

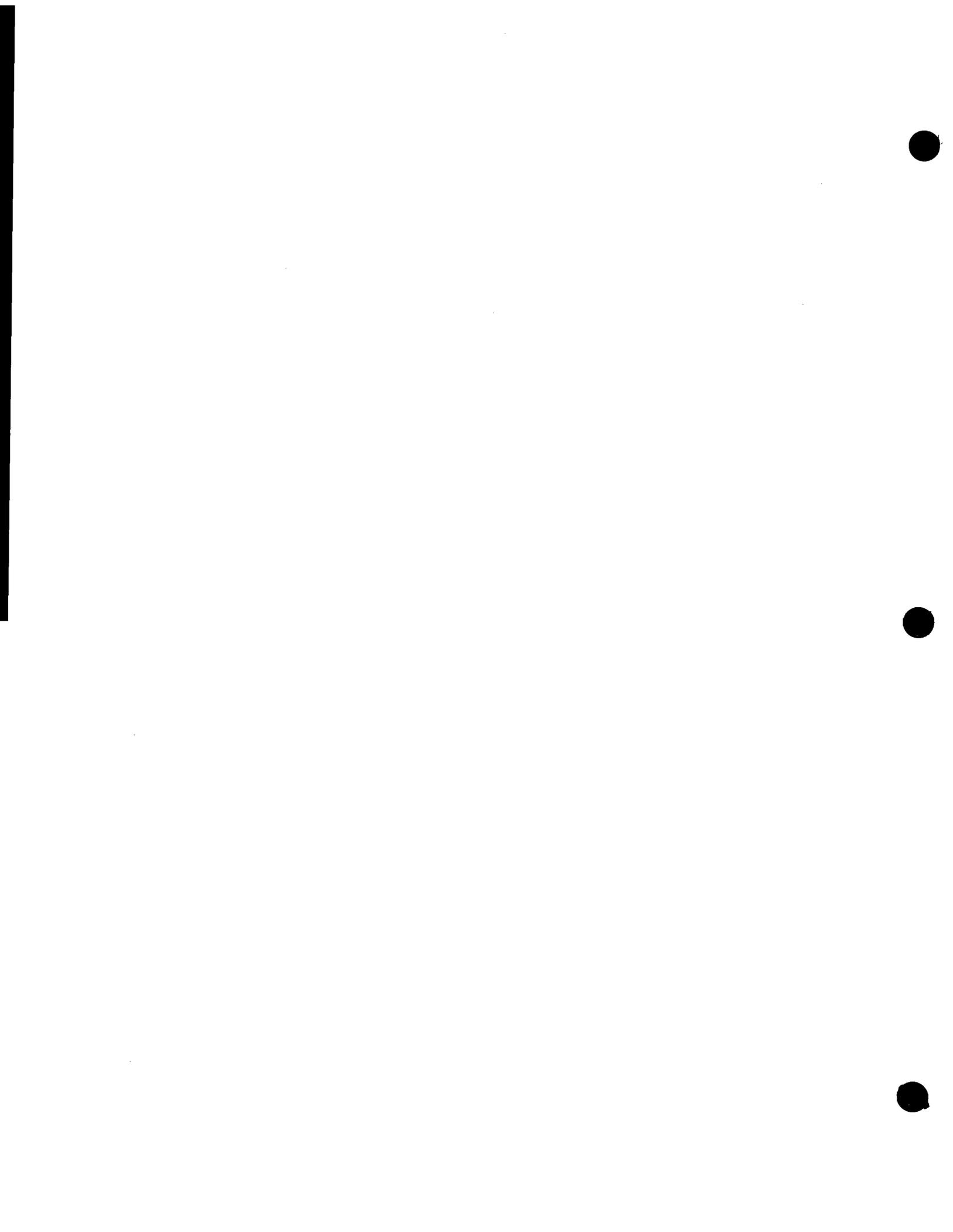
PUBLIC HEARING
CONDUCTED BY THE INDIANA GAMING COMMISSION
FRIDAY, NOVEMBER 14, 2003

MEETING CALLED TO ORDER BY
CHAIRMAN DON VOWELS

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Certified Copy

A public hearing was conducted by the Indiana Gaming Commission on November 14, 2003, commencing at 11:24 a.m., and taken down in stenographic notes by me, Sheila F. Rusher, a Notary Public in and for the County of Daviess, State of Kentucky. The meeting was held in the Evansville Room of the Casino Aztar Hotel located at 421 N.W. Riverside Drive in Evansville, Indiana.

SOUTHERN INDIANA REPORTING, L.L.C.  
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Sheila Rusher, Court Reporter



A P P E A R A N C E S

COMMISSION MEMBERS PRESENT:

Donald R. Vowels, Chairman

Glenn R. Lawrence, Executive Director

Marya M. Rose

Thomas Milcarek

I. Maurice Ndukwu, M.D.

Dale Gettlefinger

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1                   INDIANA GAMING COMMISSION PUBLIC HEARING  
2                   FRIDAY, NOVEMBER 14, 2003, 11:24 A.M.

3                   CHAIRMAN VOWELS: We'll go ahead and call  
4 the meeting to order. Show that there is a forum.  
5 A portion of the meeting is dealing with the  
6 renewal of the Aztar Indiana Gaming Corporation's  
7 eight-year license renewal. Drew Klacik are you  
8 here? We'll go ahead and start with you. If you  
9 could, let the reporter know your name and  
10 spelling.

11                  MR. KLACIK: I already took care of that.

12                  CHAIRMAN VOWELS: You did that?

13                  MR. KLACIK: Yes. Good afternoon, I  
14 think. Is that right?

15                  CHAIRMAN VOWELS: Yes.

16                  MR. KLACIK: As you're aware, this is the  
17 first eight-year report.

18                  CHAIRMAN VOWELS: We're now in the center  
19 of the universe in Evansville, so it's 11:35, so  
20 good morning -- or 11:25.

21                  MR. KLACIK: If you live in Northwest  
22 Indiana or Evansville, good morning, and if you  
23 live in any other part of the state, good  
24 afternoon. Having said that, this is the first  
25 eight-year report, so as you read your document,



1 you'll have noticed some familiar information and  
2 you'll have noticed some new.

3           One thing I decided I should do that's new  
4 is remind you that I'm not the only person that  
5 does this report, even though I do most of the  
6 speaking. There are actually four other  
7 individuals, two from Purdue University, Larry  
8 Deboer and Charlene Sullivan and two from Indiana  
9 University, Seth Peyton and Laura Littlepage. I  
10 think once very session I should mention their  
11 names because they do much of the work.

12           I'll first review what's new -- what's  
13 familiar and then I'll tell you what's new and  
14 then I'll give you some detail. We continue to  
15 track Aztar's performance. We look at local  
16 spending, we look at employment and wages, and we  
17 look at the incentive payments and local tax  
18 payments and their effects. We continue to  
19 analyze the fiscal impact on the community.  
20 That's done by Larry Deboer. We also look at the  
21 economic impact of the spending of local tax  
22 dollars and how employment opportunities have  
23 changed the quality of life for Aztar employees.  
24 What we've added is an analysis of how Evansville  
25 and Vanderburgh County's economy has changed over



1 time since the opening of the Riverboat and we've  
2 also convened meetings with local interest groups  
3 to discuss perceptions of the impact of Aztar on  
4 the local community. And the last new part was  
5 that we've studied Aztar's current fiscal position  
6 and future outlook.

7           So, as briefly as I can, I'll start  
8 reviewing the information. The first is local  
9 spending, which includes capital investment and  
10 operations, but not wages or incentive payments.  
11 And Aztar has spent over one hundred nine million  
12 with eighty-one million of that spent between --  
13 locally, one hundred nine million locally, with  
14 eighty-one million of that spent between 1996 and  
15 1999 during initial construction. They've also  
16 spent over \$3 million in contributions to local  
17 area organizations.

18           Over the course of the eight years, Aztar  
19 has averaged 1,163 employees. On July 31st of  
20 this year, they had 1,170, almost exactly the  
21 average. On average, eighteen percent of their  
22 employees have been minority, seventy-five percent  
23 of all employees live in Vanderburgh County, and  
24 ninety-one percent of all employees have lived, on  
25 average, in Indiana.



1           Total wages over the course of operations  
2 have exceeded 237 million. Over 31 million in  
3 wages was generated in 2002, which is the last  
4 full year included in the report.

5           We also looked at incentive payments and  
6 local gaming-related taxes and over \$83 million of  
7 local tax revenue has been generated. The largest  
8 single source was \$40.5 million in wage-earned  
9 tax. Something we haven't talked about before,  
10 but as we were moving into the new format I  
11 noticed is very interesting, and that's that over  
12 \$11.3 million in property tax has been generated  
13 by the physical improvements on the site.

14           Dr. Deboer looked at fiscal impact and we  
15 found that the changes in revenue taxation format  
16 has not affected the positive impact for either  
17 the city or the county. However, and to me this  
18 is kind of interesting, perhaps not to you all,  
19 but the changes in property taxation methodology  
20 has actually changed, slightly, the fiscal impact  
21 on the Vanderburgh County School System in the  
22 sense that the property tax paid by the boat has  
23 gone down as a result of reassessment unless they  
24 receive slightly less revenue from the property.

25           We have historically looked at the



1 economic impact of spending of local  
2 gaming-related taxes and incentives. Since  
3 opening, the spending by local government of about  
4 \$38 million and local gaming-related taxes has  
5 generated over \$150 million of economic activity  
6 in Vanderburgh County. Included within that are  
7 over \$53 million in new wages and over 2,612 new  
8 jobs. In the last three years, since the  
9 five-year report, about \$57 million of that  
10 economic impact has occurred.

11 Equally important, I think, is how this  
12 spending has affected the quality of life for  
13 residents and the economic competitiveness for  
14 businesses. And in that regard, about \$15 million  
15 of that tax revenue has been spent on  
16 infrastructure, including storm and sewer  
17 improvements, as well as road projects, and much  
18 of the riverfront development that you can see,  
19 sort of, outside that window.

20 They've also bought new fire equipment,  
21 including a new fire truck and a new  
22 search-and-rescue boat and many other improvements  
23 that have helped the local economy become,  
24 hopefully, more appealing for economic growth.

25 We did a survey of employees and everything



1 that I talk about now is based -- it's not a  
2 scientific sample, so this is -- of the employees  
3 who responded to this survey, this is what we know  
4 to be true.

5           Before beginning work at Aztar, 31.6  
6 percent of those who responded to this survey were  
7 unemployed. Because we're now doing a second  
8 survey, we can tell you that during the last three  
9 years, 40 percent of the people who began to work  
10 at Aztar in the last three years were unemployed.  
11 That might be an indication of a general slowing  
12 of the economy. So in the last three years, more  
13 folks who have started work at Aztar were  
14 unemployed than in the previous five years. Most  
15 of those who were previously employed worked  
16 either in the service sector or in the retail  
17 sector. About 13 percent of them, though, the  
18 third highest group, came from the manufacturing  
19 sector of the economy.

20           The principal motivation for beginning work  
21 at Aztar was more money, which seems pretty  
22 logical. And secondary motivations were better  
23 career advancement opportunities and improved  
24 benefits. Those were second and third and they've  
25 been consistently second and third across all



1 surveys across all five-year analyses.

2 The average length of employment, which is  
3 a new bit of information, is four years and one  
4 month. Thirty-nine percent of those that  
5 responded to the survey worked two years or less  
6 and thirty-six percent worked seven years or more.  
7 So it's really kind of interesting in the sense  
8 that you get almost a barbell shaped graphic when  
9 you do that. And that one-third, two years or  
10 less; one-third, seven years or more; and the rest  
11 spread out between more than two years and less  
12 than seven. Most work full time. Only eleven  
13 percent work less than -- of those who responded  
14 -- work less than thirty-five hours a week.

15 The average income of those who responded  
16 was slightly over \$25,000. That compares to about  
17 a \$12,000 average annual income in  
18 Evansville/Vanderburgh County for other people who  
19 work in retail, retail and entertainment sector.

20 Chairman, I put these in for you because  
21 you asked me these questions the last time.  
22 61 employees reported buying their first house  
23 since beginning work at Aztar, 42 have moved from  
24 one house to another. We can assume that was an  
25 upward movement. And 92 others made home



1 improvements. And 214 purchased either a car or a  
2 van or SUV. We typically ask those questions  
3 because they are indicators of economic security.

4 We also asked about training, and 64  
5 percent of those who responded have received  
6 job-related training. Many less have received  
7 either tuition or reimbursement, or training not  
8 directly related to the job. Only 11.6 percent  
9 received tuition reimbursement and 17.9 percent  
10 reported paying for additional training for  
11 education out of their own pocket. The likelihood  
12 of -- this is also a new part of old information,  
13 actually. The likelihood of receiving training  
14 increases with the number of years that you've  
15 worked at Aztar, so 8 percent of those who worked  
16 three years or less reported receiving tuition or  
17 reimbursement. And 14 percent of those who worked  
18 more than three years reported receiving tuition  
19 reimbursement. That pretty much summarizes, in a  
20 sense, the old data.

21 I'll go over briefly the new data with you.  
22 And I should warn you that this first stuff was  
23 done by an economist on our staff, so in a sense,  
24 I'm going to say on one hand this happened and on  
25 the other hand that happened, and that is



1 typically what economists do, and so I must mimic  
2 his behavior.

3           What we did, though, was want to  
4 understand, to try to begin to understand, how the  
5 presence of the riverboat has fundamentally  
6 affected Evansville and Vanderburgh County's  
7 economy. In a sense, understanding that we're  
8 making -- because of the tax revenue generated, as  
9 well as due to the presence of the boat, we're  
10 making many investments that improve the quality  
11 of life and theoretically be called the  
12 infrastructure in Evansville/Vanderburgh County  
13 and that should help the local economy. So we  
14 wanted to see what happened. And we decided to do  
15 that by comparing employment, wage, and  
16 establishment trends in Vanderburgh County with  
17 the same trends, employment establishment and  
18 wages, in non-riverboat counties between 1995 and  
19 the year 2000.

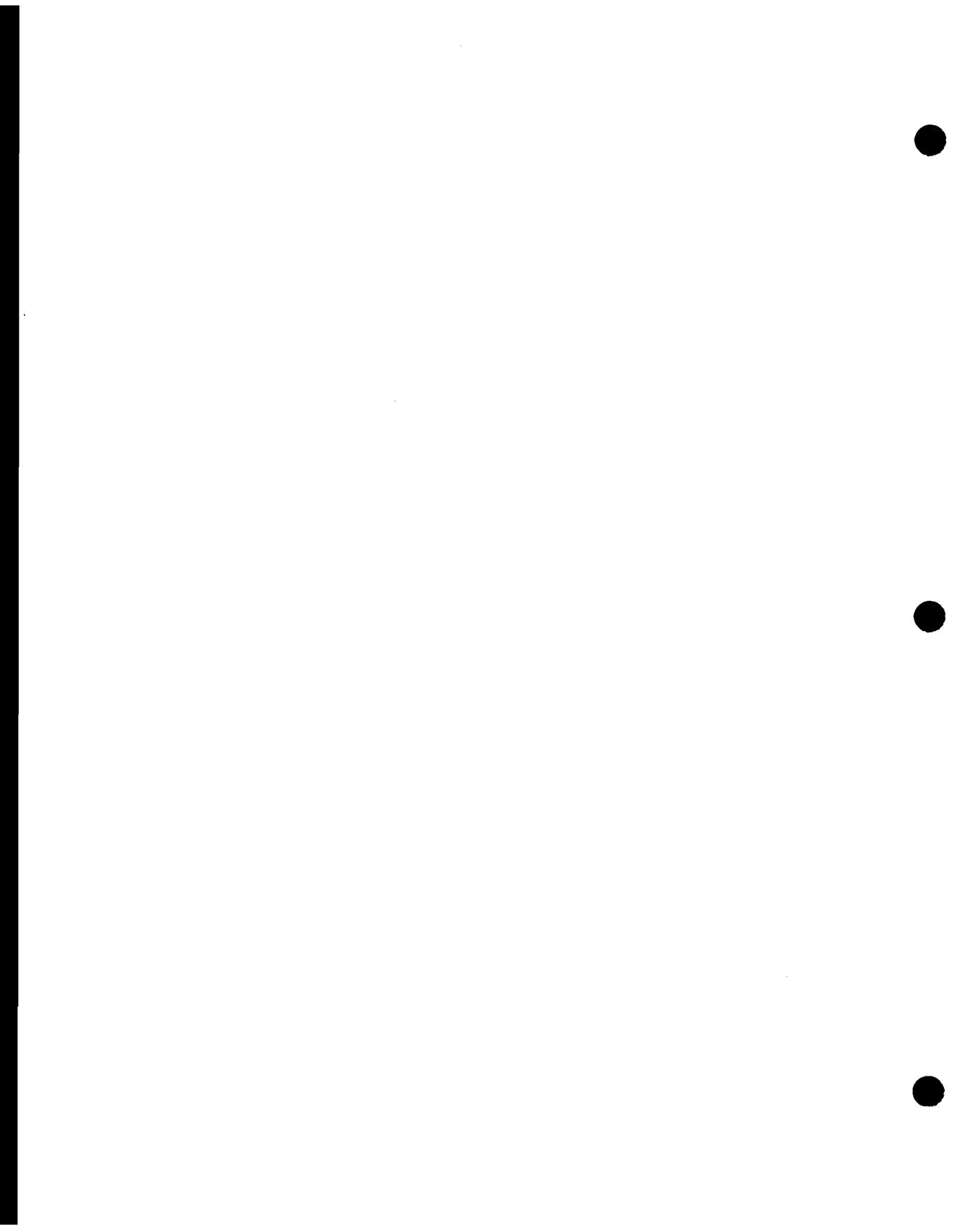
20           And then we also looked at the trend in  
21 Vanderburgh County and those same measures prior  
22 to the opening of the riverboat casino to the same  
23 trend after the opening of the riverboat casino in  
24 Vanderburgh County. In a sense, we're trying to  
25 see, to make it simple, which economists are not



1 very good at, to make it simple, we're trying to  
2 find out if Evansville/Vanderburgh County is  
3 performing better, the same, or less well than  
4 counties that don't have riverboats in central  
5 Indiana. When we did that, of course as an  
6 economist, what we found out was that in some  
7 areas we're doing better and in some areas we're  
8 doing worse.

9           You've got some highly technical charts in  
10 your report, but generally speaking, what I would  
11 say is that we found, out of 553 industrial  
12 sectors, we found 18 industrial sectors that were  
13 doing significantly different than the  
14 non-riverboat counties. The biggest -- and I'm  
15 going to talk about job creation. The biggest  
16 under-performers in job creation were health  
17 services, insurance carriers, and printing  
18 and publishing. The biggest over-performers,  
19 those that did better than the non-riverboat  
20 counties trends, were amusement and recreation  
21 services, banks and credit unions, and food  
22 products.

23           One that was not significantly different,  
24 but slightly different, is that hotels in  
25 Evansville/Vanderburgh County actually out



1 performed the rest of the state's -- the rest of  
2 the state's behavior.

3 In addition to the economic impact, we met  
4 with three focus groups in Evansville/Vanderburgh  
5 County, one primarily consisting of public sector  
6 leaders, another consisting of business leaders,  
7 and a third, social service providers. And what  
8 we found in terms of themes that emerge across all  
9 three meetings is that all found -- virtually, all  
10 found Aztar to be a good corporate citizen.

11 Also, downtown -- while the downtown  
12 riverfront is much improved, downtown development  
13 has not occurred as rapidly as they had hoped here  
14 in Evansville. Tax revenues are -- the tax  
15 revenues generated are beneficial and have funded  
16 many important investments in Evansville and  
17 Vanderburgh County.

