

BEFORE THE NEVADA GAMING COMMISSION  
AND THE NEVADA GAMING CONTROL BOARD

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In the Matter of

SEMINOLE HR HOLDINGS, LLC

(Registration as a Holding Company)

ORDER

THIS MATTER came on regularly for hearing before the Nevada Gaming Control Board (“Board”) on December 7, 2022, and specially for hearing before the Nevada Gaming Commission (“Commission”) on December 16, 2022, at Las Vegas, Nevada; and

THE BOARD AND COMMISSION having considered all information pertinent hereto;

IT IS HEREBY ORDERED BY THE NEVADA GAMING COMMISSION UPON THE RECOMMENDATION OF THE NEVADA GAMING CONTROL BOARD:

1. THAT the following applications, as amended and supplemented, have been filed:
  - a. The applications of Seminole HR Holdings, LLC for (i) registration as a holding company, and (ii) a finding of suitability as the sole member of SHRE/SHRI, LLC, and
  - b. The applications of James Francis Allen, Jim Shore, Agnes Billie-Motlow, Carla Susan Gopher, Brad Buchanan, Connie Johns Whidden, Alexander Patterson Johns, Michael David Rumbolz, and Robert Lee Gips for finding of suitability as a Member of the Board of Managers of Seminole HR Holdings, LLC, and

c. The applications of SHRE/SHRI, LLC for (i) registration as an intermediary company, and (ii) a finding of suitability as the sole member of Seminole Hard Rock International, LLC, and

d. The applications of Seminole Hard Rock International, LLC for (i) registration as an intermediary company, and (ii) a finding of suitability as the sole member of HR Nevada, LLC, and

e. The applications of HR Nevada, LLC for (i) registration as an intermediary company, and (ii) licensure as the sole member of The Mirage Casino-Hotel, LLC, and

f. The application of MGM Resorts International to transfer its membership interest in The Mirage-Casino Hotel, LLC, to HR Nevada, LLC.

2. THAT the Seminole Tribe of Florida was formed by vote on July 21, 1957, and later federally recognized in that same year, established Seminole HR Holdings, LLC on January 27, 2007, under the Uniform Limited Liability Company Act, Chapter 15, Title 13, of the United States Virgin Islands Code.

3. THAT Seminole HR Holdings, LLC is substantially the same as, and shall for the purposes of this Order be considered, a “holding company” as defined by NRS 463.485, and that knowingly and voluntarily consents to, and shall be subject to, the jurisdiction of the Board and the Commission in the same manner and fashion as any corporate entity registered before the Commission would as a holding company.

4. THAT Seminole HR Holdings, LLC is registered as a holding company and is found suitable as the sole member of SHRE/SHRI, LLC.

5. THAT James Francis Allen, Jim Shore, Agnes Billie-Motlow, Carla Susan Gopher, Brad Buchanan, Connie Johns Whidden, Alexander Patterson Johns, Michael David Rumbolz, and Robert Lee Gips are each found suitable as a Member of the Board of Managers of Seminole HR Holdings, LLC.

6. THAT SHRE/SHRI, LLC is registered as an intermediary company and is found suitable as the sole member of Seminole Hard Rock International, LLC.

7. THAT Seminole Hard Rock International, LLC is registered as an intermediary company, and is found suitable as the sole member of HR Nevada, LLC.

8. THAT HR Nevada, LLC is registered as an intermediary company and is licensed as the sole member of The Mirage Casino-Hotel, LLC.

9. THAT The Mirage Casino-Hotel, LLC, dba The Mirage, is licensed to conduct off-track pari-mutuel race wagering and nonrestricted gaming operations, including a race book and sports pool, at 3400 Las Vegas Boulevard South, Las Vegas, subject to such conditions or limitations as may be imposed by the Commission.

10. THAT The Mirage Casino-Hotel, LLC, dba The Mirage, is licensed as an operator of a mobile gaming system, subject to such conditions or limitations as may be imposed by the Commission.

11. That Mandalay Bay LLC, dba The Mirage Race Book and Sports Pool, is licensed to operate a satellite race book and sports pool, and conduct off-track pari-mutuel race and sports wagering, at The Mirage, at 3400 Las Vegas Boulevard South, Las Vegas, subject to such conditions or limitations as may be imposed by the Commission.

12. THAT Seminole HR Holdings, LLC shall establish and maintain a gaming compliance program for the purpose of, at a minimum, performing due diligence, determining the suitability of relationships with other entities and individuals, and to review and ensure compliance by Seminole HR Holdings, LLC, its subsidiaries and any affiliated entities, with the Nevada Gaming Control Act (the "Act"), as amended, the Commission's Regulations (the "Regulations"), as amended, and the laws and regulations of any other jurisdictions in which Seminole HR Holdings, LLC, its subsidiaries and any affiliated entities may conduct gaming operations. The gaming compliance program and any amendments thereto, shall be administratively reviewed and approved by the Chair of the Board or his/her designee, and the

members of the compliance committee, one such member who shall be independent and knowledgeable of the Act and Regulations, shall be administratively reviewed and approved by the Chair of the Board or his/her designee. Seminole HR Holdings, LLC shall amend the gaming compliance program, or any element thereof, and perform such duties as may be assigned by the Chair of the Board or his/her designee, related to a review of activities relevant to the continuing qualification of Seminole HR Holdings, LLC under the provisions of the Act and Regulations.

13. THAT Seminole HR Holdings, LLC shall fund and maintain with the Board a revolving fund in the amount of \$50,000 for the purpose of funding investigative reviews by the Board for compliance with the terms of this Order. Without limiting the foregoing, the Board shall have the right, without notice, to draw upon the funds of said account for the payment of costs and expenses incurred by the Board and its staff in the surveillance, monitoring and investigative review of all activities of Seminole HR Holdings, LLC, its subsidiaries and any affiliated entities.

14. THAT the Second Amended and Restated Operating Agreement (“Operating Agreement”) of Seminole HR Holdings, LLC, approved on November 30, 2010, provides that pursuant to Section 9.1 of the Operating Agreement, the Board of Managers has exclusive control and direction for all matters regarding Seminole HR Holdings, LLC, its subsidiaries and any affiliated entities.

15. THAT the Board of Managers does not take direction from the Seminole Tribe of Florida’s Tribal Council.

16. THAT Seminole HR Holdings, LLC shall comply with NRS 463.585 through NRS 463.615, inclusive.

17. THAT, pursuant to NRS 463.1665, Seminole HR Holdings, LLC shall comply with the provisions of NGC Regulation 15B, except for NGC Regulation15B.190 as applicable to the members of Seminole HR Holdings, LLC.

ENTERED at Las Vegas, Nevada, this 16<sup>th</sup> day of December 2022.