

OHIO CASINO CONTROL COMMISSION

RESOLUTION 2016-18

**CONSIDERATION OF PENN TENANT, LLC'S APPLICATION TO RENEW ITS
GAMING-RELATED VENDOR LICENSE**

WHEREAS, Article XV, Section 6(C)(4) of the Ohio Constitution created the Ohio Casino Control Commission to ensure the integrity of casino gaming by, among other things, licensing and regulating all gaming authorized by Article XV, Section 6(C) of the Ohio Constitution;

WHEREAS, R.C. 3772.09(A) prohibits any gaming-related vendor from conducting or participating in conducting casino gaming without first being licensed by the Commission;

WHEREAS, R.C. 3772.15(B) and Ohio Adm. Code 3772-6-02(D) require that gaming-related vendor licensees undergo complete investigations at least once every three years to ensure continued eligibility for licensure;

WHEREAS, R.C. 3772.10(B) requires gaming-related vendors seeking licensure under R.C. Chapter 3772 to establish their suitability by clear and convincing evidence;

WHEREAS, R.C. 3772.12(A) and Ohio Adm. Code 3772-6-02(A) require any gaming-related vendor seeking licensure to submit, under oath, a Gaming-Related Vendor License Application ("Vendor Application");

WHEREAS, R.C. 3772.121 and Ohio Adm. Code Chapter 3772-6 authorize the Commission to issue gaming-related vendor licenses to applicants, including renewal applicants, after the Commission determines that the applicants are eligible for licensure and have paid all applicable fees;

WHEREAS, a gaming-related vendor license applicant is eligible for renewal upon meeting the following criteria:

- (A) Submission of a true and complete Vendor Application, as required by R.C. 3772.10(C) and 3772.12(A) and Ohio Adm. Code 3772-6-02(A);
- (B) Payment of the nonrefundable renewal application fee of \$10,000.00, as required by R.C. 3772.15(A) and 3772.17(D) and Ohio Adm. Code 3772-6-03(A), and all fees necessary to cover the costs of the background investigation in excess of the application fee set forth by Ohio Adm. Code 3772-6-03(A), if any, as permitted by Ohio Adm. Code 3772-6-03(B);

- (C) Submission, on a form provided by the Commission, of two sets of the applicant's fingerprints, as required by R.C. 3772.121(A)(3), if applicable;
- (D) Reimbursement of the costs for the criminal records check, as required by R.C. 3772.07 and 3772.121(A)(2), if applicable;
- (E) Not having been convicted of or pled guilty or no contest to a disqualifying offense, as defined by R.C. 3772.07 and required by R.C. 3772.07 and 3772.10(C); and
- (F) Otherwise is suitable for licensure, as required by R.C. 3772.10(B) and (C);

WHEREAS, R.C. 3772.03(D)(5) mandates that the Commission adopt rules prescribing the minimum amount of insurance that must be maintained by gaming-related vendors;

WHEREAS, Ohio Adm. Code 3772-7-01(A) requires gaming-related vendor licensees to obtain and maintain the following types of insurance in minimum amounts determined by the Commission:

- (A) Liability;
- (B) Casualty;
- (C) Fire;
- (D) Theft;
- (E) Worker's compensation; and
- (F) Any other type of insurance the Commission deems necessary to ensure the licensee is adequately insured;

WHEREAS, on May 26, 2016, Penn Tenant, LLC submitted a Vendor Application in accordance with R.C. 3772.12(A) and Ohio Adm. Code 3772-6-02(A);

WHEREAS, Penn Tenant paid the nonrefundable application fee, as required by R.C. 3772.15(A) and 3772.17(D) and Ohio Adm. Code 3772-6-03(A);

WHEREAS, Penn Tenant submitted information and materials necessary to demonstrate that it has obtained and maintains all of the requisite types of insurance and the amounts of each type, as required by R.C. 3772.03(D)(5) and Ohio Adm. Code 3772-7-01(A) and as reflected in the Commission's adoption of Resolution 2013-20;