18 Also, all three groups reported that on --  
19 in their opinion, the feared increases in crime  
20 and congestion are not as great as many had feared  
21 would occur. Some people in the community,  
22 primarily of the social service group, recognize  
23 that gambling problems are occurring, but because  
24 they're often masked or co-mingled with other  
25 issues such as marital problems, job loss, other

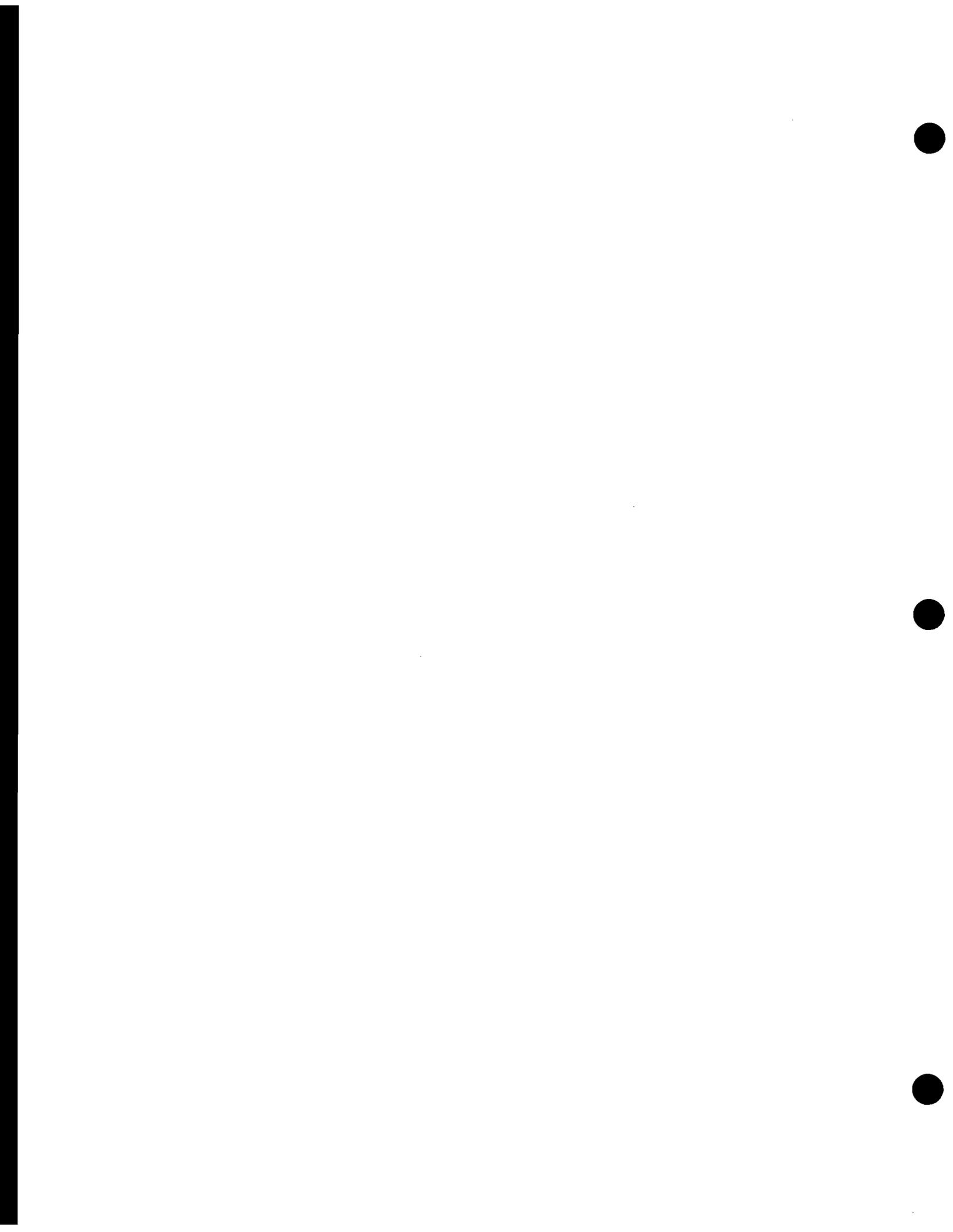


1 addictions or depression, it's hard to get a good,  
2 firm handle on exactly how large or small, for  
3 that matter, the social service impact of gaming  
4 here -- in the community here is.

5           There's also a few individual comments that  
6 are included in the report that I thought I should  
7 point out, which is a suggestion from the social  
8 service group, that Aztar should meet regularly  
9 with social service providers to try to build  
10 relationships so that Aztar better knows what the  
11 social service providers do, as well as so that  
12 the social service providers better know the  
13 issues that confront Aztar's employees on a daily  
14 basis.

15           A few individuals expressed concern about  
16 how Aztar treats their employees, recall the  
17 average length of employment section, 4.1 years.  
18 Some claim that there has been little training and  
19 they're quick to fire and many of those people  
20 recognize that other businesses also perform in a  
21 similar fashion.

22           The last part of my presentation is current  
23 fiscal position and future plans. We found that  
24 dockside boarding has resulted in an increase in  
25 gaming revenue after several years here of slow or



1 no growth. Aztar appears to be fiscally sound.  
2 It generates a competitive rate of return for its  
3 investors. It's not heavily leveraged and new  
4 incentives to invest in development projects  
5 should benefit both the boat and the local  
6 community. That's the end of my report.

7 CHAIRMAN VOWELS: All right. Thank you,  
8 Mr. Klacik. Any questions?

9 MR. GETTLEFINGER: I have a question,  
10 observation. You do not use statistically  
11 validated survey techniques, correct?

12 MR. KLACIK: Correct.

13 MR. GETTLEFINGER: Why not?

14 MR. KLACIK: Well, first off, our hope  
15 would be to give a hundred percent return, in  
16 which case we could avoid having to do a random  
17 sample. The second is that there are  
18 methodological challenges in delivering a random  
19 sample to a riverboat, to the employees there.  
20 We'd have to randomly select which employees get  
21 the surveys and then we'd have to be certain that  
22 those who were randomly selected, based on a  
23 methodology probably of some kind of proprietary  
24 employee ID, actually get them, and that we return  
25 them from that.



1           But our choice back when we started doing  
2 this survey five years ago was to choose to try to  
3 go for a hundred percent return, and in most cases  
4 we get to the 80 to 90 percent bracket. We could  
5 change that if you find it desirable.

6           In the end, what happens -- the kind of  
7 strange thing about statistically validated  
8 samples is that we'd end up talking to 40 or 50  
9 employees and from those 40 or 50 employees, we'd  
10 be extrapolating a scientifically valid sample  
11 rather than now, getting responses from 50 percent  
12 or more of the employees, which means that we get  
13 actually 900 to a 1,000 in most cases. So  
14 actually -- so it's all, it's all -- you probably  
15 understand it as well as I do. It's all technical  
16 mumbo-jumbo. But we actually get a greater -- we  
17 actually have a greater number of surveys returned  
18 to us because it's non-scientific than we would if  
19 we took a scientific sample.

20           MR. GETTLEFINGER: Okay.

21                           (LAUGHTER)

22           DR. NDUKWU: Your total and the number of  
23 employees is not big enough to seek statistical  
24 approach because, like you said, if you go  
25 randomly, you're going to wind up getting less



1 numbers.

2 MR. KLACIK: Right.

3 DR. NDUKWU: Whereas, a thousand -- what is  
4 it, 1,100 people?

5 MR. KLACIK: Yes.

6 DR. NDUKWU: If you can approach them by,  
7 say, "Hey, fill it out."

8 MR. KLACIK: And typically we get between  
9 80 and 90 percent. It's just, as a researcher,  
10 it's essential that I note that, even though we  
11 had 80 to 90 percent rate of return as opposed to  
12 a 10 percent rate of return in that statistically  
13 valid way, the random sample with 10 percent of  
14 the folks -- or 4 percent of the folks, for that  
15 matter, would actually be more -- you are able to  
16 say in some ways, stretch what you can say a  
17 little bit more just to be a valid sample than you  
18 can technically for having talked to a 1,000 of  
19 the 1,170 folks. I know that because the guy who  
20 is the economist in the office next to me  
21 explained it to me.

22 (LAUGHTER)

23 CHAIRMAN VOWELS: And as Harry Truman once  
24 said, "If you take all the economists and lay them  
25 end to end, they all point in different



1 directions."

2 MR. KLACIK: That's right. And I would put  
3 many -- and that's true. And I'm glad that I know  
4 that I'm not the only person doing this report.

5 CHAIRMAN VOWELS: Any other questions for  
6 Mr. Klacik?

7 All right. Once again, thank you.

8 MR. KLACIK: Thank you.

9 CHAIRMAN VOWELS: You're free to go.  
10 That's why you get to go first. All right. So  
11 Mr. Brown, we'll turn to you.

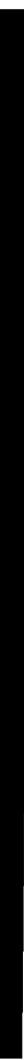
12 MR. JIM BROWN: I believe my presentation  
13 just got dunced. Welcome and good morning,  
14 Chairman Vowels, Commissioners, Executive Director  
15 Lawrence, Indiana Gaming Commission staff, our  
16 crew members and other guests. I'm Jim Brown.  
17 I'm president and general manager of Casino Aztar  
18 Evansville. Joining me today are Aztar  
19 Corporation president and chief financial officer,  
20 Mr. Robert Haddock.

21 MR. HADDOCK: Good morning.

22 CHAIRMAN VOWELS: Good morning.

23 MR. JIM BROWN: Aztar board members, John  
24 Spencer and Frank Brady.

25 MR. SPENCER: Good morning.



1 MR. BRADY: Good morning.

2 CHAIRMAN VOWELS: Good morning.

3 MR. JIM BROWN: Along with key management  
4 staff of Casino Aztar, we have food and beverage  
5 director, John Armentrout.

6 MR. ARMENTROUT: Good morning.

7 MR. JIM BROWN: Director of table games,  
8 Rick Barth.

9 MR. BARTH: Good morning.

10 MR. JIM BROWN: Director of marine  
11 services, Frank Hobbs.

12 MR. HOBBS: Good morning.

13 MR. JIM BROWN: Vice president of finance  
14 and administration, Maureen Keenan.

15 MS. KEENAN: Good morning.

16 MR. JIM BROWN: Vice president of slot  
17 operations, Tricia Lavore.

18 MS. TRICIA LAVORE: Good morning.

19 MR. JIM BROWN: Director of hotel  
20 operations, Mike O'Dwyer.

21 MR. MIKE O'DWYER: Good morning.

22 MR. JIM BROWN: Director of security, Larry  
23 Qualls.

24 MR. LARRY QUALLS: Good morning.

25 MR. JIM BROWN: Executive director of



1 marketing, Joel Rovicks.

2 MR. JOEL ROVICKS: Good morning.

3 MR. JIM BROWN: And director of  
4 surveillance, Livingston Simpson.

5 MR. LIVINGSTON SIMPSON: Good morning.

6 MR. JIM BROWN: As I stood before many of  
7 you three years ago, representing Indiana's first  
8 riverboat casino at Indiana's first five-year  
9 re-licensing hearing, I stand before you once  
10 again requesting -- representing Indiana's first  
11 riverboat casino at Indiana's first eight-year  
12 license renewal hearing.

13 Three years ago I spoke at length,  
14 forty-five minutes to be exact, regarding our  
15 challenges, opportunities, milestones, and  
16 accomplishments. Today, I will keep my comments  
17 brief.

18 Casino Aztar currently employs nearly 1,200  
19 local residents. I won't get into the technical  
20 aspects, as they've been covered, but we have  
21 twice been named Vanderburgh County Business of  
22 the Year for efforts that "most contribute to the  
23 improvement of workforce development in  
24 Vanderburgh County."

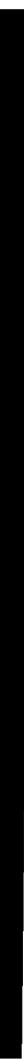
25 Through July of 2003, Aztar has provided



1 over \$275 million to the City of Evansville,  
2 Vanderburgh County, and the State of Indiana in  
3 tax, lease, and incentive payments. We have made  
4 over \$100 million in purchases from local  
5 suppliers, 15.8 million from minority suppliers,  
6 and 26.7 million from women-owned businesses, and  
7 have received positive recognition for efforts in  
8 procurement diversity in purchasing.

9 We have been proactive in our responsible  
10 gaming efforts. We have developed and implemented  
11 programs that exceed mandated requirements, and in  
12 the year 2000, Casino Aztar received the Kentucky  
13 Council on Compulsive Gambling's annual industry  
14 award for exceptional contributions to  
15 recognition, prevention, and treatment of  
16 compulsive gamblers. And we're working  
17 hand-in-hand with the Indiana Gaming Commission as  
18 they develop the state requirements, and we'll  
19 participate fully in them.

20 We've attempted to exhibit a vigorous  
21 commitment to promoting downtown Evansville,  
22 sponsoring events and cross promotions designed to  
23 stimulate business and increase awareness of the  
24 downtown area. We feel that we have been a  
25 responsible corporate citizen, with management



1 representation on numerous area boards and have  
2 given generously of our time, energy, and monetary  
3 support to many local agencies, organizations and  
4 worthwhile causes.

5 Our direct project investment now totals  
6 over \$140 million. We will spend \$7 million in  
7 capital improvements in 2003 and tentatively plan  
8 to invest over \$6 million in capital improvements  
9 in 2004.

10 Our Casino Level 2 was fully renovated.  
11 And I go through this because we are in our eighth  
12 year, and I want to show what we're doing to keep  
13 our project up to date. We fully renovated Casino  
14 Level 2 in the year 2002. We're in the process of  
15 a \$1 million casino renovation on Casino Level 3,  
16 as we speak. Casino Level 1 will be fully  
17 renovated in early 2004.

18 Upon completion of our Casino Level  
19 renovation projects and in addition to the  
20 improved aesthetics, over 50 percent of our slot  
21 products will be new and almost 70 percent of our  
22 slot units will be ticket-in, ticket-out.

23 Our casino boarding ramp was renovated this  
24 year. Hoosier's Lounge was also renovated this  
25 year. Cavanaugh's Steak House was re-hab'd and



1 reopened in 2002. Our VIP lounge was renovated in  
2 2002. Max and Erma's Restaurant was opened in  
3 2002. Corky's Barbecue Restaurant was opened in  
4 2001. Starbucks was built and opened in 2002.  
5 Our buffet will receive a full renovation in the  
6 year 2004. And all pavilion and hotel public area  
7 carpet will be replaced in the year 2004.

8 In addition to these capital improvements,  
9 we have committed over \$5.5 million in development  
10 capital this year, in conjunction with our capital  
11 development fund agreement with the City of  
12 Evansville as we embark on our first expansion  
13 project since opening in the construction of  
14 Evansville's first executive conference center.

15 We believe Aztar is a better company for  
16 having become part of our local community. Our  
17 eight-year partnership with the City of Evansville  
18 and State of Indiana leaves us satisfied in the  
19 knowledge that our decision to seek this license  
20 was in our best interest, and the decision to  
21 award the license to us has brought the best  
22 possible results for the area.

23 Our successful partnership with the City of  
24 Evansville began with Mayor Frank McDonald and his  
25 administration, has continued with Mayor Russell

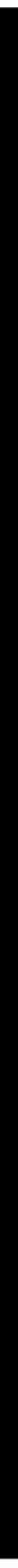


1 Lloyd and his administration, and we're optimistic  
2 this relationship will continue with Mayor-elect  
3 Jonathan Weinzapfel and his administration.

4 We have attempted to comply with all  
5 mandated statutory and regulatory laws, rules, and  
6 resolutions, and to meet or exceed all goals and  
7 expectations placed upon us. We will continue to  
8 exercise due diligence in our compliance in goal  
9 attainment efforts in the years ahead. We will  
10 proceed with conviction, determination, and in  
11 good faith, and with the guidance and counsel of  
12 the Indiana Gaming Commission.

13 We are committed to making the decisions  
14 necessary in order to maximize our shareholders'  
15 return on this investment and provide maximum  
16 returns to the City of Evansville, Vanderburgh  
17 County, the State of Indiana and its residents.  
18 We are committed to following the correct business  
19 model and strategic plan that ensures long-term  
20 viability of our asset in Evansville.

21 Business markets will continue to be  
22 evaluated and marketing plans employed to ensure  
23 their future stability and growth. New products  
24 and services will continue to be introduced to  
25 ensure our competitiveness in the gaming industry.



1 Development capital will be invested, pending  
2 continued stability in tax and regulatory  
3 environments. And maintenance capital will be  
4 allocated to our mainland facility and riverboat,  
5 ensuring that Casino Aztar Evansville remains a  
6 first-class attraction.

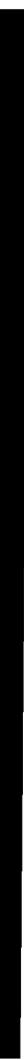
7 We're very optimistic about our future in  
8 Evansville and would very much like to have our  
9 license renewed. Thank you. And I'd be happy to  
10 answer any questions.

11 CHAIRMAN VOWELS: Thank you, Mr. Brown.  
12 Any questions for Mr. Brown?

13 MR. GETTLEFINGER: I have one and it's back  
14 to this statistical sample, and we've determined  
15 that this is not a statistically valid report. It  
16 has got a lot of good information in it. And I  
17 know that the tuition reimbursement has been cut  
18 -- declined by half, five years to three years.

19 MR. JIM BROWN: Uh-huh.

20 MR. GETTLEFINGER: Could you tell us a  
21 little bit about what you're doing with your  
22 employee training and helping your people to  
23 develop their skills and maximize their potential  
24 and what part your tuition reimbursement plays in  
25 that?



1 MR. JIM BROWN: We provide training for job  
2 related -- job related training for all  
3 departments and that is ongoing. And actually, in  
4 the year 2004, we plan to step that up and improve  
5 our training programs. And we're in the process  
6 of developing a comprehensive job training program  
7 for new and existing employees.

8 In terms of employee reimbursement, our  
9 employee -- our tuition reimbursement policy is  
10 published. We do freely reimburse for classes,  
11 courses, that have some relationship to your job  
12 here, and many employees have chosen not to take  
13 advantage of it. But there have not been many  
14 turn-downs at all. You might have something,  
15 if you have a person in accounting that wants to  
16 take a class in fixing truck engines. But we try  
17 to be proponents of tuition reimbursement whenever  
18 possible.

19 CHAIRMAN VOWELS: Anything else?

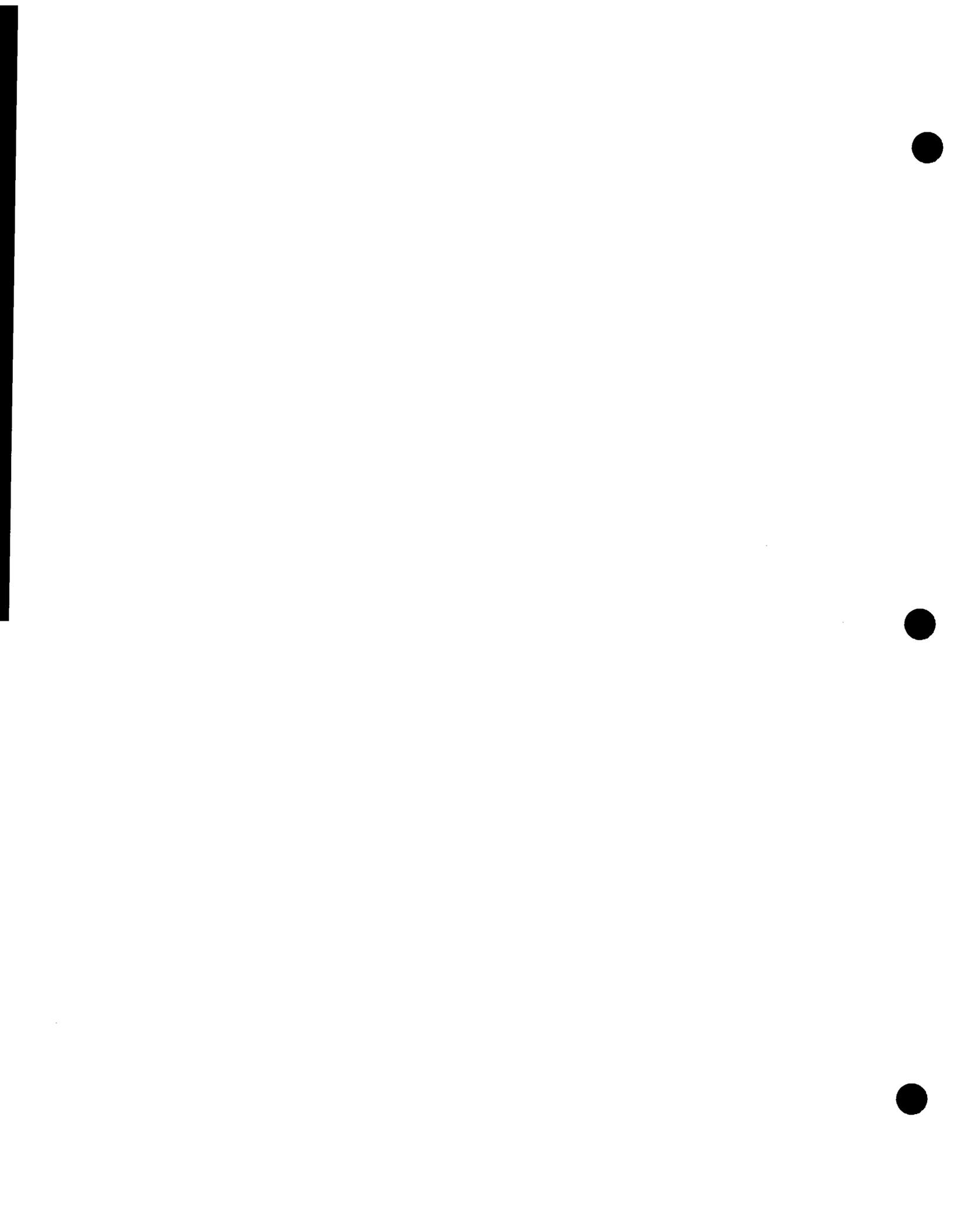
20 All right.

