

**STATE OF INDIANA
INDIANA GAMING COMMISSION
ORDER UNDER 2012-151**

IN RE: ORDER UNDER 2012-151)	
CONCERNING)	ORDER NO.
)	2024-57
ODDS ON COMPLIANCE)	

ORDER UNDER RESOLUTION 2012-151

The Indiana Gaming Commission (“Commission”) hereby issues an order pursuant to Resolution 2012-151 regarding the transfer of ownership of EDF Compliance d/b/a Odds On Compliance (“Odds On”) to U.S. Integrity, Inc.

Parties

1. The Commission is the Indiana administrative agency with its principal offices in Marion County, Indiana, with powers and duties to administer, regulate, and enforce the system of riverboat gaming in the State. Ind. Code § 4-33-4-1.
2. U.S. Integrity is a gaming entity that holds an Indiana Sports Wagering Supplier License.
3. Odds On is a gaming entity that holds an Indiana Supplier License.

Law

4. The Commission is a state agency that was created to regulate gaming throughout the State of Indiana under Ind. Code § 4-33-4-1.
5. The Commission has the authority to grant supplier licenses to gaming entities. Ind. Code § 4-33-7-1.
6. Supplier licensees, who are not publicly traded companies, must comply with certain requirements and obtain approval from the Commission before transferring an ownership interest in order to protect the Commission’s interest in the suitability of its licensees. 68 IAC 5-2.
7. Pursuant to Resolution 2012-151, if the Executive Director finds that a situation requires the exercise of powers and duties of the Commission under IC 4-33-4-1 or IC 4-35-4-1 and is a matter of urgent circumstances, and that failure to act immediately would be impractical, burdensome, or not in the best interests of the public or the gaming industry, the Executive Director may exercise the powers and duties of the Commission not specifically prohibited to be assigned by law or by resolution. The Executive Director must obtain consent from one Commissioner before the Executive Director may exercise authority under this Resolution.

Facts

8. U.S Integrity has entered into an agreement to acquire HelloFact, Inc., the parent company of Odds On.
9. This transfer is subject to 68 IAC 5-2.
10. Both U.S. Integrity and Odds On are gaming entity licensees in good standing in Indiana.
11. Odds On Compliance is a supplier licensee, providing internal audit services.
12. U.S. Integrity is a sports wagering service provider licensee, providing sports wagering operators with integrity monitoring services that are required under 68 IAC 27-4.
13. In addition, U.S. Integrity is licensed and regulated by over twenty-five (25) other jurisdictions.
14. The regulated service that Odds On currently provides in Indiana that triggers the supplier licensing requirement is narrow in scope.
15. The parties have identified certain penalties and hardship that would impact the transaction if the parties are unable to close on or before April 15, 2024;
16. Due to current workload and the timing of the submission of this application for transfer of ownership, Commission staff will be unable to have a full report prepared for the Commission's March 2024 Commission Meeting, with the next meeting tentatively schedule for June 2024.

Findings and Order

17. Given the urgent circumstances, an order under Commission Resolution 2012-151 is necessary as failure to act immediately would be impractical, burdensome, or not in the best interests of the public or the gaming industry.
18. The Commission hereby approves the supplier license transfer of Odds On to U.S. Integrity.
19. U.S. Integrity's key persons are still required to be found suitable for licensure by the Commission. US Integrity must also continue to comply with all provisions of 68 IAC 5-2 regarding a transfer of ownership.
20. Odds On is not authorized to conduct the regulated services it is licensed to provide in Indiana until this Order is ratified by the Commission at its June 2024 meeting. It may continue to provide other services that do not require a supplier license to Indiana sports wagering certificate holders and vendors.

21. US Integrity shall continue to provide its licensed sports wagering service provider services to Indiana sports wagering certificate holders and vendors.
22. The Executive Director has obtained the necessary concurrence from a Commissioner as required by Resolution 2012-151.
23. Pursuant to Resolution 2012-151, this action shall be reported at the Commission's June 2024 meeting for ratification.

Effectiveness

This order is effective immediately pursuant to Resolution 2012-151.

ADOPTED THIS 22nd DAY OF MARCH, 2024.



Greg Small, Executive Director