

OUR PRACTICE

Gaming

Baker Donelson's Gaming Team is a multidisciplinary group of experienced attorneys and advisors who are sensitive to the specialized needs and concerns of gaming clients. Team members are located in our Louisiana, Maryland, Mississippi, Alabama, Georgia, Florida and Tennessee offices, and routinely leverage our Firm's wide-ranging knowledge and multi-state presence to provide experienced representation in both gaming and non-gaming matters across multiple jurisdictions.

Members of the team are members of the International Association of Gaming Advisors (IAGA), as well as attorneys listed in *The Best Lawyers in America*[®] (since 1995), *Super Lawyers* (since 2006) and *Chambers USA: America's Leading Lawyers* (since 2005).

Team members routinely appear before the Mississippi Gaming Commission, the Louisiana Gaming Control Board and other state and local agencies and governmental bodies on behalf of a wide range of companies and individuals from all sectors of the gaming industry and all parts of the globe. Our clients are headquartered throughout North America, Europe, Australia and Asia, and include casino developers and operators, gaming equipment manufacturers and gaming device distributors, video poker operators, bingo operators, and racetracks, as well as their equity holders, officers, directors, key employees, gaming employees, lenders and landlords.

Domestic and international businesses and individuals seeking gaming licenses and related approvals rely on us, as well as those who already hold such licenses and/or approvals. For example:

- For those seeking to develop a new casino, our team can assist them in structuring and forming an entity to hold the gaming operator license; in securing a proposed casino site; in obtaining all regulatory approvals required to build and operate a casino on that site and in securing project financing.
- For casino developers and manufacturers and distributors of gaming devices and associated gaming equipment, team members can inform them of all licensing and related approval requirements and also shepherd them and their affiliates (e.g., holding companies, equity owners, management and employees), through all stages of the application and investigation processes to receive a gaming license, holding company registration, finding of suitability, key employee license or work permit.
- For persons already holding gaming licenses or other gaming approvals, we can provide a number of services. Team members can advise them regarding the structure of proposed financing and equity transactions (e.g. private placements, public offerings and extensions of credit) so as to minimize gaming issues and assist them in obtaining any regulatory approvals required in connection with those transactions. We can aid in their efforts to obtain gaming device, system and equipment approvals. We can represent them in disciplinary matters before gaming regulators and in casino patron disputes. Our team can apprise them of, and analyze for them, pending legislation that could potentially affect the gaming industry. We can aid them in drafting and implementing compliance plans. Our attorneys can also provide guidance and representation to gaming licensees and their affiliates regarding real estate matters, contract disputes, labor and employment issues, construction disputes, collection matters, financings, tort and insurance matters, securities transactions, tax matters, marketing and advertising issues and general commercial matters.

- For those seeking to acquire an existing casino, gaming device, associated equipment manufacturer or distributor, we can provide guidance regarding a transaction structure that will minimize regulatory issues and assistance throughout the related licensing and approval processes.

Members of the Gaming Team continually update their knowledge of the current regulatory environment and the gaming industry in order to benefit our clients. Among other things, we attend all meetings of the Mississippi Gaming Commission and the Louisiana Gaming Control Board; we monitor the regulatory decisions and rule changes of these regulators and of other bodies that affect the gaming industry; we review gaming-related periodicals and industry publications; and we attend industry expositions.



Representative Matters

- Obtained regulatory approvals in Mississippi and Louisiana for client's \$4.5 billion restructuring and refinancing transaction.
- Served as local gaming counsel to a worldwide hospitality and gaming company in connection with a \$3.3 billion transaction to refinance outstanding debt and acquire another hospitality company. Obtained necessary regulatory approvals from state gaming authorities.
- Advised client in a complex multi-state transaction valued at \$1.1 billion, including regulatory approvals for the acquisition of a casino, refinancing existing debt, sale and lease back of client's casino properties, redemption of equity interests, and restructuring of ownership entities.
- Louisiana counsel in numerous financing transactions, including a Nevada gaming corporation in its \$2 billion credit facility.
- Represented international gaming equipment manufacturer in Mississippi and Louisiana obtaining regulatory approvals for a \$350 million equity transaction.
- Served as local gaming counsel to a publicly traded gaming company in connection with a \$300 million financing transaction, including obtaining necessary regulatory approvals.
- Counsel to developer of \$270 million Gulf Coast casino resort project, including legal gaming site determination, development regulatory approvals and gaming operator licensing.
- Represented publicly traded gaming company in Mississippi gaming regulatory matters in connection with the issuance of company's \$100 million senior secured notes.
- \$70 million acquisition of a Mississippi casino, together with all regulatory approvals and local real estate and financing details.
- Counsel to lender in refinancing of a multi-state casino's \$80 million senior secured credit facility.
- Assisted gaming client in obtaining Louisiana and Mississippi gaming regulatory and certain other regulatory approvals required in connection with the client's spin-off of its real estate assets into a real estate investment trust (REIT).
- Served as gaming counsel to reorganized debtor owning casino properties in Mississippi and Louisiana in bankruptcy emergence transaction.
- Successfully defended a casino and won summary judgment motion on all claims filed by the plaintiff, a former blackjack dealer, who alleged discrimination based on disability and failure to accommodate such disability in violation of the Americans with Disabilities Act (ADA). The plaintiff further asserted claims for retaliation and interference with her rights guaranteed under the FMLA.
- Counsel to an international gaming equipment manufacturer/distributor in the Mississippi and Louisiana gaming licensing process, advocating for a client in complex licensing issues.