21 MR. JIM BROWN: Thank you.

22 CHAIRMAN VOWELS: And Mr. Brown, do you  
23 have others here that will speak on your behalf?

24 MR. JIM BROWN: Yes.

25 CHAIRMAN VOWELS: Or wish to address the



1 Commission? Okay. Mayor Lloyd, I think he's on  
2 your list.

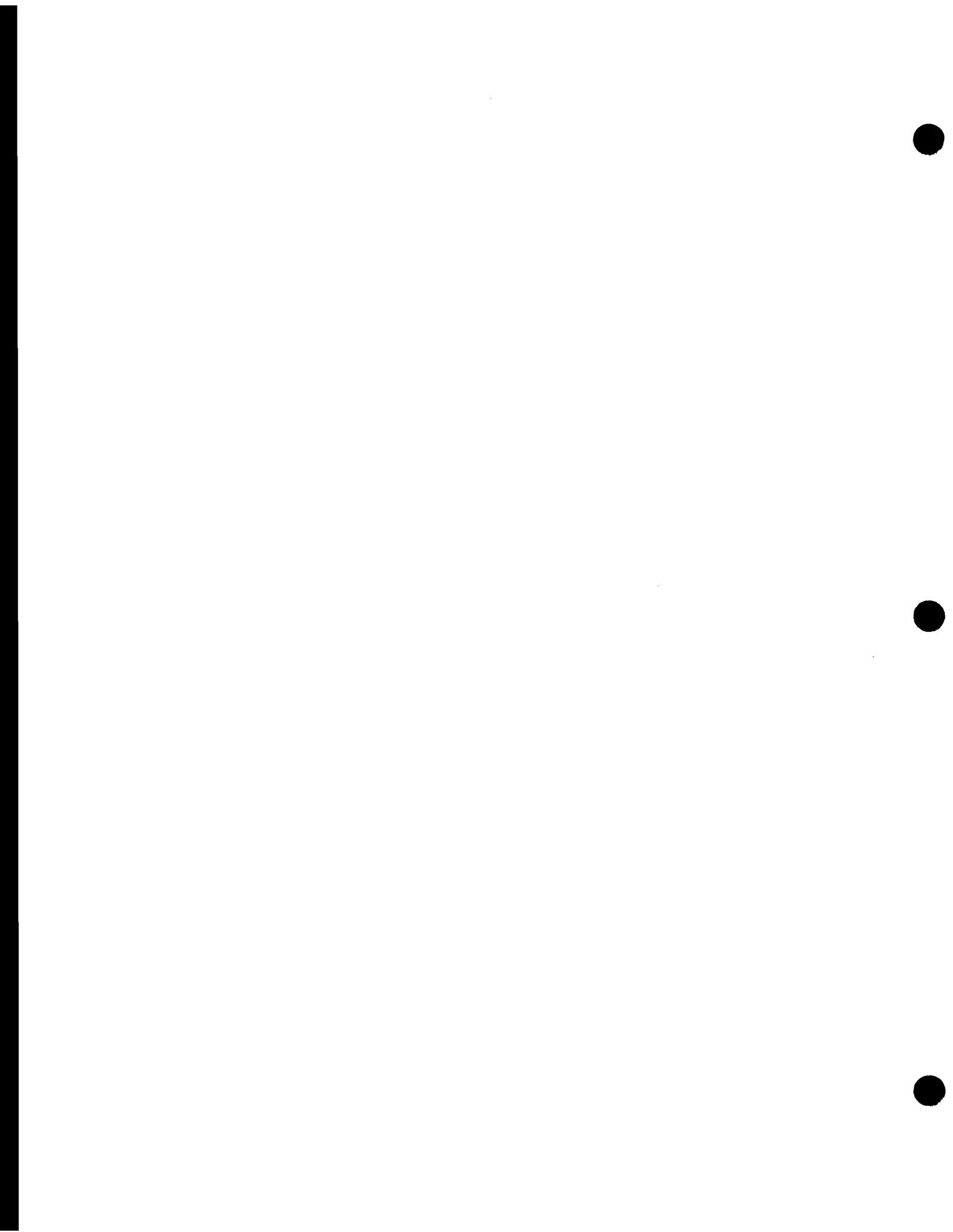
3 MR. JIM BROWN: Yes, Mayor Lloyd.

4 CHAIRMAN VOWELS: Good morning, Mayor.

5 MAYOR LLOYD: Good morning. I just have a  
6 letter I want to give the Commission. And some of  
7 this may be a little bit repetitious, but we  
8 wanted to keep it brief.

9 The City of Evansville continues to have a  
10 positive working relationship with Casino Aztar  
11 and the dollars invested in the taxes, lease and  
12 incentive payments have allowed the City to commit  
13 to numerous projects that we feel has raised our  
14 citizens quality of life and attract additional  
15 tourism to the City.

16 Three of the most significant that were  
17 allowed by the additional funds over the past four  
18 years under my administration included the  
19 restoration of the riverfront, as was mentioned,  
20 the much needed improvements that are highly  
21 sought, Mesker Park Zoo and Botanic Garden, and  
22 the complete rebuilding of the Swonder Ice Rink  
23 into the new dual size olympic Swonder Ice Arena.  
24 Now, part of the funds were used as a downpayment.  
25 A bond was floated for the additional capital

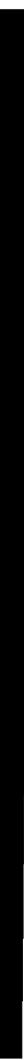


1 requirements.

2 Additional dollars have also been spent on  
3 basic capital improvement projects such as  
4 additional police cars, road improvements,  
5 sidewalks, and improvements to our aging sewer and  
6 storm drainage lines.

7 Recently, the City successfully negotiated  
8 a lease amendment with Casino Aztar for the  
9 investment of an additional \$10 million in their  
10 operations and an additional ten million up front  
11 for the City for significant additional capital  
12 improvements in our downtown. This was originally  
13 earmarked for a baseball stadium. When it became  
14 clear that that project would not be sufficient  
15 for the funds allocated, that project was  
16 canceled. And the remaining monies have been set  
17 aside in a capital development fund.

18 A citizens' committee was established and  
19 they're in the process of awarding some of these  
20 funding grants. They would be given to  
21 businesses, not-for-profits, who provide a  
22 significant match for this money under the  
23 following criteria, including economic development  
24 for the city, job creation, stimulate, increase  
25 property tax revenue, promote tourism, and



1 generally improve the quality of life for our  
2 citizens.

3 And in addition to the monetary impact,  
4 Casino Aztar has been -- had in our city, we've  
5 also found their executive staff to be very  
6 professional and committed to the good of our city  
7 and we'll hear that from others, as we've already  
8 heard. They are one of our outstanding corporate  
9 citizens. We value highly their leadership in our  
10 community and we would appreciate your  
11 consideration to renew their license.

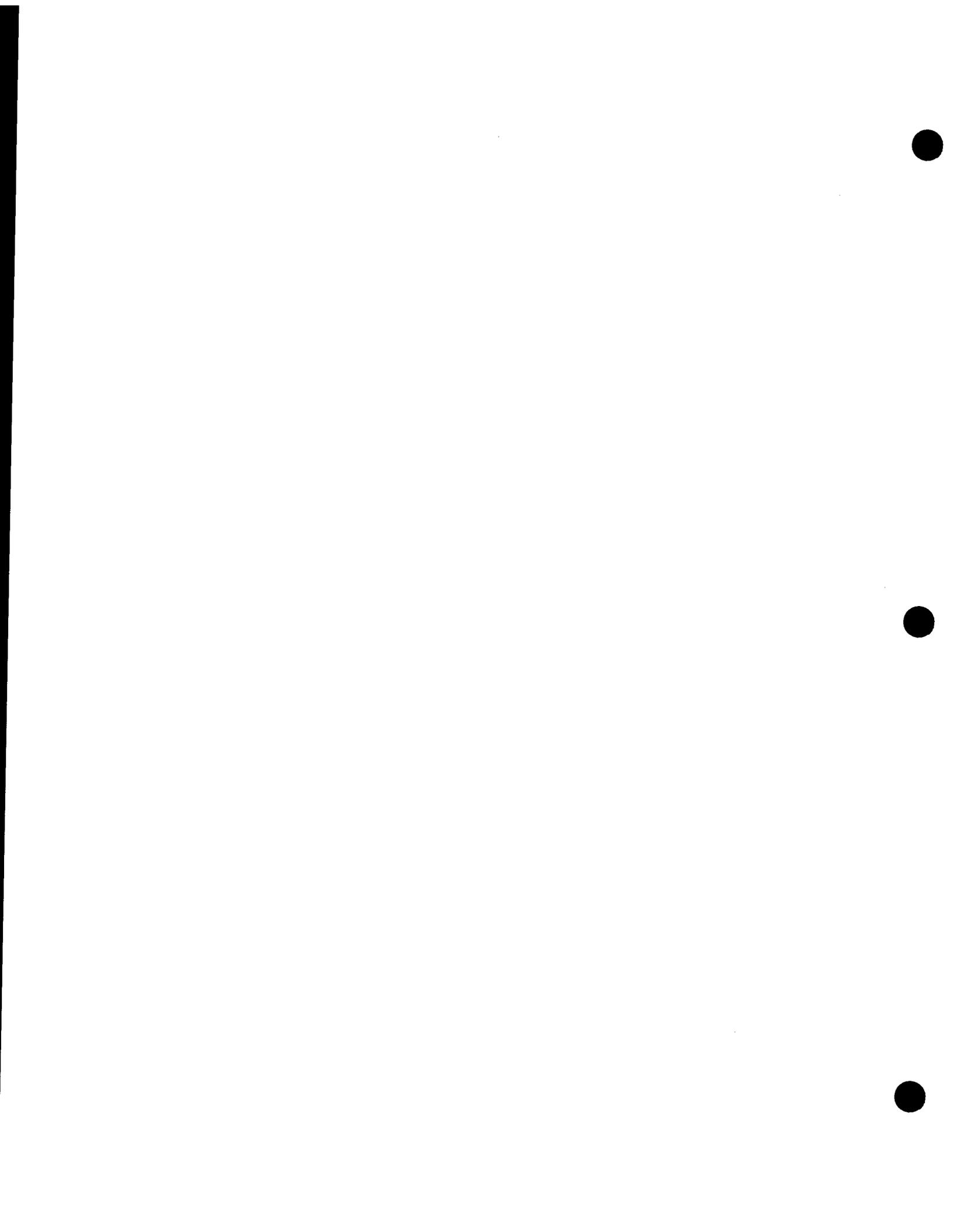
12 CHAIRMAN VOWELS: Thank you, Mayor. Any  
13 questions for Mayor Lloyd?

14 Thank you.

15 MAYOR LLOYD: Thank you.

16 CHAIRMAN VOWELS: And then the next person  
17 on the list is Curt John, President of the  
18 Evansville City Council.

19 MR. CURT JOHN: Thank you, Mr. Chairman.  
20 Mr. Chairman, Commission Members, Director and  
21 guests. Welcome to Evansville. When I found out  
22 you were coming and I was going to be given an  
23 opportunity to speak with you, I was rather  
24 excited and then I was told that brevity would be  
25 the buzz word of the day, so keep your remarks



1 very short, and I promise I'll do that.

2 It was about eight years ago, a little over  
3 eight years ago, when the former Mayor Frank  
4 McDonald and a team of negotiators met with all  
5 the riverboat applicants and subsequently came to  
6 an agreement with Casino Aztar. And I'm here  
7 today to say that that was a very wise choice on  
8 their part. They negotiated a very tough lease  
9 and contract with Aztar and the fruits of those  
10 negotiations can be seen in this booklet right  
11 here.

12 Not only the things that they have promised  
13 to do have they done, they've also gone way beyond  
14 that, the three million plus that they've given to  
15 not-for-profit organizations, the numerous boards  
16 that they serve on for organizations and agencies  
17 throughout the city. We're very happy with the  
18 progress that they've made here in Evansville.  
19 You know, today, cities and states are fighting to  
20 get employers such as Aztar. We offer such things  
21 as tax abatement, grants, free land,  
22 infrastructure improvements. Aztar received none  
23 of that. They've received nothing, really, from  
24 the City of Evansville and given so much in  
25 return. And we're very proud that they're our



1 operator. We encourage you very highly to allow  
2 them to continue in that role and we hope they're  
3 half as happy with Evansville as we are with them.  
4 So I encourage you to comply with their request  
5 that their license be renewed.

6 If you didn't have any questions for Jim,  
7 I'm sure you don't have any for me.

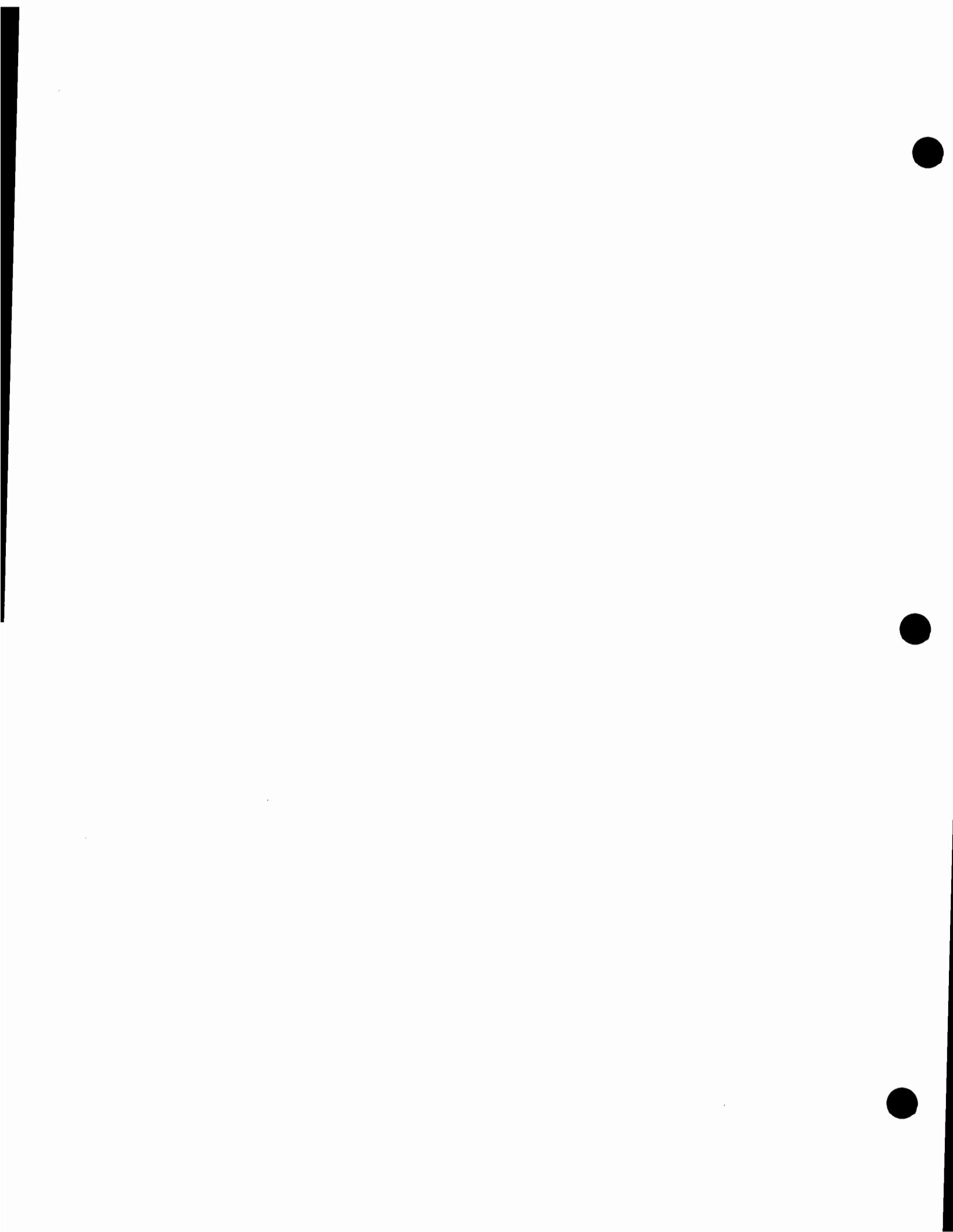
8 CHAIRMAN VOWELS: Okay.

9 MR. JOHN: But I'll be happy to answer  
10 them.

11 CHAIRMAN VOWELS: I think you're safe.  
12 Thank you, Mr. John. Marilee Fowler from the --  
13 the executive director of the Evansville  
14 Convention and Visitors Bureau. Ms. Fowler.

15 MS. MARILEE FOWLER: Hello, I'm Marilee  
16 Fowler, Executive Director of the Evansville  
17 Convention and Visitors Bureau. Prior to being in  
18 Evansville, I had the good fortune to live in  
19 Dubuque, Iowa and served as the director of that  
20 bureau, as well, at the point in time that the  
21 very first casino, riverboat casino, license was  
22 issued. It was an exciting time, but as a result,  
23 I saw firsthand in that community the economic  
24 impact that that casino meant to that community.

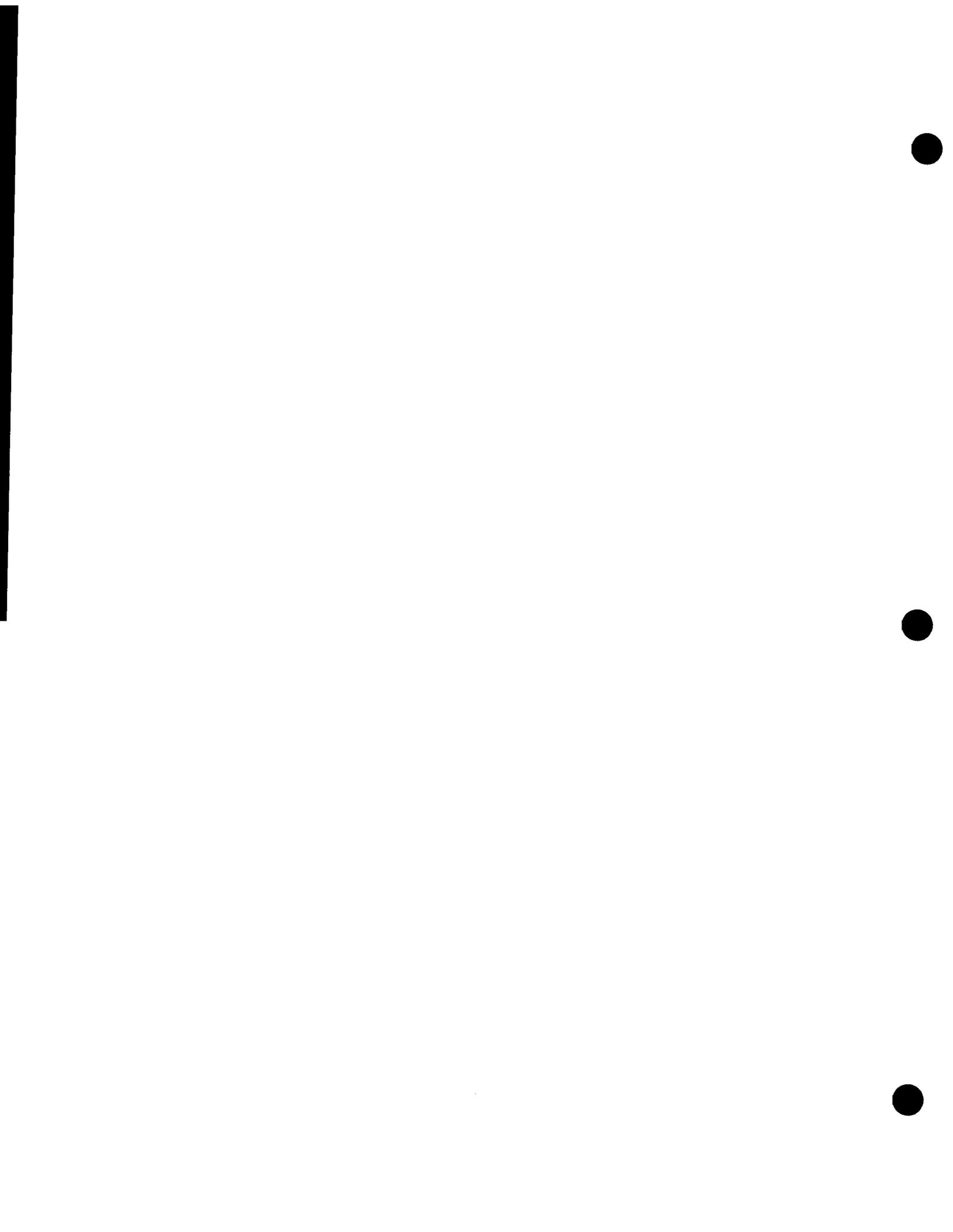
25 So when the opportunity presented itself to



1 consider the same position in Evansville, I was  
2 very interested in talking to people in this  
3 community and learning how they felt about the  
4 casino and also Aztar's commitment to the  
5 community. Well, it didn't take long to learn  
6 that everybody here in this community embraced  
7 what Casino Aztar was all about. With job  
8 creation, community involvement, economic impact,  
9 and community investments, it was very obvious  
10 that this was an important community corporate --  
11 corporation.

