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# MIRICK O'CONNELL

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A T T O R N E Y S   A T   L A W

**Brian R. Falk**  
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t 508.929.1678  
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*VIA EMAIL and HAND DELIVERY*

April 17, 2014

Catherine Blue, Esq., General Counsel  
Massachusetts Gaming Commission  
84 State Street, 10<sup>th</sup> Floor  
Boston, MA 02109

Re: In the Matter of: The Determination of the Premises of the Gaming Establishment  
for Which Mohegan Sun Massachusetts, LLC Seeks a Gaming License

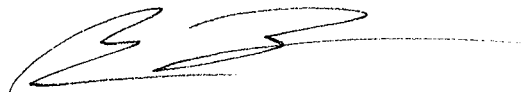
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Dear Attorney Blue:

Enclosed for consideration by the Gaming Commission is the City of Revere's Legal Brief regarding the above-referenced matter.

Please feel free to contact me with any questions or concerns.

Sincerely,



Brian R. Falk

BRF/dcl  
Enclosure

cc: Hon. Daniel Rizzo, Mayor  
Paul Capizzi, Esq., City Solicitor  
John Festa, Director of Economic Development

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**MIRICK, O'CONNELL, DeMALLIE & LOUGEE, LLP**

WORCESTER | WESTBOROUGH | BOSTON

[www.mirickoconnell.com](http://www.mirickoconnell.com)

MASSACHUSETTS GAMING COMMISSION

In the Matter of:

THE DETERMINATION OF THE  
PREMISES OF THE GAMING  
ESTABLISHMENT FOR WHICH  
MOHEGAN SUN MASSACHUSETTS, LLC  
SEEKS A GAMING LICENSE

**MEMORANDUM OF THE CITY OF REVERE**

**Introduction**

This memorandum provides factual information relative to the status of the City of Revere (“Revere”) as the sole Host Community of the gaming establishment for which Mohegan Sun Massachusetts, LLC (“Mohegan Sun”) seeks approval in its RFA-2 application. This memorandum is intended to supplement the memorandum submitted in this matter by Mohegan Sun.

The Gaming Act defines “Host Community” as “a municipality in which a gaming establishment is located or in which an applicant has proposed locating a gaming establishment.” M.G.L. c. 23K, § 2. With respect to the gaming establishment proposed by Mohegan Sun, only one municipality in the Commonwealth meets this definition – Revere.

This memorandum demonstrates that:

1. Revere’s Host Community Agreement with Mohegan Sun and subsequent host community referendum concern a gaming establishment to be located solely within the municipal boundaries of Revere.
2. The project proposed by Mohegan Sun is accessible from Revere and will rely on essential services from Revere.

**I. REVERE’S HOST COMMUNITY AGREEMENT WITH MOHEGAN SUN AND SUBSEQUENT HOST COMMUNITY REFERENDUM CONCERN A GAMING ESTABLISHMENT TO BE LOCATED SOLELY WITHIN THE MUNICIPAL BOUNDARIES OF REVERE.**

Following Revere’s November 5, 2013 host community referendum (the “First Revere Referendum”), Revere began working with Sterling Suffolk Racecourse, LLC (“Suffolk Downs”) on plans for a gaming establishment on property owned by Suffolk Downs and located solely within the municipal boundaries of Revere (the “Project”). Revere was aware that no portion of the Project’s gaming establishment could be located in the City of Boston after voters in East Boston rejected host community status. Local support for the Project was high: 60% of voters said ‘yes’ to a gaming establishment in Revere at the First Revere Referendum, and the Revere City Council voted unanimously on December 2, 2013 in favor of a Revere-only gaming establishment. See City Council Order No. 13-279, previously submitted to the Gaming Commission by Mohegan Sun, and attached hereto as Exhibit A. When considering possible amendments to Revere’s Host Community Agreement with Suffolk Downs (the “First Revere HCA”, previously submitted to the Gaming Commission by Suffolk Downs), Revere knew that its impact fees and other mitigation would need to reflect Revere’s obligation, as the sole host community, to supply all necessary municipal services to the gaming establishment.

