

MINUTES

WEST VIRGINIA LOTTERY COMMISSION

December 15, 2016

Call to Order - Approval of Minutes

The monthly meeting of the West Virginia Lottery Commission was called to order at Lottery headquarters on Thursday, December 15, 2016 at 11:01 a.m.

Commission Members present: Chairman Ken Greear, Vice Chairman Clayton, Michael Adams, Douglas Bicksler, Roy Shrewsbury. Commissioner McCormick joined the meeting by telephone.

Also present were: John Myers, Alvin Rose, Jim Cox, David Bradley, Tacy Donovan, Robin Graley, Ray Moore, Danielle Boyd, June Somerville, Tommy Young, Patrick Clark and the public.

A motion to approve the minutes of the November 17, 2016 monthly meeting was made by Vice Chairman Clayton. This motion was seconded by Commissioner Adams and passed by unanimous voice vote.

A motion to approve the minutes of the November 9, 2016 conference call was made by Commissioner Shrewsbury, seconded by Commissioner Bicksler and passed by unanimous voice vote.

Report of the Director

Acting Director Myers reported on his attendance at LaFleur's Lottery Conclave where he participated in the lottery director panel focusing on trends and innovations for video gaming and table game operations at state lotteries. He also attended a meeting of the MUSL Board held in conjunction with the LaFleur's conference.

Acting Director Myers reported he approved the re-licensing for Aruze Gaming America, Inc. – Table Games Supplier (current license expires Dec. 31, 2016).

Acting Director Myers reported Galaxy Gaming, Inc. is currently licensed in good standing as a Racetrack Table Games Supplier and has applied for a Level 2 Limited Gaming Facility Supplier license. Lottery Policy Statement 09-05/GB grants the authority to approve both level 1 and level 2 supplier licenses to the Director as long as the applicant has a valid license under either the Racetrack Video Lottery Act or Racetrack Table Games Act. The Lottery is in receipt of all required information and fees from Galaxy Gaming, Inc. for the Limited Gaming Supplier license.

Acting Director Myers reported meeting with IGT LSR's on December 13, 2016.

Acting Director Myers reported the Lottery will have its holiday luncheon tomorrow.

Acting Director Myers reported National Harbor Casino opened in Baltimore recently.

Chairman Greear recognized Randy Burnside who is monitoring the efforts of the Lottery regarding Facebook and other social media.

- Financial Report

In Dean Patrick's absence, Tacy Donovan reviewed the financial report for the month of November.

- Marketing

Tommy Young reviewed the monthly Marketing report.

- Security Division – Traditional

Ray Moore provided the Racetrack/Traditional Security report.

- Security Division – Limited Video Lottery

Ray Moore reviewed the Limited Video Lottery Security report.

- Security - Table Games/Casino/Video

Ray Moore provided the report for the Table Games Division.

- Video Lottery

Tacy Donovan reviewed the monthly report for the Video Lottery Division.

- Licensing

Jim Cox provided the Licensing report.

III. Questions for Contractor

There were no questions for IGT.

Committee Issues - Finance and Audit Committee

The first item was possible approval of the request for refinancing and change in ownership of more than 5% of the voting stock of Eldorado Resorts, Inc. in connection with the proposed acquisition of Isle of Capri as well as approval of the proposed merger.

VOTE: Vice Chairman Clayton moved to approve the request for the 2017 refinancing necessary for the Isle of Capri acquisition and merger contingent on receipt of final transaction documents. This motion was seconded by Commissioner Bicksler and passed by unanimous voice vote.

VOTE: Vice Chairman Clayton moved to approve the request for modification of the previously approved 2015 refinancing of the existing credit unit necessary to close the 2017 refinancing prior to the closing of the acquisition and merger contingent on receipt of final transaction documents. This motion was seconded by Commissioner Adams and passed by unanimous voice vote.

VOTE: Vice Chairman Clayton moved to approve the request for the acquisition of Isle of Capri and merger of the same contingent on receipt of final transaction documents. This motion was seconded by Commissioner Bicksler and passed by unanimous voice vote.

VOTE: As an amendment to the above motions, Vice Chairman Clayton moved that if any changes should occur to this information, it will again be brought before the Lottery Commission for approval.

The next item was possible approval of the request of Penn National for refinancing of existing credit facilities.