12 Casino Aztar admissions have totaled 15.6  
13 million, which also means that their patrons have  
14 stayed in our hotels, patronized our restaurants  
15 and shops. The Evansville Convention and Visitors  
16 Bureau commissioned a study by Certec from  
17 Louisville -- excuse me, Lexington, Kentucky, that  
18 found the tax revenue from Aztar patrons from  
19 these non-gaming expenses, restaurants, shopping,  
20 lodging, generated \$1.3 million in local tax  
21 revenue in 2001. This study also found that  
22 Casino Aztar ranked at the top of the list for  
23 visitor attractions by travelers coming to the  
24 Evansville/Vanderburgh County area.

25 The Evansville Convention and Visitors

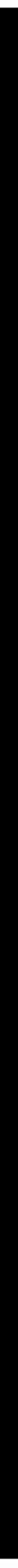


1 Bureau annually presents the William Brooks  
2 Hospitality Award to a business having the most  
3 positive impact for the hospitality industry. In  
4 the very first year of Casino Aztar's operation,  
5 they were presented with this award.

6 Also, for city-wide conventions, when we're  
7 working with religious meeting planners, we've  
8 also come to learn that these meeting planners are  
9 very comfortable in encouraging their attendees to  
10 stay at Casino Aztar. Again, it's a friendly  
11 environment and they have come to see that this  
12 property also provides great amenities besides  
13 just the gaming.

14 Casino Aztar continues to contribute to  
15 other tourism attractions in our community. The  
16 Victory Theatre, a landmark Evansville theatre  
17 that has been restored, Casino Aztar contributed  
18 to this project \$1 million. The Evansville  
19 Auditorium and Convention Center, the total cost  
20 for this project was \$35 million and Casino Aztar  
21 contributed \$750,000. Burdette Park, which is a  
22 wonderful county park, Aztar has contributed  
23 \$100,000 toward their waterpark improvement.

24 As it was pointed out, we have this  
25 beautiful, incredible riverfront now. A part of



1 that is the Pigeon Creek Greenway. As you enjoy  
2 the riverfront, there is now opportunities for  
3 biking and walking and this recent development was  
4 contributed by Aztar of \$250,000. We also have  
5 city parks, and Casino Aztar has contributed 1.9  
6 million for acquisition and transfer of park lands  
7 to the city.

8 Just this past summer, Evansville had the  
9 proud honor of hosting the LST325. These were  
10 ships that were constructed in Evansville during  
11 World War II, and it was an important part of our  
12 heritage to bring this ship back. Aztar, again,  
13 stepped up to the plate. They provided financial  
14 assistance in us hosting that ship and has also  
15 provided lodging accommodations for many of the  
16 crew and their families.

17 This fall, for the very first time, we  
18 hosted the Buehler Classic Women's Senior Golf  
19 Tournament. Again, Aztar was available to provide  
20 lodging for these professional women golfers and  
21 they also hosted the Pro Ann Peering Party.

22 As the list goes on, they're always  
23 involved in our annual fall festival -- or, excuse  
24 me, our Freedom Festival and our Auto Fest.  
25 That's just to name a few of the many events that



1 take place in Aztar -- or, take place in  
2 Evansville that Aztar is a part of.

3 Working with Casino Aztar's staff is truly  
4 a pleasure. They are very supportive to the  
5 Evansville Convention and Visitors Bureau programs  
6 and are always available to assist us when they  
7 are needed. The Vanderburgh County Council, the  
8 Vanderburgh County Commission, and the Evansville  
9 mayor all make appointments to the Evansville  
10 Convention and Visitors Board of Commissioners.  
11 We are very fortunate that Mayor Lloyd appointed  
12 Jim Brown to be on our board. Jim understands the  
13 big picture of tourism for our community and he  
14 offers great assistance to help us accomplish it.  
15 Casino Aztar is one of the best corporate citizens  
16 Evansville and Vanderburgh County has. We are so  
17 fortunate to have them in our community and I,  
18 too, hope that you will renew their license.  
19 Thank you.

20 CHAIRMAN VOWELS: Thank you, Ms. Fowler.  
21 Any questions for Ms. Fowler?

22 Okay. The next on the list is Jeff Lake,  
23 Jeff Lake, the president of Downtown Evansville,  
24 Inc.

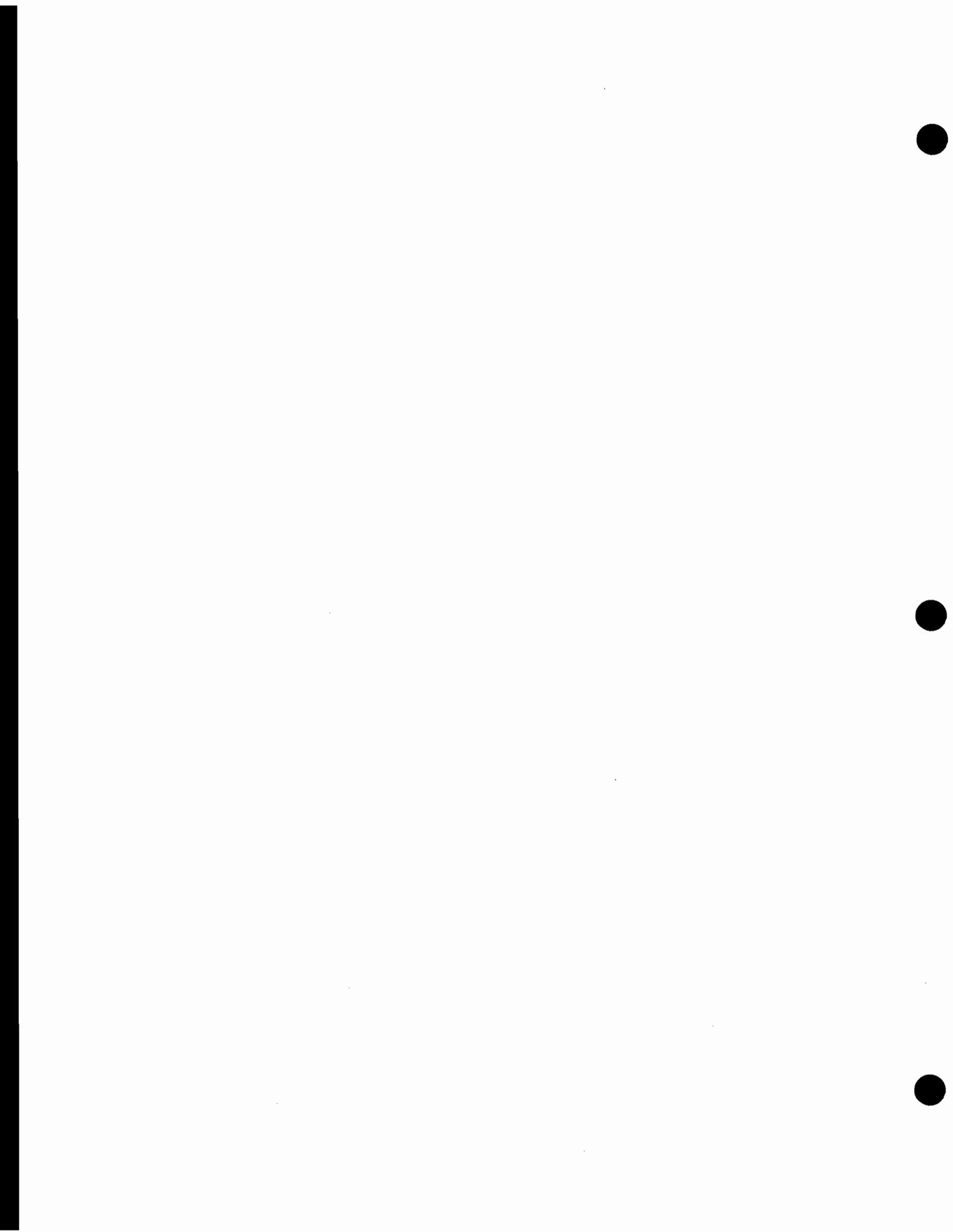
25 MR. JEFF LAKE: Thank you, and good



1 morning. I'm Jeff Lake, President of Downtown  
2 Evansville, Incorporated. While I've only been in  
3 my new position now for two weeks, I've lived in  
4 the Evansville area and watched the Evansville  
5 downtown area for the last seventeen or eighteen  
6 years, and I'm very familiar with Casino Aztar's  
7 positive impact on our community.

8 Downtown Evansville is a not-for-profit  
9 organization whose mission is to promote business  
10 and housing development in the downtown area. We  
11 also conduct many events that bring people  
12 downtown and we help others with their events. We  
13 celebrate our 20-year anniversary next June.

14 And I have seen firsthand over these many  
15 years how Casino Aztar has provided financial  
16 support to hundreds of organizations throughout  
17 the area. Specifically, to my organization,  
18 Casino Aztar has provided substantial funding to  
19 Downtown Evansville. Their support actually  
20 started prior to their opening in mid-1995.  
21 Annually, they pay for the cost of printing and  
22 distribution of a 24-page insert to the Evansville  
23 Courier and Press, which I have handouts if you'd  
24 like to take a look at them later. This  
25 publication promotes downtown activities and is



1 published six times each year. Circulation is  
2 nearly 100,000.

3 Casino Aztar also sponsors numerous  
4 downtown events throughout the year. The Downtown  
5 Evansville organization and all of our members  
6 appreciate their great support and we look forward  
7 to working with them for many years to come.  
8 Thank you, and I encourage the Commission to renew  
9 Casino Aztar's license. Thank you.

10 CHAIRMAN VOWELS: Thank you, Mr. Lake.

11 Any questions for Mr. Lake?

12 Thank you, sir.

13 MR. JIM BROWN: If I could request  
14 permission.

15 CHAIRMAN VOWELS: Certainly.

16 MR. JIM BROWN: Bob Haddock has a comment.

17 CHAIRMAN VOWELS: Sure, go ahead.

18 MR. BOB HADDOCK: I just wanted to say,  
19 briefly, from a corporate perspective, it's very  
20 gratifying for us to hear the nice comments that  
21 have been made here about our operations. We  
22 certainly try to be good citizens in the  
23 community, and we're very proud of the work Jim  
24 and his wonderful staff have done here locally.

25 These eight years have gone by very quickly



1 for us. Making reference to what Mr. John said,  
2 we are very happy to be here. We're glad to have  
3 had the chance to be here in Evansville and we  
4 hope that we'll have the opportunity to continue  
5 to serve this community, Evansville/Vanderburgh  
6 County. We appreciate the chance to do business  
7 here and we're looking forward to your  
8 consideration of renewing our license. Thank you.

9 CHAIRMAN VOWELS: Thank you.

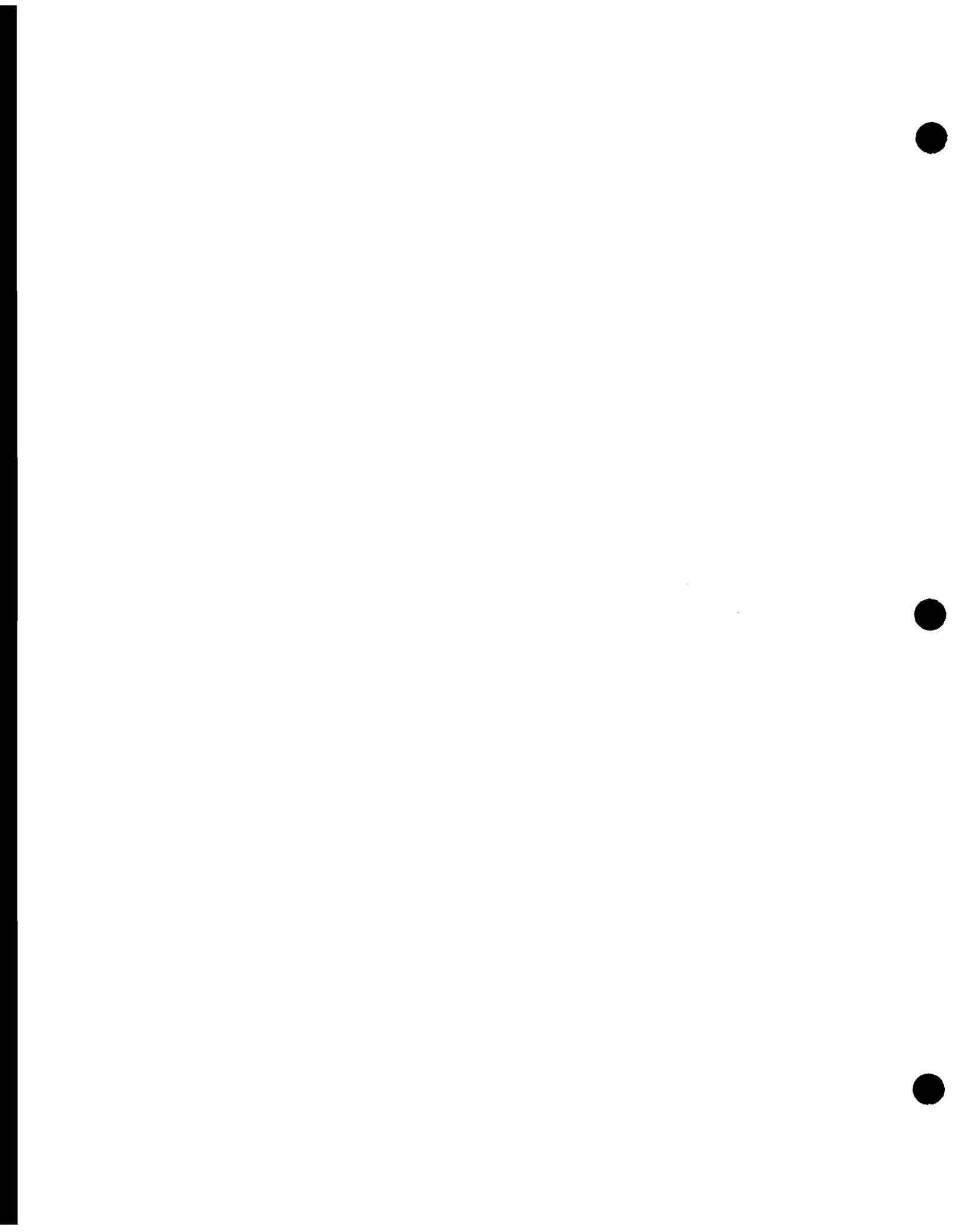
10 UNIDENTIFIED SPEAKER: Mr. Haddock, if I  
11 may?

12 MR. HADDOCK: Of course.

13 UNIDENTIFIED SPEAKER: As a regulator, I  
14 guess, and being in the job a year, what I enjoy  
15 is not hearing about people. And I'd like to tell  
16 you that Jim and his people are doing a terrific  
17 job, I think, and the only comment I would make,  
18 this is a great publication that they have done  
19 and apparently they did it in house. And all I  
20 can say is they probably didn't have a picture of  
21 Mr. Rubeli, is that --

22 MR. HADDOCK: Paul?

23 UNIDENTIFIED SPEAKER: Yes. That's the  
24 reason, I'm guessing, that's the reason he put his  
25 own picture there. Good job.



1 (LAUGHTER)

2 MR. HADDOCK: Thank you very much.

3 CHAIRMAN VOWELS: Thank you. Mr. Brown,  
4 anymore from your side?

5 MR. JIM BROWN: Not that I'm aware of.

6 CHAIRMAN VOWELS: Okay. If anyone would  
7 like to address the Commission, we give you a  
8 limit of about two minutes. Is there anyone on  
9 the pro side in reference to the renewal of this  
10 license who would like to speak?

11 All right. Hearing no one, is there anyone  
12 on the anti side that would like to speak? Is  
13 there anyone in the middle? Okay.

14 Mr. Shoulders, I see you in the back  
15 back there. I have a question about the status of  
16 that David Williams case. If you wouldn't mind  
17 just addressing the Commission, if you could, just  
18 briefly tell them what I'm talking about and then  
19 tell us where that lies.

20 MR. SHOULDERS: Yes, sir, Mr. Vowels.  
21 Casino Aztar is one of a number of casinos that  
22 has been sued by the plaintiff's bar post tobacco  
23 litigation, seeking to hold a business responsible  
24 for an individual's behavior. We won that case at  
25 the district court level on Summary Judgment. It



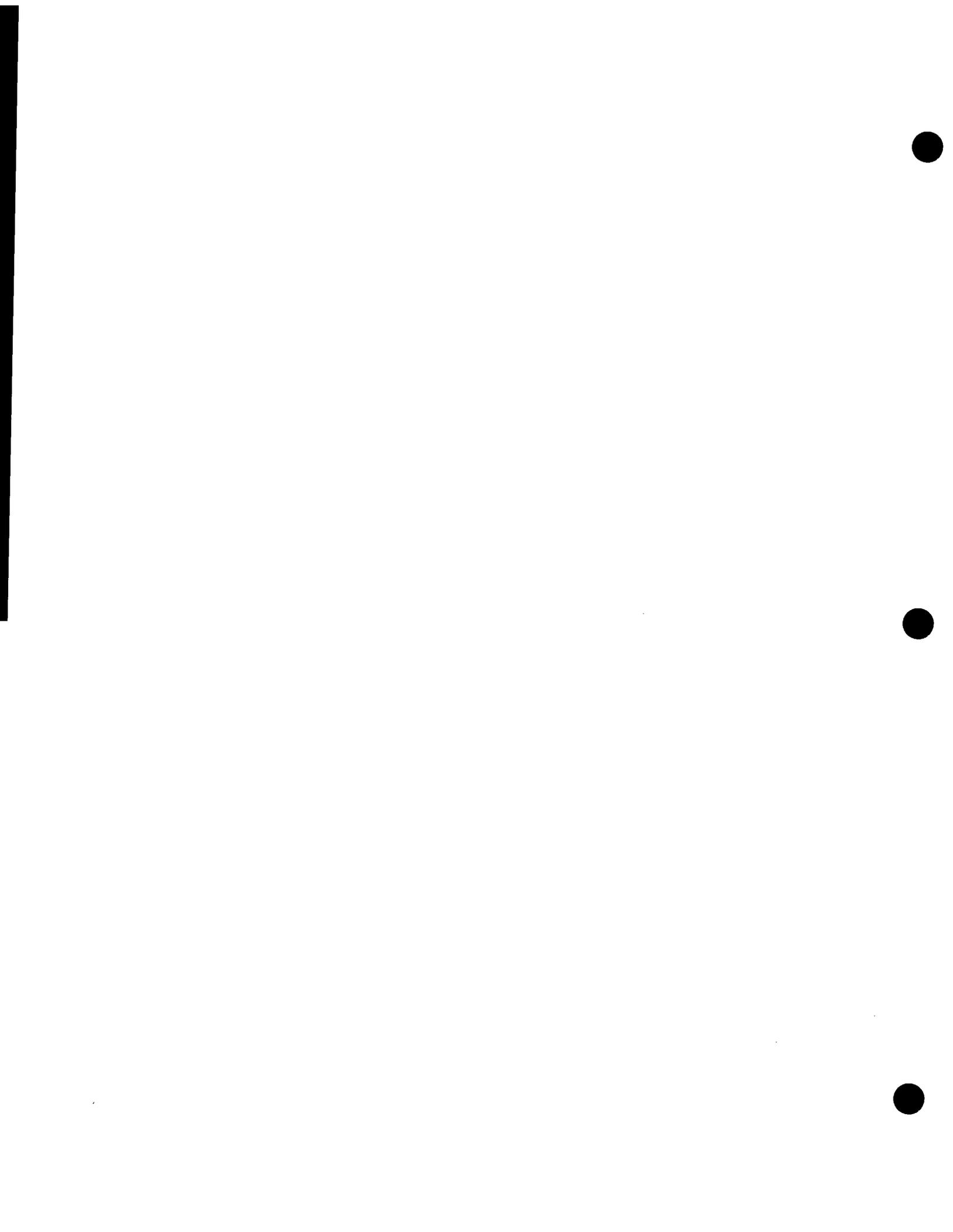
1 was appealed to the seventh circuit last month.  
2 Each side was allotted ten minutes for oral  
3 argument. They had no questions for me and were  
4 pretty rough on the other side, so we're  
5 optimistic that we'll have a decision that will  
6 end that litigation within thirty to sixty days.

7 CHAIRMAN VOWELS: My understanding was most  
8 of their direction -- their questions were  
9 directed to opposing counsel simply on  
10 jurisdictional grounds.