The Gaming Commission weighed in on the Project, deliberating over whether the First Revere Referendum and an amended and assigned version of the First Revere HCA were sufficient to accommodate a gaming establishment (now proposed by Mohegan Sun) to be located solely in Revere. See MGC 11-21-13 Transcript at 137 – 226; MGC 12-3-13 Transcript at 97 – 155; MGC 12-10-13 Transcript at 2 – 45. Following those deliberations, the Gaming Commission voted on December 10, 2013 to allow Revere and Mohegan Sun to request a waiver from the requirements of 205 CMR 119.01(7). The wavier would accommodate a second host

community referendum in Revere and allow Mohegan Sun to submit certification of that second referendum after the RFA-2 filing deadline of December 31, 2013. Revere and Mohegan Sun respected the Gaming Commission's position and requested the waiver, which was granted by the Gaming Commission on December 19, 2013. In accordance with the Gaming Commission's suggested timeline, Revere entered a new Host Community Agreement with Mohegan Sun on December 23, 2013 (the "Second Revere HCA", previously submitted to the Gaming Commission by Mohegan Sun) and held a second host community referendum on February 25, 2014 (the "Second Revere Referendum.")

Both the First Revere HCA and the Second Revere HCA, in their respective Recitals #1 and #2, describe the location of the proposed gaming establishment to be licensed by the Gaming Commission:

- Recital #1 and #2 of the First Revere HCA provide:
  1. The Owner is the owner of a 161-acre parcel of land (the "Property") located both in the City and the City of Boston, Massachusetts, of which approximately 45 acres are located in the City and approximately 116 acres are located in the City of Boston, on which the Owner operates historic Suffolk Downs, a thoroughbred horse racing facility licensed pursuant to the provisions of M.G.L. chapter 128A, and which is licensed to conduct simulcast wagering pursuant to the provisions of M.G.L. chapter 128C.
  2. The Owner has filed an application with the Massachusetts Gaming Commission (the "Commission") seeking a license to operate a resort gaming establishment (a "Gaming License") at the Property together with Caesars Massachusetts Management Company, LLC (the "Project") pursuant to the provisions of M.G.L. chapter 23K ("Chapter 23K").

(Emphasis added).

- Recital #1 and #2 of the Second Revere HCA provide:
  1. The Developer has entered into a binding agreement pursuant to which the Developer will hold a long term lease of an approximately 40-acre parcel of land located off of Winthrop Avenue in the City of Revere, Massachusetts, which is a portion of the properties identified by the City's Assessors as Parcel 6-120B-1A and Parcel 4-80-14B (the "Property"), on which it has proposed to construct and

thereafter own and operate a first class resort-style gaming establishment and related amenities (the “Project”, as more particularly described in Exhibit A).

2. The Developer will file an RFA-2 Response (the “RFA-2 Response”) with the Massachusetts Gaming Commission (the “Commission”) seeking to operate the Project pursuant to a category 1 gaming license (a “Gaming License”) at the Property in accordance with the provisions of M.G.L. chapter 23K (“Chapter 23K”).

(Emphasis added).

Therefore, unlike the First Revere HCA, the Second Revere HCA clearly identified a gaming establishment to be located solely in Revere.

The summaries used on the ballot at each of Revere’s host community referendums also describe the location of the proposed gaming establishment:

- The summary on the ballot at the First Revere Referendum (the “First Ballot Summary”, previously submitted to the Gaming Commission by Suffolk Downs) provides:

**The Project**

Suffolk Downs proposes a resort-style casino at the Suffolk Downs racetrack property, located partially in the City and partially in East Boston. Suffolk Downs proposes to invest approximately \$1 billion to develop the casino and make improvements to the regional transportation infrastructure, and expects to generate approximately \$1 billion in gaming revenue each year once the casino is fully constructed. The project is expected to create 2,500 construction jobs and 4,000 permanent jobs.

(Emphasis added).

