LLC SHALL ENSURE THAT PRIOR TO FP HOLDINGS, L.P. COMMENCING RACE AND SPORTS AND/OR PARI-MUTUEL WAGERING POOL OPERATIONS, A PERSON OR PERSONS WITH EXPERIENCE RELATED TO SUCH OPERATIONS AND WHO WILL PROVIDE OVERSIGHT OF SUCH OPERATIONS MUST BE IDENTIFIED BY FP HOLDINGS, L.P., AND ADMINISTRATIVELY APPROVED BY THE NGCB CHAIR OR THE CHAIR'S DESIGNEE.
- (5) THE PRECEDING FOUR CONDITIONS APPLY TO THE EXTENT FP HOLDINGS, L.P. IS THE OPERATOR OF A RACE BOOK, SPORTS POOL, OR PARI-MUTUEL POOL.
- (6) THE APPROVALS SOUGHT ON NONRESTRICTED ITEM NO. 1 ARE NOT EFFECTIVE UNTIL THE NGCB CHAIR RECEIVES AND APPROVES, A NON-INTERFERENCE AGREEMENT SIGNED BY THE TRIBAL CHAIR ON BEHALF OF HIMSELF AS THE TRIBAL CHAIR AND ON BEHALF OF THE TRIBE WHICH PROVIDES THAT SUCH PERSON[S] WILL NOT TAKE ANY ACTION TO INFLUENCE THE SAN MANUEL GAMING AND HOSPITALITY AUTHORITY, ITS BOARD MEMBERS, OR ITS MANAGEMENT COMMITTEE MEMBERS, IN THE EXERCISE OF THEIR MANAGEMENT, VOTING RIGHTS AND/OR OVERSIGHT OF THE GAMING ACTIVITIES OF FP HOLDINGS, L.P.

NGC DISPOSITION: APPROVED, ORDER; CONDITIONED – SAME.

02-12-21 REMOVED FROM AGENDA

03-12-21 REMOVED FROM AGENDA

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FOR POSSIBLE ACTION:

04-12-21 N22-0330 Re: 10434-01
N22-0278 MGM RESORTS INTERNATIONAL (PTC)
 3600 LAS VEGAS BLVD S
 LAS VEGAS, NV 89109

APPLICATION FOR AMENDMENT TO ORDER OF REGISTRATION

Re: 35680-01
MANDALAY RESORT GROUP, LLC (PTC)
(MGM Resorts International (PTC) – 100%)
3950 LAS VEGAS BLVD S
LAS VEGAS, NV 89119

APPLICATION FOR AMENDMENT TO ORDER OF REGISTRATION

Re: 30813-01
30814-01
ARIA RESORT & CASINO HOLDINGS, LLC, dba
ARIA RESORT & CASINO
3730 LAS VEGAS BLVD S
LAS VEGAS, NV 89158

APPLICATION FOR LICENSURE TO OPERATE GAMING SALONS

GCB RECOMMENDS: APPROVAL, FIFTY-THIRD ORDER OF REGISTRATION, DRAFT #1; CONDITIONED:

- (1) WHEN SALONS 5 – 10 ARE OPERATED AS PUBLIC GAMING, THE SLIDING GLASS DOORS TO THAT GAMING SALON MUST REMAIN OPEN.**
- (2) WHEN GAMING SALONS 5 – 10 ARE OPERATED AS PRIVATE GAMING, THE SLIDING GLASS DOORS TO THAT GAMING SALON MUST REMAIN CLOSED.**
- (3) PRIOR TO THE COMMENCEMENT OF GAMING SALON OPERATIONS, THE SURVEILLANCE SYSTEM MUST BE INSPECTED AND APPROVED BY THE NGCB ENFORCEMENT DIVISION, AND THEREAFTER MAINTAINED AT OR ABOVE THE STANDARD THAT HAS BEEN APPROVED.**
- (4) PRIOR TO THE OPERATION OF GAMING SALON 10, THE SLIDING GLASS DOOR MUST BE INSTALLED, INSPECTED, AND ADMINISTRATIVELY APPROVED BY THE NGCB ENFORCEMENT DIVISION.**
- (5) PRIOR TO THE OPERATION OF GAMING SALONS 5 – 10, THE ENTRANCE TO THE GAMING SALON MUST HAVE SIGNAGE THAT INDICATES THE GAMING SALON IS IN PUBLIC OR IN PRIVATE USE, AND THE SIGNAGE MUST BE INSPECTED AND ADMINISTRATIVELY APPROVED BY THE NGCB ENFORCEMENT DIVISION.**
- (6) THE NUMBER OF GAMING SALONS IS LIMITED TO NINE, AND THE NUMBER MAY NOT BE INCREASED WITHOUT PRIOR ADMINISTRATIVE APPROVAL OF THE NGCB CHAIR OR THE CHAIR'S DESIGNEE.**

NGC DISPOSITION: APPROVED, FIFTY-THIRD REVISED ORDER OF REGISTRATION; CONDITIONED – SAME.