11 MR. SHOULDERS: That's correct, Mr. Vowels.  
12 Of the ten minutes Mr. Noffsinger was allotted, he  
13 spent eight and a half defending the fact that he  
14 asserted a RICO count, which the Court of Appeals  
15 saw through immediately, and really tough  
16 questioning about using the federal courts for a  
17 state -- for trying to develop a state law tort.

18 MR. VOWELS: All right. Thank you. I just  
19 wanted to update the Commission and let them know  
20 where that stood. That particular case was  
21 followed throughout the country. Any word from  
22 any of the Commissioners here, anything you'd like  
23 to add?

24 All right then, hearing nothing further,  
25 let's move to the order in front of me here, which



1 is -- deals with the order of the Indiana Gaming  
2 Commission renewing the riverboat owner's license  
3 of Aztar Indiana Gaming Company, which would be  
4 valid for a period of one year from December 5,  
5 2003 through December 4, 2004. Is there a motion  
6 in reference to the renewal of this riverboat  
7 owner's license?

8 MR. GETTLEFINGER: Move to renew.

9 CHAIRMAN VOWELS: Is there a second?

10 MS. ROSE: Second.

11 CHAIRMAN VOWELS: Any further  
12 discussion?

13 All of those in favor say aye.

14 COMMISSIONERS: Aye.

15 CHAIRMAN VOWELS: We'll show that the  
16 owner's license is renewed. Congratulations. Is  
17 there a motion to adjourn?

18 MR. NDUKWU: Move to adjourn.

19 CHAIRMAN VOWELS: Is there a second?

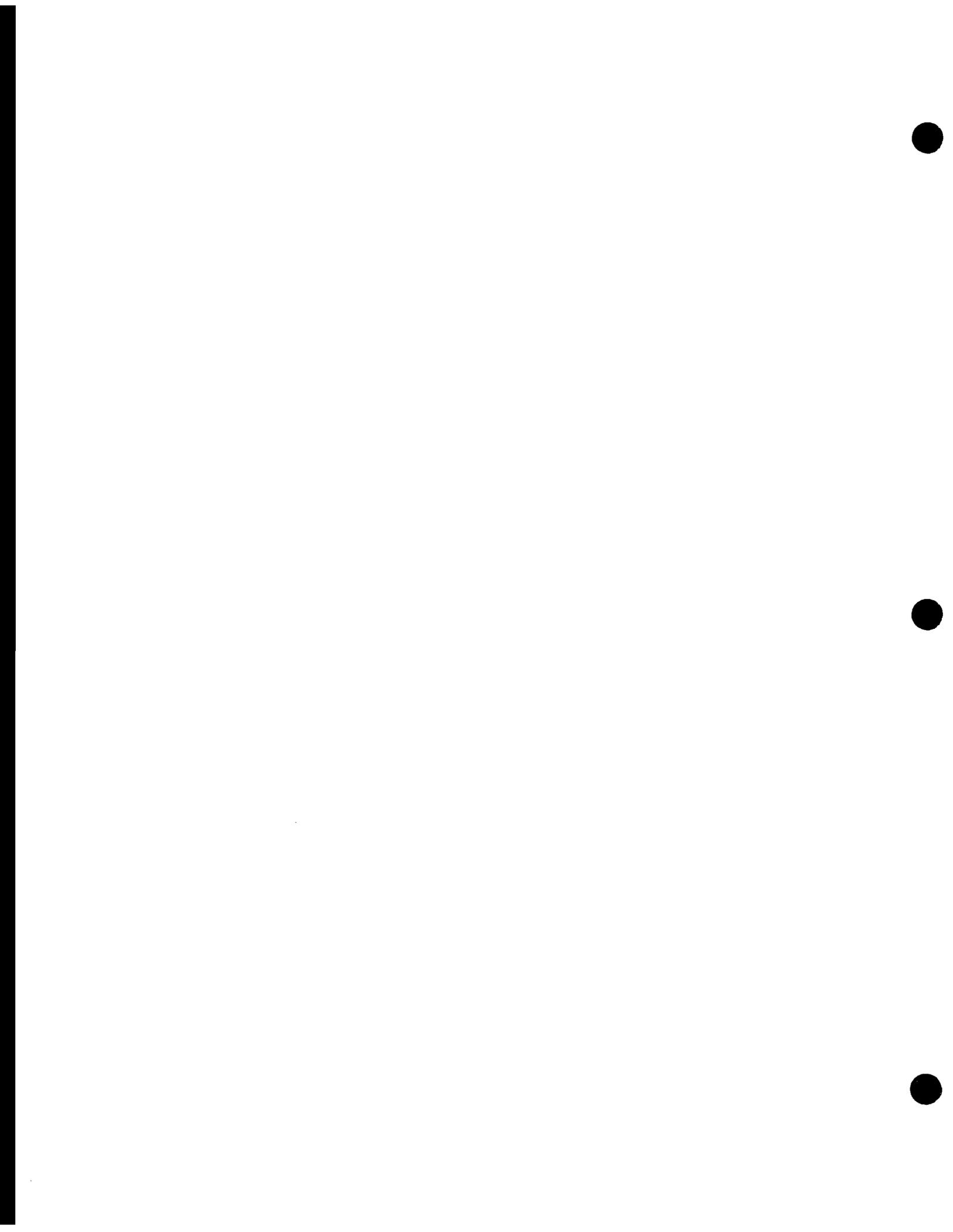
20 MS. ROSE: Second.

21 CHAIRMAN VOWELS: All of those in favor say  
22 aye.

23 COMMISSIONERS: Aye.

24 CHAIRMAN VOWELS: We are adjourned.

25 (Adjourned at 12:06 p.m.)



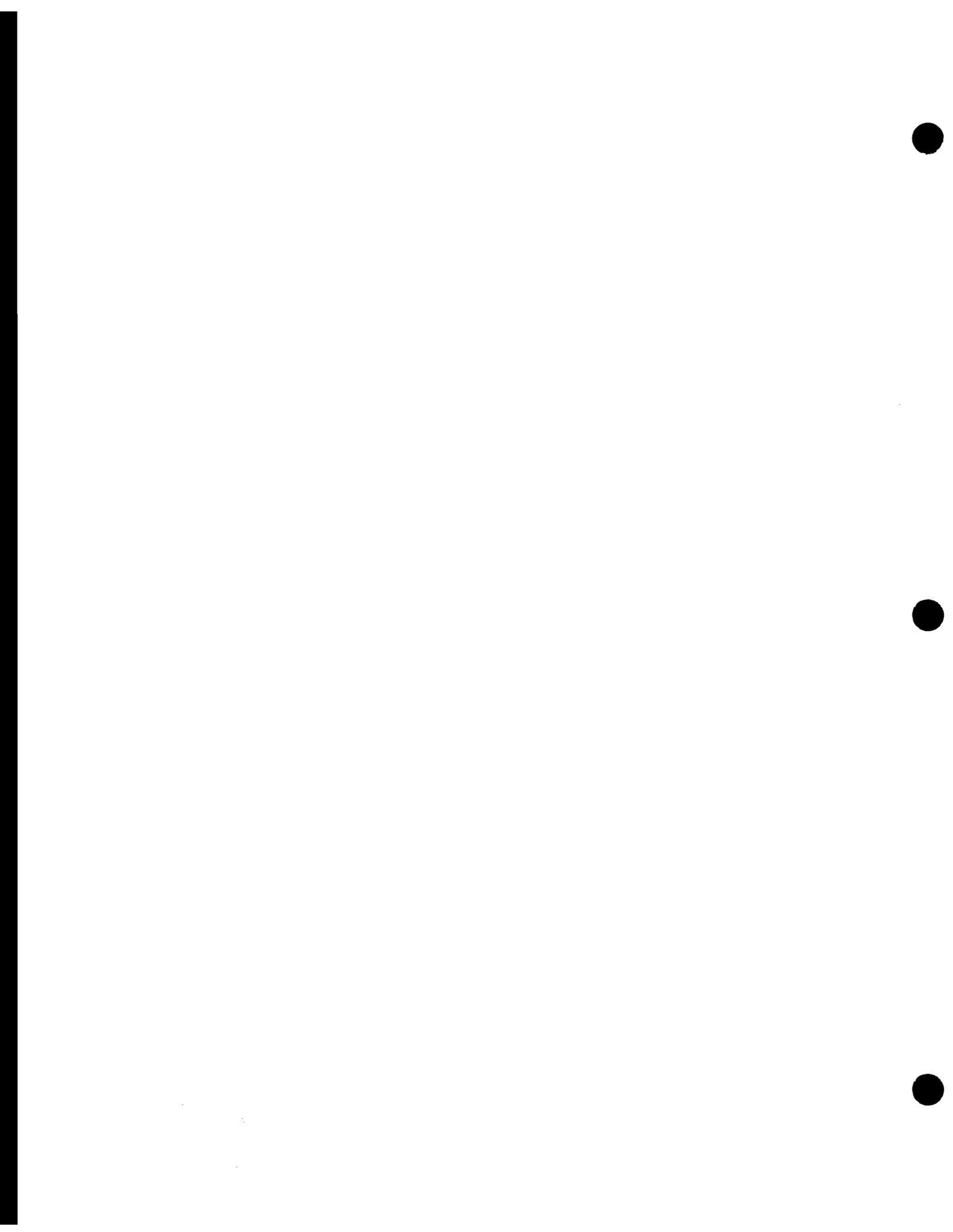
STATE OF KENTUCKY)  
 )  
 COUNTY OF DAVIESS)

REPORTER'S CERTIFICATE

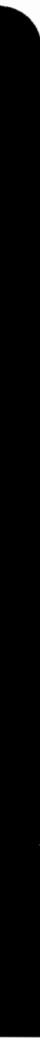
I, Sheila F. Rusher, Notary Public in and for the State of Kentucky at Large, do hereby certify that the foregoing public hearing conducted by the Indiana Gaming Commission was taken at the time and place stated in the caption; that said hearing was taken by me in stenographic notes and on an electronic recording machine and was thereafter transcribed by me, or transcribed under my supervision, into the foregoing forty-one (41) typewritten pages; and that I am not in the employ of counsel or any party, nor have I any interest in the outcome of this proceeding whatsoever.

Witness my hand and notarial seal on this 30th day of December, 2003.

*Sheila F. Rusher*  
 \_\_\_\_\_  
 Sheila F. Rusher  
 Notary Public, Kentucky State at Large  
 My Commission Expires: September 19, 2007



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**70**  
[1] 22:21

**8**

**8**  
[1] 10:15

**80**  
[3] 16:4 17:9,11

**9**

**90**

[3] 16:4 17:9,11  
**900**  
[1] 16:13  
**92**  
[1] 9:25

**A**

**A.M.**  
[1] 3:1

**Abatement**  
[1] 30:21

**Able**  
[1] 17:15

**Accommodations**  
[1] 34:15

**Accomplish**  
[1] 35:14

**Accomplishments**  
[1] 20:16

**Accounting**  
[1] 26:15

**Acquisition**  
[1] 34:6

**Activities**  
[1] 36:25

**Activity**  
[1] 7:5

**Add**  
[1] 40:23

**Added**  
[1] 4:24

**Addictions**  
[1] 14:1

**Addition**  
[4] 13:3 22:19 23:8 29:3

**Additional**  
[9] 10:10 27:14,17,25 28:2,4,9-11

**Address**  
[2] 26:25 39:7

**Addressing**  
[1] 39:17

**Adjourn**  
[2] 41:17-18

**Adjourned**  
[2] 41:24-25

**Administration**  
[5] 19:14 23:25 24:1,3 27:10

**Admissions**  
[1] 32:12

**Advancement**  
[1] 8:23

**Advantage**  
[1] 26:13

**Aesthetics**  
[1] 22:20

**Affected**  
[3] 6:16 7:12 11:6

**Afternoon**  
[2] 3:13,24

**Agencies**  
[2] 22:3 30:16

**Aging**  
[1] 28:5

**Ago**  
[5] 16:2 20:7,13 30:2-3

**Agreement**  
[2] 23:11 30:6

**Ahead**  
[4] 3:3,8 24:9 37:17

**Allocated**  
[2] 25:4 28:15

**Allotted**  
[2] 40:2,12

**Allow**  
[1] 31:1

**Allowed**  
[2] 27:12,17

**Almost**  
[3] 5:20 9:8 22:21

**Amendment**  
[1] 28:8

**Amenities**  
[1] 33:12

**Amusement**  
[1] 12:20

**Analyses**  
[1] 9:1

**Analysis**  
[1] 4:24

**Analyze**

[1] 4:19  
**Ann**  
[1] 34:21  
**Anniversary**  
[1] 36:13  
**Annual**  
[3] 9:17 21:13 34:23  
**Annually**  
[2] 33:1 36:21  
**Answer**  
[2] 25:10 31:9  
**Anti**  
[1] 39:12  
**Appealed**  
[1] 40:1  
**Appealing**  
[1] 7:24  
**Appeals**  
[1] 40:14  
**Applicants**  
[1] 30:5  
**Appointed**  
[1] 35:11  
**Appointments**  
[1] 35:9  
**Appreciate**  
[3] 29:10 37:6 38:6  
**Approach**  
[2] 16:24 17:6  
**Area**  
[10] 5:17 21:24 22:1 23:6,22 32:24 36:4-5,10,17  
**Areas**  
[2] 12:7  
**Arena**  
[1] 27:23  
**Argument**  
[1] 40:3  
**Armentrout**  
[2] 19:5-6  
**Aside**  
[1] 28:17  
**Aspects**  
[1] 20:20  
**Asserted**  
[1] 40:14  
**Asset**  
[1] 24:20  
**Assist**  
[1] 35:6  
**Assistance**  
[2] 34:14 35:14  
**Assume**  
[1] 9:24  
**Attainment**  
[1] 24:9  
**Attempted**  
[2] 21:20 24:4  
**Attendees**  
[1] 33:9  
**Attract**  
[1] 27:14  
**Attraction**  
[1] 25:6  
**Attractions**  
[2] 32:23 33:15  
**Auditorium**  
[1] 33:19  
**Auto**  
[1] 34:24  
**Available**  
[2] 34:19 35:6  
**Average**  
[7] 5:21,25 9:2,15,17 14:17  
**Averaged**  
[1] 5:19  
**Avoid**  
[1] 15:16  
**Award**  
[4] 21:14 23:21 33:2,5  
**Awarding**  
[1] 28:19  
**Aware**  
[2] 3:16 39:5  
**Awareness**  
[1] 21:23  
**Aye**  
[4] 41:13-14,22-23  
**Aztar**  
[54] 1:18 3:6 4:23 5:3,11,18 8:5,10,13,21 9:23 10:15 13:10 14:



8,10,16 15:1 18:17-18,23 19:4  
20:18,25 21:12 23:15 25:5 27:10  
28:8 29:4 30:6,9,20,22 32:7,12,  
18,22 33:10,14,17,20,22 34:4-5,  
12,19 35:1-2,15 36:15,18 37:3  
39:21 41:3  
**Aztar's**  
[8] 4:15 5:5 14:13 32:4 33:4 35:  
3 36:6 37:9

**B**

**Banks**  
[1] 12:21  
**Bar**  
[1] 39:22  
**Barbecue**  
[1] 23:3  
**Barbell**  
[1] 9:8  
**Barth**  
[2] 19:8-9  
**Baseball**  
[1] 28:13  
**Based**  
[2] 8:1 15:22  
**Basic**  
[1] 28:3  
**Basis**  
[1] 14:14  
**Beautiful**  
[1] 33:25  
**Became**  
[1] 28:13  
**Become**  
[2] 7:23 23:16  
**Began**  
[2] 8:9 23:24  
**Begin**  
[1] 11:4  
**Beginning**  
[3] 8:5,20 9:23  
**Behalf**  
[1] 26:23  
**Behavior**  
[3] 11:2 13:2 39:24  
**Beneficial**  
[1] 13:15  
**Benefit**  
[1] 15:5  
**Benefits**  
[1] 8:24  
**Best**  
[3] 23:20-21 35:15  
**Better**  
[7] 8:22 12:3,7,19 14:10,12 23:  
15  
**Between**  
[5] 5:12,14 9:11 11:18 17:8  
**Beverage**  
[1] 19:4  
**Beyond**  
[1] 30:13  
**Big**  
[2] 16:23 35:13  
**Biggest**  
[3] 12:14-15,18  
**Biking**  
[1] 34:3  
**Bit**  
[4] 9:3 17:17 25:21 27:7  
**Board**  
[3] 18:23 35:10,12  
**Boarding**  
[1] 22:23  
**Boards**  
[2] 22:1 30:15  
**Boat**  
[4] 6:22 7:22 11:9 15:5  
**Boating**  
[1] 14:24  
**Bob**  
[2] 37:16,18  
**Bond**  
[1] 27:25  
**Booklet**  
[1] 30:10  
**Botanic**  
[1] 27:21  
**Bought**  
[1] 7:20  
**Bracket**  
[1] 16:4  
**Brady**

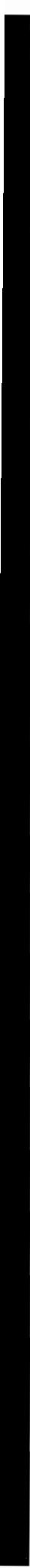
[2] 18:24 19:1  
**Brevity**  
[1] 29:24  
**Brief**  
[2] 20:17 27:8  
**Briefly**  
[4] 5:7 10:21 37:19 39:18  
**Bring**  
[2] 34:12 36:11  
**Brooks**  
[1] 33:1  
**Brought**  
[1] 23:21  
**Brown**  
[27] 18:11-12,16,23 19:3,7,10,  
13,16,19,22,25 20:3,6 25:11-12,  
19 26:1,21-22,24 27:3 35:12 37:  
13,16 39:3,5  
**Buehler**  
[1] 34:18  
**Buffet**  
[1] 23:5  
**Build**  
[1] 14:9  
**Built**  
[1] 23:4  
**Burdette**  
[1] 33:21  
**Bureau**  
[6] 31:14,17,20 32:16 33:1 35:5  
**Business**  
[9] 13:6 20:21 21:23 24:18,21  
33:2 36:9 38:6 39:23  
**Businesses**  
[4] 7:14 14:20 21:6 28:21  
**Buying**  
[1] 9:22  
**Buzz**  
[1] 29:25

**C**

**Canceled**  
[1] 28:16  
**Capital**  
[12] 5:9 22:7-8 23:8,10 25:1,3  
27:25 28:3,11,17  
**Caption**  
[1] 42:9  
**Car**  
[1] 10:1  
**Care**  
[1] 3:11  
**Career**  
[1] 8:23  
**Carpet**  
[1] 23:7  
**Carriers**  
[1] 12:17  
**Cars**  
[1] 28:4  
**Case**  
[4] 15:16 39:16,24 40:20  
**Cases**  
[2] 16:3,13  
**Casino**  
[42] 1:18 11:22-23 18:17 19:4  
20:8,11,18 21:12 22:10,13,15-16,  
18,23 25:5 27:10 28:8 29:4 30:6  
31:21,24 32:4,7,12,22 33:4,10,  
14,17,20 34:5 35:3,15 36:6,15,  
18 37:3,9 39:21  
**Casinos**  
[1] 39:21  
**Causes**  
[1] 22:4  
**Cavanaugh's**  
[1] 22:25  
**Celebrate**  
[1] 36:13  
**Center**  
[3] 3:18 23:14 33:19  
**Central**  
[1] 12:4  
**Certain**  
[1] 15:21  
**Certainly**  
[2] 37:15,22  
**Certec**  
[1] 32:16  
**CERTIFICATE**  
[1] 42:2  
**Certify**  
[1] 42:7