WHEREAS, Penn National Gaming, Inc. (“Penn National”) and the Carlino Family Trust (collectively, “Holding Companies”) submitted information and documentation as the holding companies of Penn Tenant;

WHEREAS, the Commission’s Division of Licensing and Investigations reviewed the Vendor Application and other materials and information and conducted thorough suitability investigations of Penn Tenant and the Holding Companies;

WHEREAS, the Division has filed a report, dated August 10, 2016, captioned *Investigative Report on the Applications of GLP Capital, L.P. and Penn Tenant, LLC for Gaming-Related Vendor Licenses* (“Report”);

WHEREAS, the Report concludes that based upon the investigation, no material derogatory information that adversely impacts upon the suitability of Penn Tenant or the Holding Companies was uncovered and that Penn Tenant is eligible to be approved for a renewal license;

WHEREAS, the Division recommends that the Commission renew Penn Tenant’s gaming-related vendor license, subject to the following conditions:

- (A) Penn Tenant and the Holding Companies shall report to the Commission any changes in their management, ownership, or stockholdings, in accordance with Ohio Adm. Code 3772-6-04;
- (B) Penn Tenant and the Holding Companies shall report to the Commission any loans, debt incurred, or any other significant financial matters to the Commission, in accordance with Ohio Adm. Code 3772-6-04;
- (C) Penn Tenant shall pay all fees required by the Commission, including the following:
 - (1) The cost of the background investigation that exceeded the application fee set forth by Ohio Adm. Code 3772-6-03(A), as required by R.C. 3772.15(A) and 3772.17(D) and permitted by Ohio Adm. Code 3772-6-03(B), if any; and
 - (2) A nonrefundable license fee of \$15,000.00, as required by R.C. 3772.121(A)(2) and 3772.17(D) and Ohio Adm. Code 3772-6-03(C); and
- (D) Penn National’s Compliance Committee shall notify the Commission’s Executive Director no later than 30 days from when the Compliance Committee conducts any due diligence efforts, takes any action, or makes any recommendations concerning current or future business.

WHEREAS, the Commission has reviewed the Report and considered the matter at its public meeting on August 17, 2016.

NOW, THEREFORE, BE IT RESOLVED, by the Commission that Penn Tenant's Vendor Application is **APPROVED** and its gaming-related vendor license is **RENEWED** for a period not to exceed three years, effective upon expiration of its previous license, subject to continued compliance with R.C. Chapter 3772 and the rules adopted thereunder and the following conditions:

- (A) Penn Tenant and the Holding Companies shall report to the Commission any changes in their management, ownership, or stockholdings, in accordance with Ohio Adm. Code 3772-6-04;
- (B) Penn Tenant and the Holding Companies shall report to the Commission any loans, debt incurred, or any other significant financial matters to the Commission, in accordance with Ohio Adm. Code 3772-6-04;
- (C) Penn Tenant shall pay all fees required by the Commission, including the following:
 - (1) The cost of the background investigation that exceeded the application fee set forth by Ohio Adm. Code 3772-6-03(A), as required by R.C. 3772.15(A) and 3772.17(D) and permitted by Ohio Adm. Code 3772-6-03(B), if any; and
 - (2) A nonrefundable license fee of \$15,000.00, as required by R.C. 3772.121(A)(2) and 3772.17(D) and Ohio Adm. Code 3772-6-03(C); and
- (D) Penn National's Compliance Committee shall notify the Commission's Executive Director no later than 30 days from when the Compliance Committee conducts any due diligence efforts, takes any action, or makes any recommendations concerning current or future business.

BE IT FURTHER RESOLVED, that Resolution 2016-18 does not in any way affect, negate, or otherwise absolve Penn Tenant or the Holding Companies from their duties to update information in accordance with Ohio Adm. Code 3772-6-04, as applicable.

BE IT FURTHER RESOLVED, that Resolution 2016-18 does not restrict or limit the Commission's future exercise of authority and discretion with respect to imposing additional conditions or taking further action upon Penn Tenant or the Holding Companies under R.C. Chapter 3772 and the rules adopted thereunder.

Adopted: August 17, 2016