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FOR POSSIBLE ACTION:

05-12-21 N21-0378 Re: 27080-01
PENN NATIONAL GAMING, INC. (PTC)
825 BERKSHIRE BLVD
WYOMISSING, PA 19610

FELICIA RAE HENDRIX
Executive Vice President/Chief Financial Officer

APPLICATION FOR FINDING OF SUITABILITY AS AN OFFICER

GCB RECOMMENDS: APPROVAL.

NGC DISPOSITION: APPROVED.

(KIECKHEFER RECUSED)

FOR POSSIBLE ACTION:

06-12-21 N22-0001 Re: 31041-01
35660-01
STRATEGIC GAMING MANAGEMENT, LLC, db at
BIG WHEEL CASINO BATTLE MOUNTAIN
725 HILLTOP RD
BATTLE MOUNTAIN, NV 89820

**APPLICATION FOR A NONRESTRICTED GAMING LICENSE
(SLOT MACHINES ONLY)**

GCB RECOMMENDS: APPROVAL, CONDITIONED:

- (1) THE LOCATION IS LIMITED TO THE OPERATION OF SLOT MACHINES.**
- (2) THE SURVEILLANCE SYSTEM MUST BE INSPECTED AND APPROVED BY THE NGCB ENFORCEMENT DIVISION WITHIN 60 DAYS OF ISSUANCE OF THE STATE GAMING LICENSE AND THEREAFTER BE MAINTAINED AT OR ABOVE THE STANDARD THAT IS APPROVED.**
- (3) A FULL TIME ATTENDANT, AGE 21 OR OLDER, MUST BE ON DUTY AT ALL TIMES THE MACHINES ARE AVAILABLE TO THE PUBLIC TO PLAY.**

NGC DISPOSITION: APPROVED, CONDITIONED – SAME.

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FOR POSSIBLE ACTION:

07-12-21 N21-0233 Re: 23217-01
NORTHERN NEVADA RESTAURANT SERVICES, INC.
1144 VICTORIAN AVE
SPARKS, NV 89431

RICHARD CRAIG ESTEY 100%
(Transferor) (1,000 shares)

NEVADA RESTAURANT SERVICES, INC. 100%
(Transferee) (1,000 shares)

APPLICATION FOR A TRANSFER OF INTEREST

GCB RECOMMENDS: APPROVAL.

NGC DISPOSITION: APPROVED.

FOR INFORMATION PURPOSES ONLY:

Re: 23217-01
03652-05
NORTHERN NEVADA RESTAURANT SERVICES, INC., dba
DOTTY'S
1144 VICTORIAN AVE
SPARKS, NV 89431

APPLICATION FOR DETERMINATION THAT NORTHERN NEVADA RESTAURANT SERVICES, INC., DBA DOTTY'S, MAY TRANSFER ITS NONRESTRICTED GAMING LICENSE WITHIN THE CITY OF SPARKS REDEVELOPMENT AREA, PURSUANT TO NRS 463.302, MOVING LOCATION OF ESTABLISHMENT AND TRANSFERRING LICENSE

GCB DISPOSITION: APPROVED, CONDITIONED:

- (1) **PRIOR TO THE TRANSFER OF THE NONRESTRICTED GAMING LICENSE, THE SURVEILLANCE SYSTEM MUST BE INSTALLED, INSPECTED AND APPROVED BY THE NGCB ENFORCEMENT DIVISION AND THEREAFTER BE MAINTAINED AT OR ABOVE THE STANDARD THAT IS APPROVED.**

 - (2) **THE TRANSFER OF THE NONRESTRICTED GAMING LICENSE MUST BE COMPLETED BY MIDNIGHT OF THE JUNE 2022 NGCB MEETING. IF THE TRANSFER IS NOT COMPLETED, THE ACTION OF THE NGCB IS VOID, AND A NEW APPLICATION MUST BE MADE.**
-

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FOR POSSIBLE ACTION:

08-12-21 N22-0214 Re: 33791-01
34287-01 (M)
34288-01 (D)
BC TECHNOLOGIES LLC, dba
BC TECHNOLOGIES
410 S RAMPART BLVD STE 390
LAS VEGAS, NV 89145

VAHAGN BADALYAN
Member/Manager/Chief Executive Officer

100%

BRUCE MERATI
Manager/Chief Financial Officer/Chief Technology Officer

APPLICATIONS FOR LICENSURE AS A MANUFACTURER AND DISTRIBUTOR

APPLICATIONS FOR LICENSURE AS A SOLE MEMBER, MANAGER, AND/OR KEY EXECUTIVE

GCB RECOMMENDS:

APPROVAL, LIMITED LICENSE TO EXPIRE AT MIDNIGHT OF THE DECEMBER 2022 NGC MEETING ON THE DAY THE ITEM IS HEARD.