VOTE: Vice Chairman Clayton moved to approve the request of Penn National for refinancing of existing credit facilities. If any changes should occur to this information, it will again be brought before the Lottery Commission for approval. This motion was seconded by Commissioner Bicksler and passed by unanimous voice vote.

The last item was a review of questions regarding the November financial statements.

- Games, Rules, Security and Marketing Committee

The items for approval: one new Bally Gaming, Inc. "ArgOS" "Lock It Link Diamonds" Personality Program for the racetracks, one new Bally Gaming, Inc. "ArgOS" "Quick Hit Volcano" Personality Program for the racetracks, one new Incredible Technologies, Inc. "Astro Cat" Personality Program for the racetracks, one new Incredible Technologies, Inc. "Carnival of Mirrors" Personality Program for the racetracks, one new Incredible Technologies, Inc. "Cinderella" Personality Program for the racetracks, one new Incredible Technologies, Inc. "Crazy Money" Personality Program for the racetracks, one new Incredible Technologies, Inc. "Money Beach" Personality Program for the racetracks, one new Incredible Technologies, Inc. "Money Rain High Denom" Personality Program for the racetracks, one new Incredible Technologies, Inc. "Money Roll" Personality Program for the racetracks, one new Incredible Technologies, Inc. "Wild Pacific" Personality Program for the racetracks, one new Incredible Technologies, Inc. "Winner of the West" Personality Program for the racetracks, one new Ainsworth Game Technology Ltd. "A560-S32/A560XS32" "Diamond Avalanche" Personality Program for the racetracks, one new Ainsworth Game Technology Ltd. "A600" "Gulliver's Travels" Personality Program for the racetracks, one new Ainsworth Game Technology Ltd. "A600" "Robinson Crusoe" Personality Program for the racetracks, one new Ainsworth Game Technology Ltd. "A560-S32/A560XS32" "Sword of the Musketeer – Gold Award" Personality Program for the

racetracks, one new Ainsworth Game Technology Ltd. "Quackpot" Personality Program for the racetracks, one new Incredible Technologies, Inc. "Lady of the Dead" Personality Program for the racetracks, one new Incredible Technologies, Inc. "Leonidas" Personality Program for the racetracks, one new Konami Gaming, Inc. KP3.5 Touch Button Panel for the racetracks, one new IGT Universal Controller (UC) Server Base for the racetracks, one new IGT Universal Controller Operating System and one new Universal Controller Series 3 Framework Software for the racetracks, one new Konami Gaming, Inc. "Lucky Sticks" Mystery Progressive Feature Software for the racetracks, one new IGT "AVP" GI* "Double 3X4X5X Top Dollar" Installation Media and one new Game* Package for the racetracks, one new IGT "AVP" GI* WHEEL OF FORTUNE – "Wild Red Sevens" Installation Media and one new GAME* Package for the racetracks, one new IGT "Ascent S3000" GI* "Double Diamond Deluxe" Installation Media and one new Game* Package for the racetracks, two New Ainsworth Game Technology Ltd. "A560-S32/A560XS32" "Roaming Reels – Gold Award" Personality Programs for the racetracks, Ainsworth Game Technology Ltd. Converted Machine Cabinets for the racetracks, one new IGT "Ascent S3000" "Triple Double Diamond" Installation Media and one new GAME* Package for the racetracks, one new IGT "Ascent" GI* "Red Hot Tamales!" Installation Media and one new Game* Package for the racetracks, one new WMS Gaming, Inc. Blade S Slant Top Video Gaming Machine for Limited Video Lottery, one new Konami Gaming, Inc. KP3 "Pirate's Jackpot" Progressive Feature Software for the racetracks. Approval letters from GLI have been received and reviewed.