- The summary on the ballot at the Second Revere Referendum (the “Second Ballot Summary”, previously submitted to the Gaming Commission by Mohegan Sun) provides:

**The Project**

Mohegan Sun proposes a resort-style casino to be located off of Winthrop Avenue in the City. Mohegan Sun proposes to invest more than \$1 billion to develop the casino and make improvements to the regional transportation and other infrastructure, and expects to generate approximately \$1 billion in gaming revenue

each year at maturity. The project is expected to create 2,500 construction jobs and 4,000 permanent jobs.

(Emphasis added).

Consistent with the Second Revere HCA, the Second Ballot Summary informed voters that the gaming establishment would be located solely in Revere.

In addition, various site plans and construction renderings submitted to Revere by Mohegan Sun, including the preliminary plan incorporated as “Exhibit A” to the Second Revere HCA and the plans submitted with Mohegan Sun’s RFA-2 application, show that all structures proposed for the Project will be located solely within Revere’s municipal boundaries. See Affidavit of City Planner Frank Stringi, dated April 15, 2014, and attached hereto as Exhibit B.

Thus, Revere entered the Second Revere HCA with the clear understanding that it would be the sole Host Community for the gaming establishment. At the Second Revere Referendum, voters were asked to approve a gaming establishment to be located solely within Revere, as described in the Second Ballot Summary. Over 63% of voters at the Second Revere Referendum said ‘yes’ to a gaming establishment to be located solely in Revere.

## **II. THE PROJECT IS ACCESSIBLE FROM REVERE AND WILL RELY ON ESSENTIAL SERVICES FROM REVERE.**

### **A. The Project’s Main and Secondary Vehicular Entrances are Located off of Public Ways Located Solely Within Revere.**

The Project’s main entrance driveway for vehicles will be located off of Furlong Drive, which is a public way owned and maintained by the City of Revere from its intersection with Route 1A to approximately its first bend, and which is located entirely within the City of Revere. See Exhibit A. In addition, the Project’s secondary entrance driveway for vehicles will be located off of Winthrop Avenue, which is a public way owned and maintained by the Commonwealth of Massachusetts and located entirely within Revere. Id. Mohegan Sun will pay for significant improvements to Furlong Drive, the intersection of Furlong Drive and Route 1A

(an intersection located entirely within Revere), and the intersection of Winthrop Avenue and Tomasello Drive (an intersection also located entirely within Revere), in order to accommodate one hundred percent of the Project's vehicular traffic. Id.

B. Public Transportation Stations Servicing the Project are Located Solely Within Revere.

As shown in Mohegan Sun's RFA-2 application, the main pedestrian entrance to the Project will be located one block away from the MBTA's Beachmont Blue Line Station, which is located entirely within Revere. In addition, as shown in Mohegan Sun's RFA-2 application, the Project will be served by MBTA bus stops along Winthrop Avenue located entirely within Revere.

C. Revere Will Provide All Water and Sewer Service to the Project.

Mohegan Sun has requested that Revere provide all water and sewer service to the Project. See Affidavit of Donald Goodwin, dated April 15, 2014, and attached hereto as Exhibit C. Based upon studies conducted by Revere's engineering consultants, Revere will be able to provide all water and sewer service to the Project following various infrastructure improvements to Revere's water and sewer systems, to be completed at Mohegan Sun's expense. Id.

D. Revere will Provide Public Safety and Emergency Services to the Project.

Revere's Police Department will provide public safety services to the Project, and due to the financial resources available to Revere through the Second Revere HCA, Revere will not need to rely on mutual aid from neighboring municipal police departments in order to serve the Project. See Letter from Police Chief Joseph Cafarelli to Mitchell Etess, dated January 23, 2014, previously submitted to the Gaming Commission by Mohegan Sun, and attached hereto as Exhibit D. Revere's Fire Department will provide emergency services to the Project, and due to

the financial resources available to Revere through the Second Revere HCA, Revere will not need to rely on mutual aid from neighboring municipal fire departments in order to serve the Project. See Letter from Fire Chief Eugene W. Doherty to Mitchell Etess, dated January 23, 2014, previously submitted to the Gaming Commission by Mohegan Sun, and attached as Exhibit E.