NGC DISPOSITION: APPROVED, LIMITED – SAME.

FOR POSSIBLE ACTION:

09-12-21 N21-0591 Re: 05188-01
IKE GAMING, INC.
(dba El Cortez)
600 E FREMONT ST
LAS VEGAS, NV 89101

IRVING KENNETH EPSTEIN 1992 LIVING TRUST,
AMENDED AND RESTATED
(Transferor)

3.20 Shares
Common Stock

ILE IRREVOCABLE TRUST
(Transferee)
Shareholder

0.80 Shares
Common Stock

IKE LAWRENCE EPSTEIN
Trustee/Beneficiary

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AKREG IRREVOCABLE TRUST
(Transferee)
Shareholder

0.80 Shares
Common Stock

IKE LAWRENCE EPSTEIN
Trustee

ALEXANDRA KATE ROBERTSON EPSTEIN GUDAI
Beneficiary

DEH IRREVOCABLE TRUST
(Transferee)
Shareholder

0.80 Shares
Common Stock

IKE LAWRENCE EPSTEIN
Trustee

DANA EPSTEIN HOFFLANDER
Beneficiary

KMEF IRREVOCABLE TRUST
(Transferee)
Shareholder

0.80 Shares
Common Stock

IKE LAWRENCE EPSTEIN
Trustee

KATIE MCNEELY EPSTEIN FINE
Beneficiary

APPLICATIONS FOR A TRANSFER OF INTEREST

**APPLICATIONS FOR REGISTRATION OF THE ILE IRREVOCABLE TRUST, THE
AKREG IRREVOCABLE TRUST, THE DEH IRREVOCABLE TRUST, AND THE KMEF
IRREVOCABLE TRUST AS HOLDING COMPANIES AND FOR LICENSURE AS
SHAREHOLDERS**

APPLICATIONS FOR FINDING OF SUITABILITY AS TRUSTEE AND/OR BENEFICIARY

GCB RECOMMENDS: APPROVAL.

NGC DISPOSITION: APPROVED.

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FOR POSSIBLE ACTION:

10-12-21 N21-0472 Re: 31660-01
MEI-GSR HOLDINGS LLC
(dba Grand Sierra Resort and Casino)
2500 E 2ND ST
RENO, NV 89595

CHRISTOPHER NEIL BALABAN
Chief Financial Officer

APPLICATION FOR LICENSURE AS A KEY EXECUTIVE

GCB RECOMMENDS: APPROVAL.

NGC DISPOSITION: APPROVED.

(BROWN RECUSED)
(COHEN RECUSED)

FOR POSSIBLE ACTION:

11-12-21 N21-0564 Re: 10753-01
35480-01
SARTINI GAMING, LLC, db at
LOVE'S TRAVEL STOP #797
3550 W WINNEMUCCA BLVD
WINNEMUCCA, NV 89445

DANIEL PAUL WADHAMS
Vice President of Nevada Route Operations

APPLICATION FOR LICENSURE AS A KEY EMPLOYEE

GCB RECOMMENDS: APPROVAL.

NGC DISPOSITION: APPROVED.

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FOR POSSIBLE ACTION:

01-12-21 R21-0282 Re: 04789-01
24298-03
UNITED COIN MACHINE CO., dba
CENTURY GAMING TECHNOLOGIES, db at
7-11 STORE #32294
3190 N LAMB BLVD
LAS VEGAS, NV 89115

GAURANG HASMUKHBHAI PATEL
Franchisee

**APPLICATION FOR LICENSURE OF GAURANG HASMUKHBHAI PATEL, TO
RECEIVE A PERCENTAGE OF GAMING REVENUE FROM UNITED COIN MACHINE
CO., DBA CENTURY GAMING TECHNOLOGIES, DB AT 7-11 STORE #32294**

GCB RECOMMENDS: APPROVAL.

NGC DISPOSITION: APPROVED.

FOR POSSIBLE ACTION:

02-12-21 R21-0276 Re: 22813-01
A.B. & A. INVESTMENT PROPERTIES, INC.
(dba Discount Market)
5516 E LAKE MEAD BLVD
LAS VEGAS, NV 89156

ESTATE OF SARMAD YOUSIF HERMIZ

33 1/3%
(500 Shares Common Stock)

AIDA ELIAS HERMIZ
Personal Representative

**APPLICATION FOR TEMPORARY LICENSURE AS PERSONAL REPRESENTATIVE
FOR THE ESTATE OF SARMAD YOUSIF HERMIZ**

GCB RECOMMENDS:

**APPROVAL, LIMITED LICENSE TO EXPIRE AT MIDNIGHT OF THE DECEMBER 2022 NGC MEETING ON THE DAY
THE ITEM IS HEARD.**

NGC DISPOSITION: APPROVED, LIMITED – SAME.