**Chairman**  
[39] 1:7 2:6 3:3,12,15,18 9:20  
15:7 17:23 18:5,9,14,22 19:2 25:  
11 26:19,22,25 27:4 29:12,16,19-  
20 31:8,11 35:20 37:10,15,17 38:  
9 39:3,6 40:7 41:9,11,15,19,21,  
24  
**Challenges**  
[2] 15:18 20:15  
**Chance**  
[2] 38:3,6  
**Change**  
[1] 16:5  
**Changed**  
[3] 4:23,25 6:20  
**Changes**  
[2] 6:15,19  
**Charlene**  
[1] 4:8  
**Charts**  
[1] 12:9  
**Chief**  
[1] 18:19  
**Choice**  
[2] 16:1 30:7  
**Choose**  
[1] 16:2  
**Chosen**  
[1] 26:12  
**Circuit**  
[1] 37:1  
**Circulation**  
[1] 37:1  
**Cities**  
[1] 30:19  
**Citizen**  
[2] 13:10 21:25  
**Citizens**  
[5] 27:14 29:2,9 35:15 37:22  
**Citizens'**  
[1] 28:18  
**City**  
[19] 6:17 21:1 23:11,17,23 24:  
16 27:9,12,15 28:7,11,24 29:4,6,  
18 30:17,24 34:5,7  
**City-wide**  
[1] 33:6  
**Claim**  
[1] 14:18  
**Class**  
[1] 26:16  
**Classes**  
[1] 26:10  
**Classic**  
[1] 34:18  
**Clear**  
[1] 28:14  
**Co-mingled**  
[1] 13:24  
**Comfortable**  
[1] 33:9  
**Coming**  
[2] 29:22 32:23  
**Commencing**  
[1] 1:14  
**Comment**  
[2] 37:16 38:17  
**Comments**  
[3] 14:5 20:16 37:20  
**Commission**  
[18] 1:2,13 2:4 3:1 18:15 21:17  
24:12 27:1,6 29:20 35:8 37:8 39:  
7,17 40:19 41:2 42:8,25  
**Commissioned**  
[1] 32:16  
**Commissioners**  
[5] 18:14 35:10 40:22 41:14,23  
**Commit**  
[1] 27:12  
**Commitment**  
[2] 21:21 32:4  
**Committed**  
[4] 23:9 24:13,18 29:6  
**Committee**  
[1] 28:18  
**Community**  
[21] 4:19 5:4 13:21 14:4 15:6  
23:16 29:10 31:23-24 32:3,5-6,8-  
10 33:15 35:13,17 36:7 37:23 38:  
5  
**Company**  
[2] 23:15 41:3  
**Compares**

[1] 9:16  
**Comparing**  
[1] 11:15  
**Competitive**  
[1] 15:2  
**Competitiveness**  
[2] 7:13 24:25  
**Complete**  
[1] 27:22  
**Completion**  
[1] 22:18  
**Compliance**  
[1] 24:8  
**Comply**  
[2] 24:4 31:4  
**Comprehensive**  
[1] 26:6  
**Compulsive**  
[2] 21:13,16  
**Concern**  
[1] 14:15  
**Conduct**  
[1] 36:11  
**Conducted**  
[3] 1:2,12 42:8  
**Conference**  
[1] 23:14  
**Confront**  
[1] 14:13  
**Congestion**  
[1] 13:20  
**Congratulations**  
[1] 41:16  
**Conjunction**  
[1] 23:10  
**Consider**  
[1] 32:1  
**Consideration**  
[2] 29:11 38:8  
**Consistently**  
[1] 8:25  
**Consisting**  
[2] 13:5-6  
**Constructed**  
[1] 34:10  
**Construction**  
[2] 5:15 23:13  
**Continue**  
[8] 4:14,18 24:2,7,21,24 31:2  
38:4  
**Continued**  
[2] 23:25 25:2  
**Continues**  
[2] 27:9 33:14  
**Contract**  
[1] 30:9  
**Contribute**  
[2] 20:22 33:14  
**Contributed**  
[5] 33:17,21-22 34:4-5  
**Contributions**  
[2] 5:16 21:14  
**Convened**  
[1] 5:2  
**Convention**  
[7] 31:14,17 32:15,25 33:19 35:  
5,10  
**Conventions**  
[1] 33:6  
**Conviction**  
[1] 24:10  
**Corky's**  
[1] 23:3  
**Corporate**  
[6] 13:10 21:25 29:8 32:10 35:  
15 37:19  
**Corporation**  
[2] 18:19 32:11  
**Corporation's**  
[1] 3:6  
**Correct**  
[4] 15:11-12 24:18 40:11  
**Cost**  
[2] 33:19 36:21  
**Council**  
[3] 21:13 29:18 35:7  
**Counsel**  
[3] 24:11 40:9 42:15  
**Count**  
[1] 40:14  
**Counties**



[4] 11:18 12:4,14,20  
**Country**  
 [1] 40:21  
**County**  
 [25] 1:16 5:23 6:17,21 7:6 9:18  
 11:12,16,21,24 12:2,25 13:5,17  
 20:21,24 21:2 24:17 32:24 33:22  
 35:7-8,16 38:6 42:2  
**County's**  
 [2] 4:25 11:6  
**Courier**  
 [1] 36:23  
**Course**  
 [4] 5:18 6:1 12:5 38:12  
**Courses**  
 [1] 26:11  
**Court**  
 [4] 1:24-25 39:25 40:14  
**Courts**  
 [1] 40:16  
**Covered**  
 [1] 20:20  
**Creation**  
 [4] 12:15-16 28:24 32:8  
**Credit**  
 [1] 12:21  
**Creek**  
 [1] 34:1  
**Crew**  
 [2] 18:16 34:16  
**Crime**  
 [1] 13:19  
**Criteria**  
 [1] 28:23  
**Cross**  
 [1] 21:22  
**Current**  
 [2] 5:5 14:22  
**Curt**  
 [2] 29:17,19  
**Cut**  
 [1] 25:17

**D**

**Daily**  
 [1] 14:13  
**Dale**  
 [1] 2:11  
**Data**  
 [2] 10:20-21  
**Date**  
 [1] 22:13  
**David**  
 [1] 39:16  
**Daviss**  
 [2] 1:16 42:2  
**Days**  
 [1] 40:6  
**Dealing**  
 [1] 3:5  
**Deals**  
 [1] 41:1  
**Deboer**  
 [3] 4:8,20 6:14  
**December**  
 [3] 41:4-5 42:19  
**Decided**  
 [2] 4:3 11:14  
**Decision**  
 [3] 23:19-20 40:5  
**Decisions**  
 [1] 24:13  
**Declined**  
 [1] 25:18  
**Defending**  
 [1] 40:13  
**Delivering**  
 [1] 15:18  
**Departments**  
 [1] 26:3  
**Depression**  
 [1] 14:1  
**Designed**  
 [1] 21:22  
**Desirable**  
 [1] 16:5  
**Detail**  
 [1] 4:14  
**Determination**  
 [1] 24:10  
**Determined**

[1] 25:14  
**Develop**  
 [3] 21:18 25:23 40:17  
**Developed**  
 [1] 21:10  
**Developing**  
 [1] 26:6  
**Development**  
 [11] 7:18 13:12 15:4 20:27 23:9,  
 11 25:1 28:17,23 34:3 36:10  
**Different**  
 [4] 12:13,23-24 17:25  
**Diligence**  
 [1] 24:8  
**Direct**  
 [1] 22:5  
**Directed**  
 [1] 40:8  
**Direction**  
 [1] 40:8  
**Directions**  
 [1] 18:1  
**Directly**  
 [1] 10:8  
**Director**  
 [13] 2:7 18:14 19:5,7,10,19,22,  
 25 20:3 29:20 31:13,16,19  
**Discuss**  
 [1] 5:3  
**Discussion**  
 [1] 41:12  
**Distribution**  
 [1] 36:22  
**District**  
 [1] 39:25  
**Diversity**  
 [1] 21:8  
**Dockside**  
 [1] 14:24  
**Document**  
 [1] 3:25  
**Dollars**  
 [3] 4:22 27:11 28:2  
**DON**  
 [1] 1:7  
**Donald**  
 [1] 2:6  
**Done**  
 [5] 4:20 10:23 30:13 37:24 38:18  
**Down**  
 [2] 1:14 6:23  
**Downpayment**  
 [1] 27:24  
**Downtown**  
 [16] 13:11-12 21:21,24 28:12 35:  
 23 36:1,5,8,10,12,19,25 37:4  
**Dr**  
 [4] 6:14 16:22 17:3,6  
**Drainage**  
 [1] 28:6  
**Drew**  
 [1] 3:7  
**Drive**  
 [1] 1:19  
**Dual**  
 [1] 27:23  
**Dubuque**  
 [1] 31:19  
**Due**  
 [2] 11:9 24:8  
**Duned**  
 [1] 18:13  
**During**  
 [3] 5:15 8:8 34:10

**E**

**Early**  
 [1] 22:17  
**Earmarked**  
 [1] 28:13  
**Economic**  
 [11] 4:21 7:1,5,10,13,24 10:3  
 13:3 28:23 31:23 32:8  
**Economist**  
 [3] 10:23 12:6 17:20  
**Economists**  
 [3] 11:1,25 17:24  
**Economy**  
 [6] 4:25 7:23 8:12,19 11:7,13  
**Education**  
 [1] 10:11  
**Effects**

[1] 4:18  
**Efforts**  
 [4] 20:22 21:7,10 24:9  
**Eight**  
 [5] 5:18 30:2-3 37:25 40:13  
**Eight-year**  
 [5] 3:7,17,25 20:11 23:17  
**Eighteen**  
 [2] 5:21 36:5  
**Eighth**  
 [1] 22:11  
**Eighty-one**  
 [2] 5:12,14  
**Either**  
 [4] 6:16 8:16 10:1,7  
**Electronic**  
 [1] 42:11  
**Eleven**  
 [1] 9:12  
**Embark**  
 [1] 23:12  
**Embraced**  
 [1] 32:6  
**Emerge**  
 [1] 13:8  
**Employ**  
 [1] 42:15  
**Employed**  
 [2] 8:15 24:22  
**Employee**  
 [4] 15:24 25:22 26:8-9  
**Employees**  
 [18] 4:23 5:19,22-24 7:25 8:2 9:  
 22 14:13,16 15:19-20 16:9,12,23  
 26:7,12  
**Employers**  
 [1] 30:20  
**Employment**  
 [6] 4:16,22 9:2 11:15,17 14:17  
**Employs**  
 [1] 20:18  
**Encourage**  
 [3] 31:1,4 37:8  
**Encouraging**  
 [1] 33:9  
**End**  
 [6] 15:6 16:6,8 17:25 40:6  
**Energy**  
 [1] 22:2  
**Engines**  
 [1] 26:16  
**Enjoy**  
 [2] 34:1 38:14  
**Ensure**  
 [2] 24:22,25  
**Ensures**  
 [1] 24:19  
**Ensuring**  
 [1] 25:5  
**Entertainment**  
 [1] 9:19  
**Environment**  
 [1] 33:11  
**Environments**  
 [1] 25:3  
**Equally**  
 [1] 7:11  
**Equipment**  
 [1] 7:20  
**Erma's**  
 [1] 23:2  
**Essential**  
 [1] 17:10  
**Established**  
 [1] 28:18  
**Establishment**  
 [2] 11:16-17  
**Evaluated**  
 [1] 24:22  
**Evansville**  
 [48] 1:18-19 3:19,22 4:24 11:6  
 13:14,16 18:18 21:1,21 23:12,17,  
 24 24:16,20 25:5,8 27:9 29:18,  
 21 30:18,24 31:3,13,16,18 32:1,  
 15,25 33:16,18 34:8,10 35:2,5,8-  
 9,16,23 36:2,4,8,19,22 37:5 38:3  
**Evansville's**  
 [1] 23:14  
**Evansville/Vanderburgh**  
 [7] 9:18 11:12 12:2,25 13:4 32:  
 24 38:5  
**Events**  
 [5] 21:22 34:25 36:11-12 37:4

**Exact**  
 [1] 20:14  
**Exactly**  
 [2] 5:20 14:2  
**Exceed**  
 [2] 23:11 24:6  
**Exceeded**  
 [1] 6:2  
**Exceptional**  
 [1] 21:14  
**Excited**  
 [1] 29:24  
**Exciting**  
 [1] 31:22  
**Excuse**  
 [2] 32:17 34:23  
**Executive**  
 [7] 2:7 18:14 19:25 23:14 29:5  
 31:13,16  
**Exercise**  
 [1] 24:8  
**Exhibit**  
 [1] 21:20  
**Existing**  
 [1] 26:7  
**Expansion**  
 [1] 23:12  
**Expectations**  
 [1] 24:7  
**Expenses**  
 [1] 32:19  
**Expires**  
 [1] 42:25  
**Explained**  
 [1] 17:21  
**Expressed**  
 [1] 14:15  
**Extrapolating**  
 [1] 16:10

**F**

**Facility**  
 [1] 25:4  
**Fact**  
 [1] 40:13  
**Faith**  
 [1] 24:11  
**Fall**  
 [2] 34:17,23  
**Familiar**  
 [3] 4:1,13 36:6  
**Families**  
 [1] 34:16  
**Fashion**  
 [1] 14:21  
**Favor**  
 [2] 41:13,21  
**Feared**  
 [2] 13:19-20  
**Federal**  
 [1] 40:16  
**Felt**  
 [1] 32:3  
**Fest**  
 [1] 34:24  
**Festival**  
 [2] 34:23-24  
**Few**  
 [3] 14:5,15 34:25  
**Fighting**  
 [1] 30:19  
**Fill**  
 [1] 17:7  
**Finance**  
 [1] 19:13  
**Financial**  
 [3] 18:19 34:13 36:15  
**Fire**  
 [3] 7:20-21 14:19  
**Firm**  
 [1] 14:2  
**First**  
 [17] 3:17,24 4:12 5:8 9:22 10:  
 22 15:14 18:10 20:7-8,10-11 23:  
 12,14 31:21 33:4 34:17  
**First-class**  
 [1] 25:6  
**Firsthand**  
 [2] 31:23 36:14  
**Fiscal**  
 [5] 4:19 5:5 6:14,20 14:23



**Fiscally**

[1] 15:1  
**Five**  
 [3] 8:14 16:2 25:18  
**Five-year**  
 [3] 7:9 9:1 20:8  
**Fixing**  
 [1] 26:16  
**Floated**  
 [1] 27:25  
**Focus**  
 [1] 13:4  
**Folks**  
 [4] 8:13 17:14,19  
**Followed**  
 [1] 40:21  
**Following**  
 [2] 24:18 28:23  
**Food**  
 [2] 12:21 19:4  
**Foregoing**  
 [2] 42:7,13  
**Format**  
 [2] 6:10,15  
**Former**  
 [1] 30:3  
**Fortunate**  
 [2] 35:11,17  
**Fortune**  
 [1] 31:18  
**Forty-five**  
 [1] 20:14  
**Forty-one**  
 [1] 42:13  
**Forum**  
 [1] 3:4  
**Forward**  
 [2] 37:6 38:7  
**Four**  
 [3] 4:6 9:3 27:17  
**Fowler**  
 [6] 31:12,14-16 35:20-21  
**Frank**  
 [4] 18:24 19:11 23:24 30:3  
**Free**  
 [2] 18:9 30:21  
**Freedom**  
 [1] 34:24  
**Freely**  
 [1] 26:10  
**FRIDAY**  
 [2] 1:3 3:1  
**Friendly**  
 [1] 33:10  
**Front**  
 [2] 28:10 40:25  
**Fruits**  
 [1] 30:9  
**Full**  
 [3] 6:4 9:12 23:5  
**Fully**  
 [4] 21:19 22:10,13,16  
**Fund**  
 [2] 23:11 28:17  
**Fundamentally**  
 [1] 11:5  
**Funded**  
 [1] 13:15  
**Funding**  
 [2] 28:20 36:18  
**Funds**  
 [3] 27:17,24 28:15  
**Future**  
 [4] 5:6 14:23 24:23 25:7

**G**

**Gamblers**  
 [1] 21:16  
**Gambling**  
 [1] 13:23  
**Gambling's**  
 [1] 21:13  
**Games**  
 [1] 19:7  
**Gaming**  
 [15] 1:2,13 3:1,6 14:3,25 18:15  
 21:10,17 24:12,25 33:13 41:1,3  
 42:8  
**Gaming-related**  
 [3] 6:6 7:2,4  
**Garden**

[1] 27:21  
**General**  
 [2] 8:11 18:17  
**Generally**  
 [2] 12:10 29:1  
**Generated**  
 [7] 6:3,7,12 7:5 11:8 13:15 32:  
 20  
**Generates**  
 [1] 15:2  
**Generously**  
 [1] 22:2  
**Gettlefinger**  
 [7] 2:11 15:9,13 16:20 25:13,20  
 41:8  
**Given**  
 [5] 22:2 28:20 29:22 30:14,24  
**Glad**  
 [2] 18:3 38:2  
**Glenn**  
 [1] 2:7  
**Goal**  
 [1] 24:8  
**Goals**  
 [1] 24:6  
**Golf**  
 [1] 34:18  
**Golfers**  
 [1] 34:20  
**Government**  
 [1] 7:3  
**Grants**  
 [2] 28:20 30:21  
**Graphic**  
 [1] 9:8  
**Gratifying**  
 [1] 37:20  
**Great**  
 [5] 13:20 33:12 35:14 37:6 38:18  
**Greater**  
 [2] 16:16-17  
**Greenway**  
 [1] 34:1  
**Grounds**  
 [1] 40:10  
**Group**  
 [3] 8:18 13:22 14:8  
**Groups**  
 [3] 5:2 13:4,18  
**Growth**  
 [3] 7:24 15:1 24:23  
**Guess**  
 [1] 38:14  
**Guessing**  
 [1] 38:24  
**Guests**  
 [2] 18:16 29:21  
**Guidance**  
 [1] 24:11  
**Guy**  
 [1] 17:19

**H**

**Haddock**  
 [8] 10:20-21 37:16,18 38:10,12,  
 22 39:2  
**Half**  
 [3] 25:18 31:3 40:13  
**Hand**  
 [3] 10:24-25 42:18  
**Hand-in-hand**  
 [1] 21:17  
**Handle**  
 [1] 14:2  
**Handouts**  
 [1] 36:23  
**Happy**  
 [5] 25:9 30:17 31:3,9 38:2  
**Hard**  
 [1] 14:1  
**Harry**  
 [1] 17:23  
**Health**  
 [1] 12:16  
**Hear**  
 [2] 29:7 37:20  
**Heard**  
 [1] 29:8  
**Hearing**  
 [10] 1:1,12 3:1 20:9,12 38:15  
 39:11 40:24 42:7,10  
**Heavily**

[1] 15:3  
**Held**  
 [1] 1:17  
**Hello**  
 [1] 31:15  
**Help**  
 [3] 11:13 35:14 36:12  
**Helped**  
 [1] 7:23  
**Helping**  
 [1] 25:22  
**Hereby**  
 [1] 42:6  
**Heritage**  
 [1] 34:12  
**Highest**  
 [1] 8:18  
**Highly**  
 [4] 12:9 27:20 29:9 31:1  
**Historically**  
 [1] 6:25  
**Hobbs**  
 [2] 19:11-12  
**Hold**  
 [1] 39:23  
**Home**  
 [1] 9:25  
**Honor**  
 [1] 34:9  
**Hoosier's**  
 [1] 22:24  
**Hope**  
 [4] 15:14 31:2 35:18 38:4  
**Hoped**  
 [1] 13:13  
**Hopefully**  
 [1] 7:24  
**Hospitality**  
 [2] 33:2-3  
**Hosted**  
 [2] 34:18,21  
**Hosting**  
 [2] 34:9,14  
**Hotel**  
 [3] 1:18 19:19 23:6  
**Hotels**  
 [2] 12:24 32:14  
**Hours**  
 [1] 9:14  
**House**  
 [4] 9:22,24 22:25 38:19  
**Housing**  
 [1] 36:10  
**Hundred**  
 [4] 5:11,13 15:15 16:3  
**Hundreds**  
 [1] 36:16

**I**

**Ice**  
 [2] 27:22-23  
**ID**  
 [1] 15:24  
**II**  
 [1] 34:11  
**Immediately**  
 [1] 40:15  
**Impact**  
 [15] 4:19,21 5:3 6:14,16,20 7:1,  
 10 13:3 14:3 29:3 31:24 32:8 33:  
 3 36:7  
**Implemented**  
 [1] 21:10  
**Important**  
 [4] 7:11 13:16 32:10 34:11  
**Improve**  
 [3] 11:10 26:4 29:1  
**Improved**  
 [3] 8:23 13:12 22:20  
**Improvement**  
 [3] 20:23 28:3 33:23  
**Improvements**  
 [12] 6:13 7:17,22 10:1 22:7-8  
 23:8 27:20 28:4-5,12 30:22  
**Inc**  
 [1] 35:24  
**Incentive**  
 [5] 4:17 5:10 6:5 21:3 27:12  
**Incentives**  
 [2] 7:2 15:4  
**Included**

