

OHIO CASINO CONTROL COMMISSION

RESOLUTION 2014-01

**CONSIDERATION OF THE APPLICATION OF HIGBEE MOTHERSHIP LLC FOR  
A GAMING-RELATED VENDOR LICENSE**

**WHEREAS**, Article XV, Section 6(C)(4) of the Ohio Constitution created the Ohio Casino Control Commission (“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, among others, any gaming-related vendor from conducting or participating in conducting casino gaming without first being licensed by the Commission;

**WHEREAS**, R.C. 3772.10(B) requires, among others, 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;

**WHEREAS**, R.C. 3772.121 and Ohio Adm. Code 3772-6 authorize the Commission to issue gaming-related vendor licenses to 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 licensure upon meeting the following criteria:

- (A) Submission of a true and complete Gaming-Related Vendor License 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 application fee of \$10,000.00, as required by R.C. 3772.17(C) 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;
- (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)(1); 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, among others, gaming-related vendors;

**WHEREAS**, Ohio Adm. Code 3772-7-01(A) requires, among others, 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 or about July 3, 2013, Higbee Mothership LLC ("Higbee Mothership") submitted an application for licensure as a gaming-related vendor to the Commission in accordance with R.C. 3772.12(A) and Ohio Adm. Code 3772-6-02(A);

**WHEREAS**, Higbee Mothership paid the nonrefundable application fee, as required by R.C. 3772.17(C) and Ohio Adm. Code 3772-6-03(A);

**WHEREAS**, Higbee Mothership submitted to the Commission information and materials (a summary of which is attached as Exhibit A) necessary to demonstrate that it has obtained and maintains all of the requisite types of insurance and the amounts of each type;

**WHEREAS**, ROC Finance LLC ("ROC Finance") submitted the required information and documentation as a holding company of Higbee Mothership to the Commission;

**WHEREAS**, the Commission's Division of Licensing and Investigations reviewed the submitted gaming-related vendor application, materials and information, and

conducted thorough suitability investigations of Higbee Mothership and ROC Finance;

**WHEREAS**, Commission staff has filed a report, dated December 16, 2013, captioned *Investigative Report on the Application of Higbee Mothership LLC for a Gaming-Related Vendor License* (“Report”);

**WHEREAS**, the Report concludes that based upon the investigation, no derogatory information that adversely impacts upon the suitability of Higbee Mothership was uncovered and that Higbee Mothership is qualified to be approved as a gaming-related vendor subject to certain conditions;

**WHEREAS**, the Commission’s Division of Licensing and Investigations recommends that the Commission grant a gaming-related vendor license to Higbee Mothership subject to the following conditions:

- (A) Higbee Mothership and ROC Finance shall report any changes in their management, ownership, or stockholdings to the Commission in accordance with Ohio Adm. Code 3772-6-04;
- (B) Higbee Mothership and ROC Finance shall report any loans, debt incurred, or any other significant financial matters to the Commission in accordance with Ohio Adm. Code 3772-6-04;
- (C) Higbee Mothership 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. 3772.17(C) and Ohio Adm. Code 3772-6-03(B); and
  - (2) A nonrefundable license fee of \$15,000.00, as required by R.C. 3772.121(A)(2) and 3772.17(C) and Ohio Adm. Code 3772-6-03(C);

**WHEREAS**, the Commission has considered the Report and heard from its staff and representatives of Higbee Mothership at its public meeting on January 15, 2014.

**NOW, THEREFORE, BE IT RESOLVED**, by the Commission that Higbee Mothership’s application for licensure is **APPROVED** and Higbee Mothership is hereby **LICENSED** as a gaming-related vendor for a period not to exceed 3 years, subject to continued compliance with R.C. Chapter 3772 and the rules adopted thereunder and the following conditions:

- (A) Higbee Mothership and ROC Finance shall report any changes in their management, ownership, or stockholdings to the Commission in accordance with Ohio Adm. Code 3772-6-04;
- (B) Higbee Mothership and ROC Finance shall report any loans, debt incurred, or any other significant financial matters to the Commission in accordance with Ohio Adm. Code 3772-6-04;
- (C) Higbee Mothership 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. 3772.17(C) and Ohio Adm. Code 3772-6-03(B); and
  - (2) A nonrefundable license fee of \$15,000.00, as required by R.C. 3772.121(A)(2) and 3772.17(C) and Ohio Adm. Code 3772-6-03(C).

**BE IT FURTHER RESOLVED**, that Higbee Mothership's insurances, including the amounts for each type, are **APPROVED**.

**BE IT FURTHER RESOLVED**, that Resolution 2014-01 does not in any way affect, negate, or otherwise absolve Higbee Mothership from its duty to update information in accordance with Ohio Adm. Code 3772-6-04.

**BE IT FURTHER RESOLVED**, that Resolution 2014-01 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 Higbee Mothership or ROC Finance under R.C. Chapter 3772 and the rules adopted thereunder.

Adopted: January 15, 2014

**Exhibit A**  
**Resolution 2014-01**

<b>Higbee Mothership LLC</b>	
<b>Types of Insurance</b>	<b>Coverage</b>
Commercial General Liability, Liq/Personal Liability, Contractors Liability	\$5,000,000
Automobile Liability	\$3,000,000
Umbrella Liability	\$50,000,000
Workers Compensation and Employers' Liability	\$1,000,000
Excess Layer Liability	\$50,000,000
Property Insurance (covers fire)	\$135,704,550
	\$14,295,450
Crime (covers theft)	\$10,000,000