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FOR POSSIBLE ACTION:

03-12-21 R21-0641 Re: 06132-01
RB PROPERTIES, INC.
(dba South Pointe Market)
(dba Gnat's Landing)
(dba Beside the Pointe)
(dba Old Town Saloon)
(dba Gilligan's)
(dba North Pointe Market)
1631 CAL EDISON DR UNIT A-6
LAUGHLIN, NV 89029

ROBERT P. BILBRAY REVOCABLE TRUST 10%
(Transferor) (10 Shares of Common Stock)

THE ASHLYN M. SAINZ SEPARATE PROPERTY TRUST 10%
(Transferee) (10 Shares of Common Stock)
Shareholder

ASHLYN MAVIS SAINZ
Trustee/Beneficiary

APPLICATION FOR A TRANSFER OF INTEREST

**APPLICATION FOR LICENSURE OF THE ASHLYN M. SAINZ SEPARATE
PROPERTY TRUST AS A SHAREHOLDER OF RB PROPERTIES, INC.**

**APPLICATION FOR REGISTRATION OF THE ASHLYN M. SAINZ SEPARATE
PROPERTY TRUST AS A HOLDING COMPANY AND FOR FINDING OF SUITABILITY
OF ASHLYN MAVIS SAINZ AS SOLE TRUSTEE AND BENEFICIARY**

GCB RECOMMENDS: APPROVAL.

NGC DISPOSITION: APPROVED.

(KIECKHEFER RECUSED)

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FOR POSSIBLE ACTION:

04-12-21 R22-0206 Re: 10559-01
35269-01
7 Machines CRAWFORD COIN, INC., db at
GREEN VALLEY GROCERY #71
655 E SUNSET RD
HENDERSON, NV 89011

APPLICATION FOR A WAIVER OF THE PROVISIONS OF NGC REGULATION 4.080 (WHICH IMPOSES A SIX-MONTH TIME LIMITATION WITHIN WHICH COMMISSION ACTION IS EFFECTIVE), IN CONNECTION WITH APPROVAL FOR A RESTRICTED GAMING LICENSE, AS GRANTED IN JUNE 2021

GCB RECOMMENDS: APPROVAL, CONDITIONED:

- (1) THE WAIVER OF THE PROVISIONS OF NGC REGULATION 4.080, IN CONJUNCTION WITH THE APPROVAL GRANTED IN JUNE 2021, SHALL EXPIRE ON THE DATE OF THE REGULARLY SCHEDULED NGC MEETING IN JUNE 2022.

NGC DISPOSITION: APPROVED, CONDITIONED – SAME.

FOR POSSIBLE ACTION:

05-12-21 R21-0560 Re: 10753-01
29972-04
12 Machines SARTINI GAMING, LLC, db at
GAMBIS
7665 TOWN SQUARE LN STE 104 - 105
RENO, NV 89523

APPLICATION FOR A RESTRICTED GAMING LICENSE

GCB RECOMMENDS: APPROVAL.

NGC DISPOSITION: APPROVED.

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FOR POSSIBLE ACTION:

06-12-21 R21-0526 Re: 10753-01
03980-04
5 machines SARTINI GAMING, LLC, db at
7-11 STORE #22581
3085 S VIRGINIA ST
RENO, NV 89502

APPLICATION FOR A RESTRICTED GAMING LICENSE

GCB RECOMMENDS: APPROVAL.

NGC DISPOSITION: APPROVED.

FOR POSSIBLE ACTION:

07-12-21 R21-0536 Re: 23335-01
06764-06
10 Machines BEST BET PRODUCTS, INC., db at
THE BEARDED PIG BAR AND GRILL
780 E SIMKINS RD
PAHRUMP, NV 89060

APPLICATION FOR A RESTRICTED GAMING LICENSE

GCB RECOMMENDS: APPROVAL.

NGC DISPOSITION: APPROVED.

FOR POSSIBLE ACTION:

08-12-21 R21-0469 Re: 17471-01
35552-01
15 Machines MARKET GAMING, LLC, db at
SMITH'S MARKETPLACE
845 E LAKE MEAD PKWY
HENDERSON, NV 89011

APPLICATION FOR A RESTRICTED GAMING LICENSE

GCB RECOMMENDS: APPROVAL, CONDITIONED:

(1) A FULL TIME ATTENDANT, AGE 21 OR OLDER, MUST BE ON DUTY AT ALL TIMES THE MACHINES ARE AVAILABLE TO THE PUBLIC TO PLAY.

NGC DISPOSITION: APPROVED, CONDITIONED – SAME.