[4] 6:4 7:6 14:6 27:18  
**Includes**  
 [1] 5:9  
**Including**  
 [3] 7:16,21 28:23  
**Income**  
 [2] 9:15,17  
**Incorporated**  
 [1] 36:2  
**Increase**  
 [3] 14:24 21:23 28:24  
**Increases**  
 [2] 10:14 13:19  
**Incredible**  
 [1] 33:25  
**Indiana**  
 [19] 1:2,13,20,24 3:1,6,22 4:8  
 5:25 12:5 18:15 21:2,17 23:18  
 24:12,17 41:1,3 42:8  
**Indiana's**  
 [4] 20:7-8,10-11  
**Indication**  
 [1] 8:11  
**Indicators**  
 [1] 10:3  
**Individual**  
 [1] 14:5  
**Individual's**  
 [1] 39:24  
**Individuals**  
 [2] 4:7 14:15  
**Industrial**  
 [2] 12:11-12  
**Industry**  
 [3] 21:13 24:25 33:3  
**Information**  
 [5] 4:1 5:8 9:3 10:12 25:16  
**Infrastructure**  
 [3] 7:16 11:12 30:22  
**Initial**  
 [1] 5:15  
**Insert**  
 [1] 36:22  
**Insurance**  
 [1] 12:17  
**Interest**  
 [3] 5:2 23:20 42:16  
**Interested**  
 [1] 32:2  
**Interesting**  
 [3] 6:11,18 9:7  
**Introduced**  
 [1] 24:24  
**Invest**  
 [2] 15:4 22:8  
**Invested**  
 [2] 25:1 27:11  
**Investment**  
 [4] 5:9 22:5 24:15 28:9  
**Investments**  
 [3] 11:10 13:16 32:9  
**Investors**  
 [1] 15:3  
**Involved**  
 [1] 34:23  
**Involvement**  
 [1] 32:8  
**Iowa**  
 [1] 31:19  
**Issued**  
 [1] 31:22  
**Issues**  
 [2] 13:25 14:13  
**Itself**  
 [1] 31:25

**J**

**Jeff**  
 [4] 35:22-23,25 36:1  
**Jim**  
 [26] 18:12,16,23 19:3,7,10,13,  
 16,19,22,25 20:3,6 25:19 26:1,  
 21,24 27:3 31:6 35:12 37:13,16,  
 23 38:16 39:5  
**Job**  
 [13] 10:8 12:15-16 13:25 26:1-2,  
 6,11 28:24 32:7 38:14,17,25  
**Job-related**  
 [1] 10:6  
**Jobs**  
 [1] 7:8  
**Joel**



[2] 20:1-2  
**John**  
[7] 18:23 19:5 29:17,19 31:9,12 36:1  
**Joining**  
[1] 18:18  
**Jonathan**  
[1] 24:3  
**Judgment**  
[1] 39:25  
**July**  
[2] 5:19 20:25  
**Jumbo**  
[1] 16:16  
**June**  
[1] 36:13  
**Jurisdictional**  
[1] 40:10

**K**

**Keenan**  
[2] 19:14-15  
**Keep**  
[4] 20:16 22:12 27:8 29:25  
**Kentucky**  
[6] 1:17 21:12 32:17 42:1,6,24  
**Key**  
[1] 19:3  
**Kind**  
[4] 6:18 9:7 15:23 16:6  
**Klacik**  
[14] 3:7,11,13,16,21 15:8,12,14 17:2,5,8 18:2,6,8  
**Knowledge**  
[1] 23:19  
**Knows**  
[1] 14:10

**L**

**L. L. C.**  
[1] 1:24  
**Lake**  
[6] 35:22-23,25 36:1 37:10-11  
**Land**  
[1] 30:21  
**Landmark**  
[1] 33:16  
**Lands**  
[1] 34:6  
**Large**  
[3] 14:2 42:6,24  
**Largest**  
[1] 6:7  
**Larry**  
[4] 4:7,20 19:22,24  
**Last**  
[10] 5:4 6:3 7:8 8:8,10,12 9:21 14:22 36:5 40:1  
**LAUGHTER**  
[3] 16:21 17:22 39:1  
**Laura**  
[1] 4:9  
**Lavore**  
[2] 19:17-18  
**Law**  
[1] 40:17  
**Lawrence**  
[2] 2:7 18:15  
**Laws**  
[1] 24:5  
**Lay**  
[1] 17:24  
**Leaders**  
[2] 13:6  
**Leadership**  
[1] 29:9  
**Learn**  
[2] 32:5 33:8  
**Learning**  
[1] 32:3  
**Lease**  
[4] 21:3 27:11 28:8 30:6  
**Leaves**  
[1] 23:18  
**Length**  
[3] 9:2 14:17 20:13  
**Less**  
[10] 6:24 9:5,10-11,13-14 10:6,16 12:3 16:25  
**Letter**  
[1] 27:6  
**Level**

[6] 22:10,14-16,18 39:25  
**Leveraged**  
[1] 15:3  
**Lexington**  
[1] 32:17  
**License**  
[15] 3:7 20:12 23:19,21 25:9 29:11 31:5,21 35:18 37:9 38:8 39:10 41:2,7,16  
**Lies**  
[1] 39:19  
**Life**  
[5] 4:23 7:12 11:11 27:14 29:1  
**Likelihood**  
[2] 10:11,13  
**Limit**  
[1] 39:8  
**Lines**  
[1] 28:6  
**List**  
[5] 27:2 29:17 32:22 34:22 35:22  
**Litigation**  
[2] 39:23 40:6  
**Littlepage**  
[1] 4:9  
**Live**  
[4] 3:21,23 5:23 31:18  
**Lived**  
[2] 5:24 36:3  
**Livingston**  
[2] 20:4-5  
**Lloyd**  
[7] 24:1 27:1,3,5 29:13,15 35:11  
**Local**  
[20] 4:15,17,21 5:2,4,8,16 6:6-7 7:1,3-4,23 11:13 15:5 20:19 21:4 22:3 23:16 32:20  
**Locally**  
[3] 5:13 37:24  
**Located**  
[1] 1:18  
**Lodging**  
[3] 32:20 34:15,20  
**Logical**  
[1] 8:22  
**Long-term**  
[1] 24:19  
**Look**  
[6] 4:15-17,20 36:24 37:6  
**Looked**  
[4] 6:5,14,25 11:20  
**Looking**  
[1] 38:7  
**Loss**  
[1] 13:25  
**Louisville**  
[1] 32:17  
**Lounge**  
[2] 22:24 23:1  
**LST325**  
[1] 34:9

**M**

**M. D.**  
[1] 2:10  
**Machine**  
[1] 42:11  
**Mainland**  
[1] 25:4  
**Maintenance**  
[1] 25:3  
**Management**  
[2] 19:3 21:25  
**Manager**  
[1] 18:17  
**Mandated**  
[2] 21:11 24:5  
**Manufacturing**  
[1] 8:18  
**Marilee**  
[3] 31:12,15  
**Marine**  
[1] 19:10  
**Marital**  
[1] 13:25  
**Marketing**  
[2] 20:1 24:22  
**Markets**  
[1] 24:21  
**Marya**  
[1] 2:8  
**Masked**

[1] 13:24  
**Match**  
[1] 28:22  
**Matter**  
[2] 14:3 17:15  
**Maureen**  
[1] 19:14  
**Maurice**  
[1] 2:10  
**Max**  
[1] 23:2  
**Maximize**  
[2] 24:14 25:23  
**Maximum**  
[1] 24:15  
**Mayor**  
[12] 23:24-25 27:1,3-5 29:12-13,15 30:3 35:9,11  
**Mayor-elect**  
[1] 24:2  
**McDonald**  
[2] 23:24 30:4  
**Means**  
[2] 16:12 32:13  
**Meant**  
[1] 31:24  
**Measures**  
[1] 11:21  
**Meet**  
[2] 14:8 24:6  
**Meeting**  
[6] 1:6,17 3:4-5 33:7-8  
**Meetings**  
[2] 5:2 13:9  
**Members**  
[5] 2:4 18:16,23 29:20 37:5  
**Mention**  
[1] 4:10  
**Mentioned**  
[1] 27:19  
**Mesker**  
[1] 27:21  
**Met**  
[2] 13:3 30:4  
**Methodological**  
[1] 15:18  
**Methodology**  
[2] 6:19 15:23  
**Mid-1995**  
[1] 36:20  
**Middle**  
[1] 39:13  
**Might**  
[2] 8:11 26:14  
**Mike**  
[2] 19:20-21  
**Milcarek**  
[1] 2:9  
**Milestones**  
[1] 20:15  
**Million**  
[32] 5:11-14,16 6:2,6,8,12 7:4-5,7,9,14 21:1,4-6 22:6,8,15 23:9 28:9-10 30:14 32:13,20 33:18,20 34:6  
**Mimic**  
[1] 11:1  
**Mind**  
[1] 39:16  
**Minority**  
[2] 5:22 21:5  
**Minutes**  
[4] 20:14 39:8 40:2,12  
**Mission**  
[1] 36:9  
**Model**  
[1] 24:19  
**Monetary**  
[2] 22:2 29:3  
**Money**  
[2] 8:21 28:22  
**Monies**  
[1] 28:16  
**Month**  
[2] 9:4 40:1  
**Morning**  
[20] 3:20,22 18:13,21-22,25 19:1-2,6,9,12,15,18,21,24 20:2,5 27:4-5 36:1  
**Most**  
[9] 4:5 8:14 9:12 16:3,13 20:22 27:16 33:2 40:7  
**Motion**

[2] 41:5,17  
**Motivation**  
[1] 8:20  
**Motivations**  
[1] 8:22  
**Move**  
[3] 40:25 41:8,18  
**Moved**  
[1] 9:23  
**Movement**  
[1] 9:25  
**Moving**  
[1] 6:10  
**Mumbo**  
[1] 16:16  
**Mumbo-jumbo**  
[1] 16:16  
**Must**  
[1] 11:1

**N**

**N. W.**  
[1] 1:19  
**Name**  
[2] 3:9 34:25  
**Named**  
[1] 20:21  
**Names**  
[1] 4:11  
**Ndukwu**  
[5] 2:10 16:22 17:3,6 41:18  
**Nearly**  
[2] 20:18 37:2  
**Necessary**  
[1] 24:14  
**Needed**  
[2] 27:20 35:7  
**Negotiated**  
[2] 28:7 30:8  
**Negotiations**  
[1] 30:10  
**Negotiators**  
[1] 30:4  
**New**  
[20] 4:2-3,12-13 5:4 6:10 7:7,20-21 9:3 10:12,21 15:3 22:21 24:23 26:7 27:23 36:3  
**Next**  
[4] 17:20 29:16 35:22 36:13  
**Nice**  
[1] 37:20  
**Nine**  
[2] 5:11,13  
**Ninety-one**  
[1] 5:24  
**Noffsinger**  
[1] 40:12  
**Non-gaming**  
[1] 32:19  
**Non-riverboat**  
[3] 11:18 12:14,19  
**Non-scientific**  
[1] 16:18  
**None**  
[1] 30:22  
**Northwest**  
[1] 3:21  
**Not-for-profit**  
[2] 30:15 36:8  
**Not-for-profits**  
[1] 28:21  
**Notarial**  
[1] 42:18  
**Notary**  
[3] 1:16 42:5,24  
**Note**  
[1] 17:10  
**Notes**  
[2] 1:15 42:11  
**Nothing**  
[2] 30:23 40:24  
**Noticed**  
[3] 4:1-2 6:11  
**November**  
[3] 1:3,13 3:1  
**Number**  
[4] 10:14 16:17,22 39:21  
**Numbers**  
[1] 17:1  
**Numerous**  
[4] 22:1 27:13 30:15 37:3