VOTE: Commissioner Adams moved to approve: one new Bally Gaming, Inc. "ArgOS" "Lock It Link Diamonds" Personality Program for the racetracks, one new

Bally Gaming, Inc. "ArgOS" "Quick Hit Volcano" Personality Program for the racetracks, one new Incredible Technologies, Inc. "Astro Cat" Personality Program for the racetracks, one new Incredible Technologies, Inc. "Carnival of Mirrors" Personality Program for the racetracks, one new Incredible Technologies, Inc. "Cinderella" Personality Program for the racetracks, one new Incredible Technologies, Inc. "Crazy Money" Personality Program for the racetracks, one new Incredible Technologies, Inc. "Money Beach" Personality Program for the racetracks, one new Incredible Technologies, Inc. "Money Rain High Denom" Personality Program for the racetracks, one new Incredible Technologies, Inc. "Money Roll" Personality Program for the racetracks, one new Incredible Technologies, Inc. "Wild Pacific" Personality Program for the racetracks, one new Incredible Technologies, Inc. "Winner of the West" Personality Program for the racetracks, one new Ainsworth Game Technology Ltd. "A560-S32/A560XS32" "Diamond Avalanche" Personality Program for the racetracks, one new Ainsworth Game Technology Ltd. "A600" "Gulliver's Travels" Personality Program for the racetracks, one new Ainsworth Game Technology Ltd. "A600" "Robinson Crusoe" Personality Program for the racetracks, one new Ainsworth Game Technology Ltd. "A560-S32/A560XS32" "Sword of the Musketeer – Gold Award" Personality Program for the racetracks, one new Ainsworth Game Technology Ltd. "Quackpot" Personality Program for the racetracks, one new Incredible Technologies, Inc. "Lady of the Dead" Personality Program for the racetracks, one new Incredible Technologies, Inc. "Leonidas" Personality Program for the racetracks, one new Konami Gaming, Inc. KP3.5 Touch Button Panel for the racetracks, one new IGT Universal Controller (UC) Server Base for the racetracks, one new IGT Universal Controller

Operating System and one new Universal Controller Series 3 Framework Software for the racetracks, one new Konami Gaming, Inc. "Lucky Sticks" Mystery Progressive Feature Software for the racetracks, one new IGT "AVP" GI* "Double 3X4X5X Top Dollar" Installation Media and one new Game* Package for the racetracks, one new IGT "AVP" GI* WHEEL OF FORTUNE – "Wild Red Sevens" Installation Media and one new GAME* Package for the racetracks, one new IGT "Ascent S3000" GI* "Double Diamond Deluxe" Installation Media and one new Game* Package for the racetracks, two New Ainsworth Game Technology Ltd. "A560-S32/A560XS32" "Roaming Reels – Gold Award" Personality Programs for the racetracks, Ainsworth Game Technology Ltd. Converted Machine Cabinets for the racetracks, one new IGT "Ascent S3000" "Triple Double Diamond" Installation Media and one new GAME* Package for the racetracks, one new IGT "Ascent" GI* "Red Hot Tamales!" Installation Media and one new Game* Package for the racetracks, one new WMS Gaming, Inc. Blade S Slant Top Video Gaming Machine for Limited Video Lottery, one new Konami Gaming, Inc. KP3 "Pirate's Jackpot" Progressive Feature Software for the racetracks. This motion was seconded by Commissioner Shrewsbury and passed by unanimous voice vote.

- Unfinished Business

There was no Unfinished Business.

- New Business

There was no New Business.

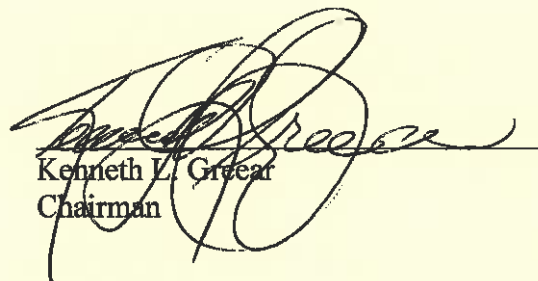
VIII. Scheduling of the next monthly meeting

The date for the next monthly meeting was set for January 31, 2017 at 11:00 a.m. at Lottery Headquarters. The date for the conference call was set for January 26, 2017 at 12:00 noon.

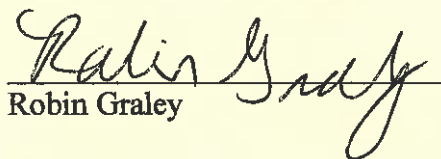
VOTE: Commissioner Adams moved to accept the meeting dates. This motion was seconded by Commissioner Shrewsbury and passed by unanimous voice vote.

IX. Adjourn

VOTE: Vice Chairman Clayton moved to adjourn the meeting. This motion was seconded by Commissioner Shrewsbury and passed by unanimous voice vote.



Kenneth V. Greear
Chairman



Robin Graley