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FOR POSSIBLE ACTION:

09-12-21 R21-0548 Re: 28185-01
35604-01
5 Machines SHORT LINE GAMING, L.L.C., dba
SHORT LINE GAMING, db at
BBQ KABOB
2895 N GREEN VALLEY PKWY STE A
HENDERSON, NV 89014

APPLICATION FOR A RESTRICTED GAMING LICENSE

GCB RECOMMENDS: APPROVAL.

NGC DISPOSITION: APPROVED.

FOR POSSIBLE ACTION:

10-12-21 R21-0562 Re: 31863-01
03558-04
15 Machines ECLIPSE ROUTE OPERATIONS LLC, dba
ECLIPSE GAMING, db at
LUCKY 7'S LOUNGE
6125 W TROPICANA AVE STE H
LAS VEGAS, NV 89103

APPLICATION FOR A RESTRICTED GAMING LICENSE

GCB RECOMMENDS: APPROVAL, CONDITIONED:

(1) THE SURVEILLANCE SYSTEM AND/OR MIRROR(S) MUST BE INSPECTED AND APPROVED BY THE NGCB ENFORCEMENT DIVISION WITHIN 60 DAYS OF ISSUANCE OF THE STATE GAMING LICENSE AND THEREAFTER BE MAINTAINED AT OR ABOVE THE STANDARD THAT IS APPROVED.

NGC DISPOSITION: APPROVED, CONDITIONED – SAME.

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FOR POSSIBLE ACTION:

11-12-21 R21-0558 Re: 31863-01
03181-04
15 Machines ECLIPSE ROUTE OPERATIONS LLC, dba
ECLIPSE GAMING, db at
IRENE'S COCKTAIL LOUNGE
5480 SPRING MOUNTAIN RD STE 100
LAS VEGAS, NV 89146

APPLICATION FOR A RESTRICTED GAMING LICENSE

GCB RECOMMENDS: APPROVAL.

NGC DISPOSITION: APPROVED.

United States Senate

WASHINGTON, DC 20510

November 19, 2021

Marc Rowan
Chief Executive Officer
Apollo Global Management, LLC
9 West 57th Street, 43rd Floor
New York, NY 10019

Dear Mr. Rowan:

We write today regarding Apollo Global Management's (Apollo) previous investment in Warrior Met Coal (Warrior Met), a metallurgical coal mining company. Since April 1, 2021, more than 1,100 Warrior Met workers in Brookwood, Alabama have been on strike to restore wages, benefits, and fair work practices that were stripped away following the bankruptcy of Walter Energy, Warrior Met's predecessor company.¹ Apollo and other private equity investors in Warrior Met dictated the terms and conditions of the 2016 takeover of the company² and continue to bear responsibility for the cuts in pay and benefits that have led to the Warrior Met miners' strike. We write to request information in order to better understand Apollo's investment in Warrior Met and other businesses.

In 2016, a consortium of private equity firms and mutual funds led by Apollo and Blackstone Inc.'s GSO Capital Partners (GSO) acquired the distressed debt of Walter Energy under the newly formed Warrior Met Coal.³ Apollo-managed funds were Warrior Met's largest shareholder⁴ and Apollo received two seats on the company's board, with GSO, KKR Credit Advisors (KKR), and Franklin Mutual Advisers (Franklin Mutual) each receiving one.⁵ Though Apollo has since sold its stake in Warrior Met, it retains a board seat.⁶

Warrior Met miners are currently striking due to conditions that stem from the terms forced on Walter Energy by the private equity consortium that acquired the company after its bankruptcy.

¹ AL.com, "Striking Alabama coal miners protesting again in New York," William Thornton, November 4, 2021, <https://www.al.com/business/2021/11/striking-alabama-coal-miners-protesting-again-in-new-york.html>.

² Reuters, "Bankrupt Walter Energy gets nod from judge to end labor pacts," Jim Christie, December 29, 2015, <https://www.reuters.com/article/walter-energy-bankruptcy-idAFL1N14116920151229>.

³ Warrior Met Coal, LLC, "2017 Annual Report," <http://investors.warriormetcoal.com/~media/Files/W/Warrior-IR/documents/annual-reports/2017-annual-report.pdf>; Wall Street Journal, "Coal Producers Struggle After Years of Investor Payouts," Scott Patterson and Jonathan Randles, May 1, 2020, <https://www.wsj.com/articles/coal-producers-struggle-after-years-of-investor-payouts-11588330802>.

⁴ Warrior Met Coal, LLC, Securities and Exchange Commission Form S-1 Registration Statement, Filed April 10, 2017, <https://www.sec.gov/Archives/edgar/data/0001691303/000119312517118042/d501786ds1a.htm>, pp. 142.