O

**O'Dwyer**  
[2] 19:20-21

**Observation**  
[1] 15:10

**Obvious**  
[1] 32:9

**Occur**  
[1] 13:21

**Occurred**  
[2] 7:10 13:13

**Occurring**  
[1] 13:23

**Offer**  
[1] 30:20

**Offers**  
[1] 35:14

**Office**  
[1] 17:20

**Officer**  
[1] 18:19

**Often**  
[1] 13:24

**Old**  
[2] 10:12,20

**Olympic**  
[1] 27:23

**Once**  
[4] 4:10 17:23 18:7 20:9

**One**  
[16] 4:3 5:11,13 9:3,9-10,24 10:24 12:23 13:5 25:13 29:8 35:15 39:11,21 41:4

**One-third**  
[2] 9:9-10

**Ongoing**  
[1] 26:3

**Opened**  
[3] 23:2-4

**Opening**  
[6] 5:1 7:3 11:22-23 23:13 36:20

**Operation**  
[1] 33:4

**Operations**  
[6] 5:10 6:1 19:17,20 28:10 37:21

**Operator**  
[1] 31:1

**Opinion**  
[1] 13:19

**Opportunities**  
[4] 4:22 8:23 20:15 34:2

**Opportunity**  
[3] 29:23 31:25 38:4

**Opposed**  
[1] 17:11

**Opposing**  
[1] 40:9

**Optimistic**  
[3] 24:1 25:7 40:5

**Oral**  
[1] 40:2

**Order**  
[5] 1:6 3:4 24:14 40:25 41:1

**Organization**  
[3] 36:9,17 37:5

**Organizations**  
[5] 5:17 22:3 30:15-16 36:16

**Originally**  
[1] 28:12

**Outcome**  
[1] 42:16

**Outlook**  
[1] 5:6

**Outside**  
[1] 7:19

**Outstanding**  
[1] 29:8

**Over-performers**  
[1] 12:18

**Own**  
[2] 10:11 38:25

**Owner's**  
[3] 41:2,7,16

P

**Pages**  
[1] 42:14

**Paid**  
[1] 6:22

**Park**  
[4] 27:21 33:21-22 34:6

**Parks**  
[1] 34:5

**Part**  
[11] 3:23 5:4 10:12 14:22 23:16 25:24 27:24 30:8 33:25 34:11 35:2

**Participate**  
[1] 21:19

**Particular**  
[1] 40:20

**Partnership**  
[2] 23:17,23

**Party**  
[2] 34:21 42:15

**Past**  
[2] 27:17 34:8

**Patronized**  
[1] 32:14

**Patrons**  
[2] 32:13,18

**Paul**  
[1] 38:22

**Pavilion**  
[1] 23:6

**Pay**  
[1] 36:21

**Paying**  
[1] 10:10

**Payments**  
[6] 4:17-18 5:10 6:5 21:3 27:12

**Peering**  
[1] 34:21

**Pending**  
[1] 25:1

**People**  
[10] 8:9 9:18 13:21 14:19 17:4 25:22 32:2 36:11 38:15-16

**Percent**  
[25] 5:21-22,24 8:6,9,17 9:4,6,13 10:5,8-9,15,17 15:15 16:3-4,11 17:9,11-14 22:20-21

**Perceptions**  
[1] 5:3

**Perform**  
[1] 14:20

**Performance**  
[1] 4:15

**Performed**  
[1] 13:1

**Performers**  
[1] 12:18

**Performing**  
[1] 12:3

**Perhaps**  
[1] 6:18

**Period**  
[1] 41:4

**Permission**  
[1] 37:14

**Person**  
[4] 4:4 18:4 26:15 29:16

**Perspective**  
[1] 37:19

**Peyton**  
[1] 4:9

**Physical**  
[1] 6:13

**Picture**  
[3] 35:13 38:20,25

**Pigeon**  
[1] 34:1

**Place**  
[3] 35:1 42:9

**Placed**  
[1] 24:7

**Plaintiff's**  
[1] 39:22

**Plan**  
[3] 22:7 24:19 26:4

**Planners**  
[2] 33:7-8

**Plans**  
[2] 14:23 24:22

**Plate**  
[1] 34:13

**Plays**  
[1] 25:24

**Pleasure**  
[1] 35:4

**Plus**

[1] 30:14

**PM**

[1] 41:25

**Pocket**  
[1] 10:11

**Point**  
[3] 14:7 17:25 31:20

**Pointed**  
[1] 33:24

**Police**  
[1] 28:4

**Policy**  
[1] 26:9

**Portion**  
[1] 3:5

**Position**  
[4] 5:5 14:23 32:1 36:3

**Positive**  
[5] 6:16 21:7 27:10 33:3 36:7

**Possible**  
[2] 23:22 26:18

**Post**  
[1] 39:22

**Potential**  
[1] 25:23

**Presence**  
[2] 11:5,9

**PRESENT**  
[1] 2:4

**Presentation**  
[2] 14:22 18:12

**Presented**  
[2] 31:25 33:5

**Presents**  
[1] 33:1

**President**  
[7] 18:17,19 19:13,16 29:17 35:23 36:1

**Press**  
[1] 36:23

**Pretty**  
[3] 8:21 10:19 40:4

**Prevention**  
[1] 21:15

**Previous**  
[1] 8:14

**Previously**  
[1] 8:15

**Primarily**  
[2] 13:5,22

**Principal**  
[1] 8:20

**Printing**  
[2] 12:17 36:21

**Pro**  
[2] 34:21 39:9

**Proactive**  
[1] 21:9

**Problems**  
[2] 13:23,25

**Proceed**  
[1] 24:10

**Proceeding**  
[1] 42:16

**Process**  
[3] 22:14 26:5 28:19

**Procurement**  
[1] 21:8

**Products**  
[3] 12:22 22:21 24:23

**Professional**  
[2] 29:6 34:20

**Profits**  
[1] 28:21

**Program**  
[1] 26:6

**Programs**  
[3] 21:11 26:5 35:5

**Progress**  
[1] 30:18

**Project**  
[7] 22:5,13 23:13 28:14-15 33:18,20

**Projects**  
[5] 7:17 15:4 22:19 27:13 28:3

**Promise**  
[1] 30:1

**Promised**  
[1] 30:12

**Promote**  
[2] 28:25 36:9

**Promotes**  
[1] 36:25

**Promoting**  
[1] 21:21

**Promotions**  
[1] 21:22

**Property**  
[6] 6:12,19,22,24 28:25 33:12

**Proponents**  
[1] 26:17

**Proprietary**  
[1] 15:23

**Proud**  
[3] 30:25 34:9 37:23

**Provide**  
[4] 24:15 26:1 28:21 34:19

**Provided**  
[5] 20:25 34:13,15 36:15,18

**Providers**  
[4] 13:7 14:9,11-12

**Provides**  
[1] 33:12

**Public**  
[9] 1:1,12,16 3:1 13:5 23:6 42:5,7,24

**Publication**  
[2] 36:25 38:18

**Published**  
[2] 26:10 37:1

**Publishing**  
[1] 12:18

**Purchased**  
[1] 10:1

**Purchases**  
[1] 21:4

**Purchasing**  
[1] 21:8

**Purdue**  
[1] 4:7

**Put**  
[3] 9:20 18:2 38:24

Q

**Quality**  
[5] 4:23 7:12 11:10 27:14 29:1

**Qualls**  
[2] 19:23-24

**Questioning**  
[1] 40:16

**Questions**  
[12] 9:21 10:2 15:8 18:5 25:10,12 29:13 31:6 35:21 37:11 40:3,8

**Quick**  
[1] 14:19

**Quickly**  
[1] 37:25

R

**Raised**  
[1] 27:13

**Ramp**  
[1] 22:23

**Random**  
[3] 15:16,18 17:13

**Randomly**  
[3] 15:20,22 16:25

**Ranked**  
[1] 32:22

**Rapidly**  
[1] 13:13

**Rate**  
[3] 15:2 17:11-12

**Rather**  
[2] 16:11 29:23

**Re-hab'd**  
[1] 22:25

**Re-licensing**  
[1] 20:9

**Read**  
[1] 3:25

**Really**  
[3] 9:7 30:23 40:15

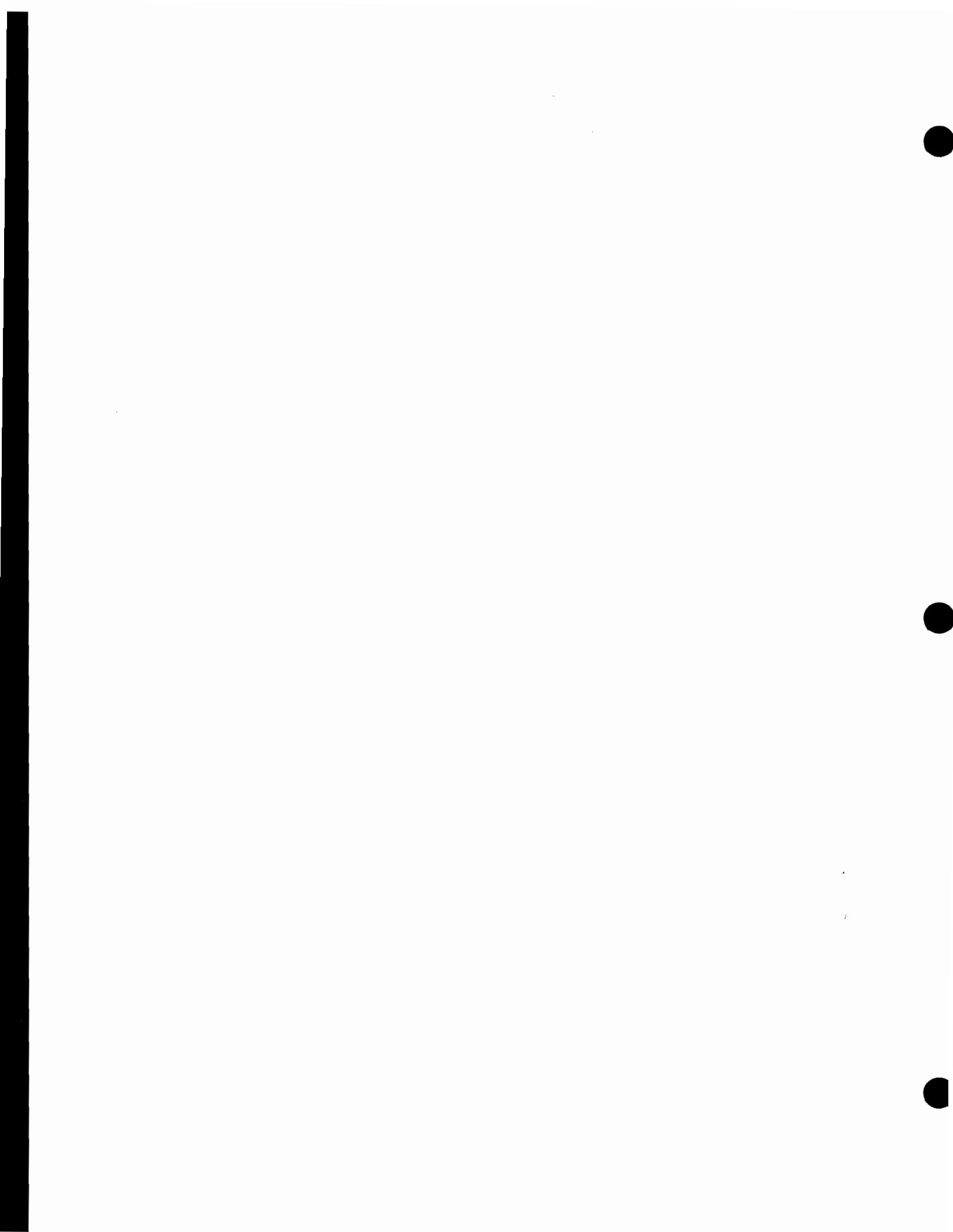
**Reason**  
[2] 38:24

**Reassessment**  
[1] 6:23

**Rebuilding**  
[1] 27:22

**Receive**  
[2] 6:24 23:5

**Received**



[7] 10:5-6, 9 21:7, 12 30:22-23  
**Receiving**  
 [3] 10:13, 16, 18  
**Recent**  
 [1] 34:3  
**Recently**  
 [1] 28:7  
**Recognition**  
 [2] 21:7, 15  
**Recognize**  
 [2] 13:22 14:20  
**Recording**  
 [1] 42:11  
**Recreation**  
 [1] 12:20  
**Reference**  
 [3] 38:1 39:9 41:6  
**Regard**  
 [1] 7:14  
**Regarding**  
 [1] 20:14  
**Regularly**  
 [1] 14:8  
**Regulator**  
 [1] 38:13  
**Regulatory**  
 [2] 24:5 25:2  
**Reimburse**  
 [1] 26:10  
**Reimbursement**  
 [9] 10:7, 9, 17, 19 25:17, 24 26:8-9, 17  
**Related**  
 [3] 10:8 26:2  
**Relationship**  
 [3] 24:2 26:11 27:10  
**Relationships**  
 [1] 14:10  
**Religious**  
 [1] 33:7  
**Remaining**  
 [1] 28:16  
**Remains**  
 [1] 25:5  
**Remarks**  
 [1] 29:25  
**Remind**  
 [1] 4:4  
**Renew**  
 [4] 29:11 35:18 37:8 41:8  
**Renewal**  
 [5] 3:6-7 20:12 39:9 41:6  
**Renewed**  
 [3] 25:9 31:5 41:16  
**Renewing**  
 [2] 38:8 41:2  
**Renovated**  
 [6] 22:10, 13, 17, 23-24 23:1  
**Renovation**  
 [3] 22:15, 19 23:5  
**Reopened**  
 [1] 23:1  
**Repetitious**  
 [1] 27:7  
**Replaced**  
 [1] 23:7  
**Report**  
 [10] 3:17, 25 4:5 6:4 7:9 12:10 14:6 15:6 18:4 25:15  
**Reported**  
 [5] 9:22 10:10, 16, 18 13:18  
**Reporter**  
 [2] 1:25 3:9  
**REPORTER'S**  
 [1] 42:2  
**REPORTING**  
 [2] 1:24  
**Representation**  
 [1] 22:1  
**Representing**  
 [2] 20:7, 10  
**Request**  
 [2] 31:4 37:13  
**Requesting**  
 [1] 20:10  
**Requirements**  
 [3] 21:11, 18 28:1  
**Researcher**  
 [1] 17:9  
**Residents**  
 [3] 7:13 20:19 24:17

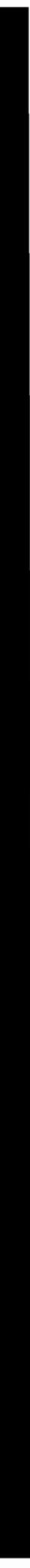
**Resolutions**  
 [1] 24:6  
**Responded**  
 [6] 8:3, 6 9:5, 13, 15 10:5  
**Responses**  
 [1] 16:11  
**Responsible**  
 [3] 21:9, 25 39:23  
**Rest**  
 [3] 9:10 13:1  
**Restaurant**  
 [2] 23:2-3  
**Restaurants**  
 [2] 32:14, 19  
**Restoration**  
 [1] 27:19  
**Restored**  
 [1] 33:17  
**Result**  
 [2] 6:23 31:22  
**Resulted**  
 [1] 14:24  
**Results**  
 [1] 23:22  
**Retail**  
 [3] 8:16 9:19  
**Return**  
 [8] 15:2, 15, 24 16:3 17:11-12 24:15 30:25  
**Returned**  
 [1] 16:17  
**Returns**  
 [1] 24:16  
**Revenue**  
 [9] 6:7, 15, 24 7:15 11:8 14:25 28:25 32:18, 21  
**Revenues**  
 [2] 13:14-15  
**Review**  
 [1] 4:12  
**Reviewing**  
 [1] 5:8  
**Rick**  
 [1] 19:8  
**RICO**  
 [1] 40:14  
**Rink**  
 [1] 27:22  
**Riverboat**  
 [12] 5:1 11:5, 22-23 15:19 20:8, 11 25:4 30:5 31:21 41:2, 6  
**Riverboats**  
 [1] 12:4  
**Riverfront**  
 [5] 7:18 13:12 27:19 33:25 34:2  
**Riverside**  
 [1] 1:19  
**Road**  
 [2] 7:17 28:4  
**Robert**  
 [1] 18:20  
**Role**  
 [1] 31:2  
**Room**  
 [1] 1:18  
**Rose**  
 [3] 2:8 41:10, 20  
**Rough**  
 [1] 40:4  
**Rovicks**  
 [2] 20:1-2  
**Rubeli**  
 [1] 38:21  
**Rules**  
 [1] 24:5  
**Rusher**  
 [4] 1:15, 25 42:5, 24  
**Russell**  
 [1] 23:25

**S**

**Safe**  
 [1] 31:11  
**Sample**  
 [8] 8:2 15:17, 19 16:10, 19 17:13, 17 25:14  
**Samples**  
 [1] 16:8  
**Satisfied**  
 [1] 23:18  
**Saw**

[2] 31:23 40:15  
**School**  
 [1] 6:21  
**Scientific**  
 [2] 8:2 16:19  
**Scientifically**  
 [1] 16:10  
**Seal**  
 [1] 42:18  
**Search-and-rescue**  
 [1] 7:22  
**Second**  
 [8] 8:7, 24-25 15:17 41:9-10, 19-20  
**Secondary**  
 [1] 8:22  
**Section**  
 [1] 14:17  
**Sector**  
 [5] 8:16-17, 19 9:19 13:5  
**Sectors**  
 [2] 12:12  
**Security**  
 [2] 10:3 19:22  
**See**  
 [5] 7:18 11:14, 25 33:11 39:14  
**Seek**  
 [2] 16:23 23:19  
**Seeking**  
 [1] 39:23  
**Select**  
 [1] 15:20  
**Selected**  
 [1] 15:22  
**Senior**  
 [1] 34:18  
**Sense**  
 [6] 6:22 9:7 10:20, 23 11:7, 24  
**September**  
 [1] 42:25  
**Serve**  
 [2] 30:16 38:5  
**Served**  
 [1] 31:19  
**Service**  
 [8] 8:16 13:7, 22 14:3, 8-9, 11-12  
**Services**  
 [5] 1:24 12:17, 21 19:11 24:24  
**Session**  
 [1] 4:10  
**Set**  
 [1] 28:16  
**Seth**  
 [1] 4:9  
**Seven**  
 [3] 9:6, 10, 12  
**Seventeen**  
 [1] 36:5  
**Seventh**  
 [1] 40:1  
**Seventy-five**  
 [1] 5:22  
**Several**  
 [1] 14:25  
**Sewer**  
 [2] 7:16 28:5  
**Shaped**  
 [1] 9:8  
**Shareholders'**  
 [1] 24:14  
**Sheila**  
 [4] 1:15, 25 42:5, 24  
**Ship**  
 [2] 34:12, 14  
**Ships**  
 [1] 34:10  
**Shopping**  
 [1] 32:19  
**Shops**  
 [1] 32:15  
**Short**  
 [1] 30:1  
**Shoulders**  
 [3] 39:14, 20 40:11  
**Show**  
 [3] 3:4 22:12 41:15  
**Side**  
 [5] 39:4, 9, 12 40:2, 4  
**Sidewalks**  
 [1] 28:5  
**Significant**

[3] 27:16 28:11, 22  
**Significantly**  
 [2] 12:13, 23  
**Similar**  
 [1] 14:21  
**Simple**  
 [2] 11:25 12:1  
**Simply**  
 [1] 40:9  
**Simpson**  
 [2] 20:4-5  
**Single**  
 [1] 6:8  
**Site**  
 [1] 6:13  
**Six**  
 [1] 37:1  
**Sixty**  
 [1] 40:6  
**Size**  
 [1] 27:23  
**Skills**  
 [1] 25:23  
**Slightly**  
 [4] 6:20, 24 9:16 12:24  
**Slot**  
 [3] 19:16 22:20, 22  
**Slow**  
 [1] 14:25  
**Slowing**  
 [1] 8:11  
**Small**  
 [1] 14:2  
**Social**  
 [7] 13:7, 22 14:3, 7, 9, 11-12  
**Sort**  
 [1] 7:19  
**Sought**  
 [1] 27:21  
**Sound**  
 [1] 15:1  
**Source**  
 [1] 6:8  
**SOUTHERN**  
 [1] 1:24  
**SPEAKER**  
 [3] 38:10, 13, 23  
**Speaking**  
 [2] 4:6 12:10  
**Specifically**  
 [1] 36:17  
**Spelling**  
 [1] 3:10  
**Spencer**  
 [2] 18:24-25  
**Spend**  
 [1] 22:6  
**Spending**  
 [6] 4:16, 21 5:9 7:1, 3, 12  
**Spent**  
 [7] 5:11-12, 14, 16 7:15 28:2 40:13  
**Sponsoring**  
 [1] 21:22  
**Sponsors**  
 [1] 37:3  
**Spread**  
 [1] 9:11  
**Stability**  
 [2] 24:23 25:2  
**Stadium**  
 [1] 28:13  
**Staff**  
 [6] 10:23 18:15 19:4 29:5 35:3 37:24  
**Stand**  
 [1] 20:9  
**Starbucks**  
 [1] 23:4  
**Start**  
 [2] 3:8 5:7  
**Started**  
 [3] 8:13 16:1 36:20  
**State**  
 [11] 1:17 3:23 21:2, 18 23:18 24:17 40:17 42:1, 6, 24  
**State's**  
 [2] 13:1-2  
**States**  
 [1] 30:19  
**Statistical**



[2] 16:23 25:14  
**Statistically**  
 [4] 15:10 16:7 17:12 25:15  
**Status**  
 [1] 39:15  
**Statutory**  
 [1] 24:5  
**Stay**  
 [1] 33:10  
**Stayed**  
 [1] 32:14  
**Steak**  
 [1] 22:25  
**Stenographic**  
 [2] 1:15 42:10  
**Step**  
 [1] 26:4  
**Stepped**  
 [1] 34:13  
**Stimulate**  
 [2] 21:23 28:24  
**Stood**  
 [2] 20:6 40:20  
**Storm**  
 [2] 7:16 28:6  
**Strange**  
 [1] 16:7  
**Strategic**  
 [1] 24:19  
**Stretch**  
 [1] 17:16  
**Studied**  
 [1] 5:5  
**Study**  
 [2] 32:16,21  
**Stuff**  
 [1] 10:22  
**Subsequently**  
 [1] 30:5  
**Substantial**  
 [1] 36:18  
**Successful**  
 [1] 23:23  
**Successfully**  
 [1] 28:7  
**Sued**  
 [1] 39:22  
**Sufficient**  
 [1] 28:14  
**Suggestion**  
 [1] 14:7  
**Sullivan**  
 [1] 4:8  
**Summarizes**  
 [1] 10:19  
**Summary**  
 [1] 39:25  
**Summer**  
 [1] 34:8  
**Supervision**  
 [1] 42:13  
**Suppliers**  
 [2] 21:5  
**Support**  
 [4] 22:3 36:16,19 37:6  
**Supportive**  
 [1] 35:4  
**Surveillance**  
 [1] 20:4  
**Survey**  
 [7] 7:25 8:3,6,8 9:5 15:11 16:2  
**Surveys**  
 [3] 9:1 15:21 16:17  
**SUV**  
 [1] 10:2  
**Swonder**  
 [2] 27:22-23  
**System**  
 [1] 6:21

**T**

**Table**  
 [1] 19:7  
**Tax**  
 [16] 4:17,21 6:7,9,12,22 7:15  
 11:8 13:14 21:3 25:2 28:25 30:  
 21 32:18,20  
**Taxation**  
 [2] 6:15,19  
**Taxes**  
 [4] 6:6 7:2,4 27:11

**Team**  
 [1] 30:4  
**Technical**  
 [3] 12:9 16:15 20:19  
**Technically**  
 [1] 17:18  
**Techniques**  
 [1] 15:11  
**Ten**  
 [3] 28:10 40:2,12  
**Tentatively**  
 [1] 22:7  
**Terms**  
 [2] 13:8 26:8  
**Terrific**  
 [1] 38:16  
**Theatre**  
 [2] 33:16  
**Themes**  
 [1] 13:8  
**Theoretically**  
 [1] 11:11  
**Thereafter**  
 [1] 42:12  
**They've**  
 [8] 5:15 7:20 8:24 20:20 30:13-  
 14,18,23  
**Third**  
 [6] 8:18,24-25 9:9-10 13:7  
**Thirty**  
 [1] 40:6  
**Thirty-five**  
 [1] 9:14  
**Thirty-nine**  
 [1] 9:4  
**Thirty-six**  
 [1] 9:6  
**Thomas**  
 [1] 2:9  
**Thousand**  
 [1] 17:3  
**Three**  
 [14] 7:8 8:8,10,12 10:16,18 13:  
 4,9,18 20:7,13 25:18 27:16 30:14  
**Throughout**  
 [4] 30:17 36:16 37:4 40:21  
**Ticket**  
 [2] 22:22  
**Ticket-in**  
 [1] 22:22  
**Ticket-out**  
 [1] 22:22  
**Tobacco**  
 [1] 39:22  
**Today**  
 [4] 18:18 20:16 30:7,19  
**Took**  
 [2] 3:11 16:19  
**Top**  
 [1] 32:22  
**Tort**  
 [1] 40:17  
**Total**  
 [3] 6:1 16:22 33:19  
**Totaled**  
 [1] 32:12  
**Totals**  
 [1] 22:5  
**Tough**  
 [2] 30:8 40:15  
**Tourism**  
 [4] 27:15 28:25 33:15 35:13  
**Tournament**  
 [1] 34:19  
**Toward**  
 [1] 33:23  
**Track**  
 [1] 4:15  
**Training**  
 [11] 10:4,6-7,10,13 14:18 25:22  
 26:1-2,5-6  
**Transcribed**  
 [2] 42:12  
**Transfer**  
 [1] 34:6  
**Travelers**  
 [1] 32:23  
**Treatment**  
 [1] 21:15  
**Treats**  
 [1] 14:16

**Trend**  
 [2] 11:20,23  
**Trends**  
 [3] 11:16-17 12:20  
**Tricia**  
 [2] 19:17-18  
**Truck**  
 [2] 7:21 26:16  
**True**  
 [2] 8:4 18:3  
**Truly**  
 [1] 35:3  
**Truman**  
 [1] 17:23  
**Try**  
 [5] 11:4 14:9 16:2 26:16 37:22  
**Trying**  
 [3] 11:24 12:1 40:17  
**Tuition**  
 [8] 10:7,9,16,18 25:17,24 26:9,  
 17  
**Turn**  
 [1] 18:11  
**Turn-downs**  
 [1] 26:14  
**Twice**  
 [1] 20:21  
**Two**  
 [7] 4:7-8 9:5,9,11 36:3 39:8  
**Typewritten**  
 [1] 42:14  
**Typically**  
 [3] 10:2 11:1 17:8

**U**

**Under**  
 [3] 27:18 28:22 42:13  
**Under-performers**  
 [1] 12:16  
**Unemployed**  
 [3] 8:7,10,14  
**UNIDENTIFIED**  
 [3] 38:10,13,23  
**Unions**  
 [1] 12:21  
**Units**  
 [1] 22:22  
**Universe**  
 [1] 3:19  
**University**  
 [2] 4:7,9  
**Unless**  
 [1] 6:23  
**Up**  
 [6] 16:8,25 22:13 26:4 28:10 34:  
 13  
**Update**  
 [1] 40:19  
**Upward**  
 [1] 9:25

**V**

**Valid**  
 [5] 16:10 17:13,17 25:15 41:4  
**Validated**  
 [2] 15:11 16:7  
**Value**  
 [1] 29:9  
**Van**  
 [1] 10:2  
**Vanderburgh**  
 [16] 4:25 5:23 6:21 7:6 11:6,16,  
 21,24 13:17 20:21,24 21:2 24:16  
 35:7-8,16  
**Viability**  
 [1] 24:20  
**Vice**  
 [2] 19:13,16  
**Victory**  
 [1] 33:16  
**VIDEO**  
 [1] 1:24  
**Vigorous**  
 [1] 21:20  
**VIP**  
 [1] 23:1  
**Virtually**  
 [1] 13:9  
**Visitor**  
 [1] 32:23  
**Visitors**

[6] 31:14,17 32:15,25 35:5,10  
**Vowels**  
 [39] 1:7 2:6 3:3,12,15,18 15:7  
 17:23 18:5,9,14,22 19:2 25:11  
 26:19,22,25 27:4 29:12,16 31:8,  
 11 35:20 37:10,15,17 38:9 39:3,  
 6,20 40:7,11,18 41:9,11,15,19,  
 21,24

**W**

**Wage**  
 [1] 11:15  
**Wage-earned**  
 [1] 6:8  
**Wages**  
 [6] 4:16 5:10 6:1,3 7:7 11:18  
**Walking**  
 [1] 34:3  
**Wants**  
 [1] 26:15  
**War**  
 [1] 34:11  
**Warn**  
 [1] 10:22  
**Watched**  
 [1] 36:4  
**Waterpark**  
 [1] 33:23  
**Ways**  
 [1] 17:16  
**Week**  
 [1] 9:14  
**Weeks**  
 [1] 36:3  
**Weinzapfel**  
 [1] 24:3  
**Welcome**  
 [2] 18:13 29:21  
**Whatsoever**  
 [1] 42:17  
**Whereas**  
 [1] 17:3  
**William**  
 [1] 33:1  
**Williams**  
 [1] 39:16  
**Wind**  
 [1] 16:25  
**Window**  
 [1] 7:19  
**Wise**  
 [1] 30:7  
**Wish**  
 [1] 26:25  
**Witness**  
 [1] 42:18  
**Women**  
 [1] 34:20  
**Women's**  
 [1] 34:18  
**Women-owned**  
 [1] 21:6  
**Won**  
 [1] 39:24  
**Wonderful**  
 [2] 33:22 37:24  
**Word**  
 [2] 29:25 40:21  
**Workforce**  
 [1] 20:23  
**World**  
 [1] 34:11  
**Worse**  
 [1] 12:8  
**Worthwhile**  
 [1] 22:4

**Y**

**Year**  
 [18] 5:20 6:4 11:19 20:22 21:12  
 22:12,14,24-25 23:6-7,10 26:4  
 33:4 37:1,4 38:14 41:4  
**Years**  
 [30] 5:18 7:8 8:9-10,12,14 9:3,  
 5-6,9-11 10:14,16,18 14:17,25  
 16:2 20:7,13 24:9 25:18 27:18  
 30:2-3 36:6,15 37:7,25

**Z**

**Zoo**  
 [1] 27:21