⁵ Warrior Met Coal, LLC, Securities and Exchange Commission Form S-1 Registration Statement, Filed April 10, 2017, <https://www.sec.gov/Archives/edgar/data/0001691303/000119312517118042/d501786ds1a.htm>, pp. 139.

⁶ Mining Journal, "US met-coal Warrior continues to weigh growth," August 1, 2019, <https://www.mining-journal.com/bulks/news/1368595-us-met-coal-warrior-continues-to-weigh-growth>; Warrior Met Coal, "Board of Directors," <http://investors.warriormetcoal.com/corporate-governance/board-of-directors>.

As part of the restructuring deal negotiated between the two parties, Walter Energy's collective bargaining agreement with the United Mine Workers of America (UMWA) was terminated, along with the company's pension and health obligations to 2,800 retired coal miners and their dependents.⁷ Workers conceded to a \$6-an-hour wage cut – a cut of more than 20% – and reduced benefits in their 2016 contract.⁸ This included a reduction in medical coverage “from 100% of medical fees covered before Warrior Met Coal took over to only 80%,”⁹ a particularly troubling change given the significant danger and health risks associated with coal mining.¹⁰ Warrior Met miners report that the “company has also gotten stricter on attendance. Workers could be expected to work seven days a week, up to 16 hours a day, and termination for missing more than four days of work except in the case of a family death.”¹¹

The UMWA estimates that workers' concessions have “saved the company a total of \$1.1 billion since it emerged from bankruptcy.”¹² Yet Warrior Met has refused to restore the contract terms that prevailed before Walter Energy's bankruptcy, instead offering workers an hourly pay increase of just \$1.50 over five years.¹³ Meanwhile, Warrior Met has reportedly delivered bonuses of up to \$35,000 to the company's upper management.¹⁴

While workers endured severe cuts to pay and benefits after the Warrior Met takeover, Apollo and the rest of the private equity consortium appear to have made off like bandits. Warrior Met has returned at least \$1.4 billion – or more than twice the company's market capitalization last year – in dividends to its owners since the company went public in 2017, potentially imperiling its ability to refinance its debt in the coming years.¹⁵ According to a 2019 research note by the

⁷ Reuters, “Bankrupt Walter Energy gets nod from judge to end labor pacts,” Jim Christie, December 29, 2015, <https://www.reuters.com/article/walter-energy-bankruptcy-idAFL1N14116920151229>; Testimony of Cecil E. Roberts, International President of the United Mine Workers of America, before the U.S. Senate Committee on Finance, March 1, 2016, <https://www.finance.senate.gov/imo/media/doc/03012016%20Roberts%20Testimony%20SFC%20Testimony%20Multiemployer%20Pensions.pdf>.

⁸ CNN, “Striking Alabama mine workers bring protest to New York City,” Vanessa Yurkevich and Chris Isidore, November 4, 2021, <https://www.cnn.com/2021/11/04/business/mine-workers-protest-nyc/index.html>.

⁹ ABC News, “Alabama coal miners on strike since April say they're fighting for working Americans everywhere,” Elwyn Lopez, Ashley Schwartz-Lavares, and Lulit Tadesse, August 6, 2021, <https://abcnews.go.com/Business/alabama-coal-miners-strike-april-fighting-working-americans/story?id=79302546>.

¹⁰ Reuters, “Mining and police work most dangerous U.S. jobs,” Molly O'Toole, August 26, 2011, <https://www.reuters.com/article/us-jobs-dangerous/mining-and-police-work-most-dangerous-u-s-jobs-idUSTRE77O8CT20110826>.

¹¹ The Guardian, “Union advocates rally in New York to support striking Alabama coalminers,” Lauren Aratani, July 28, 2021, <https://www.theguardian.com/business/2021/jul/28/union-advocates-rally-striking-alabama-coalminers>.

¹² CNN, “Striking Alabama mine workers bring protest to New York City,” Vanessa Yurkevich and Chris Isidore, November 4, 2021, <https://www.cnn.com/2021/11/04/business/mine-workers-protest-nyc/index.html>.

¹³ The Guardian, “Union advocates rally in New York to support striking Alabama coalminers,” Lauren Aratani, July 28, 2021, <https://www.theguardian.com/business/2021/jul/28/union-advocates-rally-striking-alabama-coalminers>.

¹⁴ Tuscaloosa News, “Coal company said it hopes to avoid strike, will continue talks while serving customers,” Jason Morton, April 1, 2021, <https://www.tuscaloosaneews.com/story/news/2021/04/01/warrior-met-coal-seeks-avoid-strike-united-mine-workers/4833887001/>.

¹⁵ Wall Street Journal, “Coal Producers Struggle After Years of Investor Payouts,” Scott Patterson and Jonathan Randles, May 1, 2020, <https://www.wsj.com/articles/coal-producers-struggle-after-years-of-investor-payouts-11588330802>.

investment bank Jefferies, “Warrior [Met] has essentially paid its current market cap in special dividends since its IPO.”¹⁶

These dividends include, in 2017 alone, “a special cash distribution of \$190.0 million” paid to Warrior Met’s private equity owners prior to the company’s initial public offering (IPO)¹⁷ and a “special cash dividend of approximately \$600.0 million” paid seven months after the IPO to shareholders,¹⁸ the largest of whom were Apollo, GSO, Franklin Mutual, and KKR. These four firms together held nearly 48% of the company’s common stock, with 19% held by Apollo.¹⁹ As is often the case with private equity-controlled companies, these payouts were funded in part by debt, including a \$350 million bond sale.²⁰ Warrior Met touted that it provided a shareholder return in 2017 of 128% compared to the 12% average for all U.S. coal producers.²¹ By 2019, Apollo and the three other private equity firms that owned Warrior Met at the time of the IPO had sold their shares in the company.²²

Apollo does not appear to be alone in its pursuit of short-term payouts through coal investments. Over the last few years, private equity firms “flooded into coal mining as the industry underwent restructuring” and “have been influential in pushing for big cash payouts,” with “coal producers spen[ding] billions of dollars in dividends and stock buybacks to benefit their investors.”²³ Warrior Met was one of “[f]our big coal producers that emerged from bankruptcy in recent years” and “paid out more than \$4 billion in dividends and buybacks from 2017 through 2019. That is about 60% more than their combined long-term debt at the end of 2017.”²⁴

We have long been concerned that some private equity firms pursue strategies that extract value from portfolio companies at the expense of workers and communities.²⁵ These strategies include loading debt onto companies to fund payouts for the private equity firm and its executives,

¹⁶ Mining Journal, “US met-coal Warrior continues to weigh growth,” August 1, 2019, <https://www.mining-journal.com/bulks/news/1368595/us-met-coal-warrior-continues-to-weigh-growth>.

¹⁷ Warrior Met Coal, LLC, Securities and Exchange Commission Form S-1 Registration Statement, Filed April 10, 2017, <https://www.sec.gov/Archives/edgar/data/0001691303/000119312517118042/d501786ds1a.htm>, pp.F-46.

¹⁸ Warrior Met Coal Press Release, “Warrior Met Coal Announces Fourth Quarter and Full Year 2017 Results,” February 14, 2018, <http://investors.warriormetcoal.com/news-releases/2018/02-14-2018-210126191>.

¹⁹ Warrior Met Coal, “2017 Annual Report,” <http://investors.warriormetcoal.com/~media/Files/W/Warrior-IR/documents/annual-reports/2017-annual-report.pdf>.

²⁰ Warrior Met Coal, “Warrior Met Coal Announces Fourth Quarter and Full Year 2017 Results,” press release, February 14, 2018, <http://investors.warriormetcoal.com/news-releases/2018/02-14-2018-210126191>.

²¹ Warrior Met Coal, LLC, Securities and Exchange Commission Form 8-K, Exhibit 99.1, Filed February 21, 2018, http://otp.investis.com/clients/us/warrior_met_coal/SEC/sec-show.aspx?Type=page&FilingId=12566593-7024-62210&CIK=0001691303&Index=20000.

²² Mining Journal, “US met-coal Warrior continues to weigh growth,” August 1, 2019, <https://www.mining-journal.com/bulks/news/1368595/us-met-coal-warrior-continues-to-weigh-growth>.

²³ Wall Street Journal, “Coal Producers Struggle After Years of Investor Payouts,” Scott Patterson and Jonathan Randles,” May 1, 2020, <https://www.wsj.com/articles/coal-producers-struggle-after-years-of-investor-payouts-11588330802>.

²⁴ *Id.*

²⁵ Senator Elizabeth Warren, “At Hearing, Warren Pushes for Reforming the Broken Private Equity Industry and Putting an End to Their Destructive Practices,” press release, October 20, 2021, <https://www.warren.senate.gov/newsroom/press-releases/at-hearing-warren-pushes-for-reforming-the-broken-private-equity-industry-and-putting-an-end-to-their-destructive-practices>.

engaging in severe cost-cutting measures that harm workers and consumers, and quickly cashing out after extracting as much value as they can.²⁶

We recently reintroduced legislation, the *Stop Wall Street Looting Act* (S.3022), to reform the private equity industry by holding private equity firms liable for the responsibilities and debts of companies under their control and increasing transparency by requiring private equity managers to disclose fees, returns, and other details about their funds.²⁷ To inform our approach to passing this legislation, and to better understand your firm's previous investment in Warrior Met and the extent to which the terms and conditions of that investment continue to impact the company and its workers, we ask that you provide answers to the following questions no later than December 9, 2021:

1. Please provide the following information, as enumerated in the *Stop Wall Street Looting Act* (S.3022),²⁸ with respect to each Apollo fund that was invested in Warrior Met:
 - a. The name, address, and vintage year;
 - b. The name of its general partner;
 - c. The name of each limited partner;
 - d. A description of each Warrior Met security owned and the dates of ownership;
 - e. In dollars, the total amount of regulatory assets under management;
 - f. In dollars, the total amount of net assets under management;
 - g. The percentage of fund equity contributed by the general partners of the fund and the percentage of fund equity contributed by the limited partners of the fund;
 - h. Information on the indebtedness of the fund during the period of its equity investment in Warrior Met, including—
 - i. the dollar amount of total debt owed to affiliates and non-affiliates;
 - ii. the percentage of debt for which the creditor is:
 1. a financial institution in the United States;
 2. a financial institution outside of the United States;
 3. an entity that is located in the United States and is not a financial institution; and
 4. an entity that is located outside of the United States and is not a financial institution.
 - i. The gross performance during each calendar year the fund held an interest in Warrior Met;
 - j. For each calendar year the fund held an interest in Warrior Met, the difference obtained by subtracting the financial gains of the fund by the fees that the general

²⁶ *Id.*

²⁷ Senator Elizabeth Warren, "Warren, Baldwin, Brown, Pocan, Jayapal, Colleagues Reintroduce Bold Legislation to Fundamentally Reform the Private Equity Industry," press release, October 20, 2021, <https://www.warren.senate.gov/newsroom/press-releases/warren-baldwin-brown-pocan-jayapal-colleagues-reintroduce-bold-legislation-to-fundamentally-reform-the-private-equity-industry>; Congress.gov, S.3022 – Stop Wall Street Looting Act, 117th Congress (2021-2022), <https://www.congress.gov/bill/117th-congress/senate-bill/3022>.

²⁸ Congress.gov, S.3022 – Stop Wall Street Looting Act, 117th Congress (2021-2022), <https://www.congress.gov/bill/117th-congress/senate-bill/3022>.

- partners of the fund charged to the limited partners of the fund (commonly referred to as the ‘performance net of fees’);
- k. For each calendar year the fund held an interest in Warrior Met, an annual financial statement, which shall include income statements, a balance sheet, and cash flow statements;
 - l. For each calendar year the fund held an interest in Warrior Met, the percentage of the equity owned by—
 - i. citizens of the United States;
 - ii. individuals who are not citizens of the United States;
 - iii. brokers or dealers;
 - iv. insurance companies;
 - v. investment companies that are registered with the Commission under this Act;
 - vi. private funds and other investment companies not required to be registered with the Commission;
 - vii. nonprofit organizations;
 - viii. pension plans maintained by State or local governments (or an agency or instrumentality of either);
 - ix. pension plans maintained by nongovernmental employers;
 - x. State or municipal government entities;
 - xi. banking or thrift institutions;
 - xii. sovereign wealth funds; and
 - xiii. other investors.
 - m. For each calendar year the fund held an interest in Warrior Met, the total dollar amount of aggregate fees and expenses collected by the fund, the manager of the fund, or related parties from Warrior Met, which shall—
 - i. be categorized by the type of fee; and
 - ii. include a description of the purpose of the fees.
 - n. For each calendar year the fund held an interest in Warrior Met, The total dollar amount of aggregate fees and expenses collected by the fund, the manager of the fund, or related parties from the limited partners of the fund, which shall—
 - i. be categorized by the type of fee; and
 - ii. include a description of the purpose of the fees.
 - o. For each calendar year the fund held an interest in Warrior Met, the total carried interest claimed by the fund, the manager of the fund, or related parties and the total dollar amount of carried interest distributed to the limited partners of the fund.
2. Please provide the following information with respect to each Apollo fund that was invested in Warrior Met:
- a. The amount of the initial investment in Warrior Met, and any subsequent investments made in the company by Apollo.
 - b. The date Apollo exited its stake in the company, and the rationale for this exit.

- c. A list of all dividends, fees, and any other cash distributions received from Warrior Met, including the date, the amount, and the type of payment (i.e. dividends, fees, cash distributions, or other payments).
 - d. The total dollar amount of dividends, fees, and any other cash distributions received by Apollo, its directors, or its executive officers relating to its investment in Warrior Met.
3. Are there any other instances in which Apollo has used its status as a creditor in bankruptcy to demand wage cuts, employee benefit cuts, or layoffs as a condition of extending credit or as part of a negotiated reorganization plan or credit bid? If so, please provide the name and details of Apollo's ownership stake for each company.

Thank you for your attention to this matter.

Sincerely,



Elizabeth Warren
United States Senator



Bernie Sanders
United States Senator



Tammy Baldwin
United States Senator