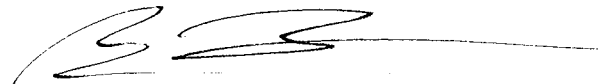
### **Conclusion**

For the reasons stated above, as well as the reasons set forth in Mohegan Sun's memorandum, the City of Revere is the sole Host Community of the gaming establishment for which Mohegan Sun seeks approval in its RFA-2 application.

Respectfully submitted,

THE CITY OF REVERE

By its attorney,



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Brian R. Falk, Esq. BBO #667425  
Mirick, O'Connell, DeMallie & Lougee, LLP  
100 Front Street  
Worcester, MA 01608-1477  
(508) 791-8500  
bfalk@mirickoconnell.com

Dated: April 17, 2014



# Exhibit A



City of Revere  
City Council

City Council Order No. 13-279

Date: December 2, 2013

Offered by Revere City Council

**RESOLUTION AFFIRMING SUPPORT FOR A GAMING ESTABLISHMENT LOCATED OFF OF WINTHROP AVENUE**

WHEREAS, the Mayor, City Council and citizens of Revere have consistently urged the owners of Suffolk Downs to locate all or a more substantial portion of the proposed gaming establishment in the City of Revere;

WHEREAS, the Mayor, City Council, and citizens of Revere intended a flexible Host Community Agreement that allows for the location of a gaming establishment solely within the boundaries of Revere;

WHEREAS, the citizens of the City of Revere were aware that the proposed gaming establishment located off of Winthrop Avenue in the City of Revere might be located solely in Revere if the votes of East Boston rejected the dual community proposal;

WHEREAS, after the withdrawal of Caesars, Suffolk Downs made clear throughout the referendum campaign that it would find a new qualified gaming operator to manage and develop any proposed gaming establishment; and

WHEREAS, the results of the November 5, 2013 referendum demonstrated overwhelming support for a gaming establishment located off of Winthrop Avenue by the votes of the Beachmont neighborhood, which is the most impacted Revere neighborhood, and the citizens of Revere generally.

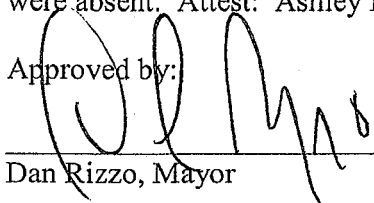
NOW, THEREFORE, BE IT RESOLVED by the Revere City Council as follows:

1. That the City Council hereby ratifies and confirms the foregoing recitals and affirms its support and the support of the citizens of Revere for a gaming establishment located off of Winthrop Avenue entirely within the City of Revere.
2. That the City Council hereby affirms that the Host Community Agreement provides the flexibility for the location of a gaming establishment entirely within the City of Revere.
3. That the City Council hereby confirms that the affirmative referendum vote, which was a land use vote, remains in effect for the proposed Revere-only project.

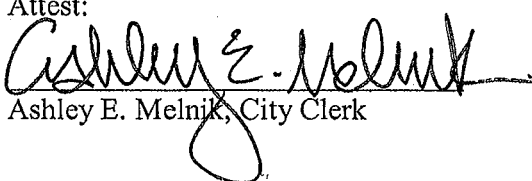
In City Council December 2, 2013:

Ordered on a Roll Call: Councillors Arrigo, Correggio, Giannino, Guinasso, Haas, Patch, Penta, Zambuto, and Council President Novoselsky voting "YES." Councillors Powers and Reardon were absent. Attest: Ashley E. Melnik, City Clerk

Approved by:

  
Dan Rizzo, Mayor

Attest:

  
Ashley E. Melnik, City Clerk

Date: Dec. 2, 2013

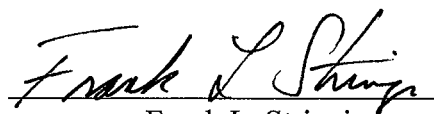
# Exhibit B

## **AFFIDAVIT OF FRANK L. STRINGI**

I, Frank L. Stringi, being first duly sworn, depose and say as follows:

1. I am the duly appointed City Planner of the City of Revere, a position I have held for 31 years.
2. In my official capacity, I am responsible for coordinating the City's review of permit applications for large projects.
3. In my official capacity, I serve as Chair of the City's Site Plan Review Committee and Clerk of the City's Planning Board.
4. In my official capacity, I routinely meet with developers of large projects in advance of formal applications.
5. In December of 2014, representatives of Mohegan Sun Massachusetts LLC ("Mohegan Sun") initiated discussions with me regarding the proposed resort casino to be located in the City of Revere (the "Project").
6. I have reviewed various site plans and construction renderings submitted to the City of Revere by Mohegan Sun, including the preliminary plan incorporated as "Exhibit A" to Revere's Host Community Agreement with Mohegan Sun (the "HCA") and the plans submitted with Mohegan Sun's RFA-2 application to the Massachusetts Gaming Commission ("Mohegan Sun's Plans.")
7. Based upon my review of Mohegan Sun's Plans, all structures proposed by Mohegan Sun as part of the Project will be located within the municipal boundaries of the City of Revere.
8. Based upon my review of Mohegan Sun's Plans, the Project's main entrance driveway for vehicles will be located off of Furlong Drive, which is a public way owned and maintained by the City of Revere from its intersection with Route 1A to approximately its first bend, and which is located entirely within the City of Revere.
9. Based upon my review of Mohegan Sun's Plans, the Project's secondary entrance driveway for vehicles will be located off of Winthrop Avenue, which is a public way owned and maintained by the Commonwealth of Massachusetts and located entirely within the City of Revere.
10. Based upon my review of Mohegan Sun's Plans, the HCA and discussions with Mohegan Sun representatives, Mohegan Sun will, as part of the Project, pay for significant improvements to Furlong Drive, the intersection of Furlong Drive and Route 1A (said intersection being located entirely within the City of Revere), and the intersection of Winthrop Avenue and Tomasello Drive (said intersection being located entirely within the City of Revere) in order to accommodate one hundred percent of the Project's vehicular traffic.

Executed under the pains and penalties of perjury this 5 day of April, 2014.

  
Frank L. Stringi

# COMMONWEALTH OF MASSACHUSETTS

Suffolk, ss.

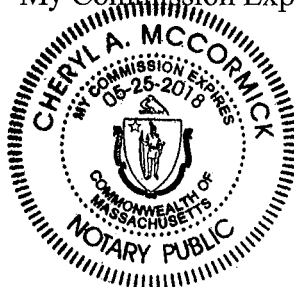
On July 15, 2014, before me, the undersigned notary public, personally appeared Frank L. Stringi (the "Principal"), and acknowledged to me that the Principal signed the preceding or attached document voluntarily for its stated purpose and who swore or affirmed to me that the contents of the document are truthful and accurate to the best of his knowledge and belief. The Principal proved to me through satisfactory evidence of identification that the Principal is the person whose name is signed on the preceding or attached document. The satisfactory evidence of identification provided to me was:

- ☐ A current document issued by a federal or state government agency bearing the photographic image of the Principal's face and signature; or
- ☐ On the oath or affirmation of a credible witness unaffected by the document or transaction who is personally known to the notary public and who personally knows the Principal; or
- ☒ Identification of the Principal based on the notary public's personal knowledge of the identity of the Principal; or
- ☐ The following evidence of identification: \_\_\_\_\_

Notary Public: Cheryl A. McCormick

Printed Name: Cheryl A. McCormick

My Commission Expires: May 25, 2018



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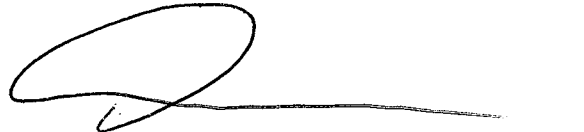
# Exhibit C

## **AFFIDAVIT OF DONALD GOODWIN**

I, Donald Goodwin, being first duly sworn, depose and say as follows:

1. I am the duly appointed Superintendent of the Department of Public Works of the City of Revere.
2. In my official capacity, I am responsible for reviewing and approving applications to connect properties to the City of Revere's water and sewer systems.
3. In my official capacity, I routinely meet with developers of large projects in advance of formal applications.
4. In December of 2014, representatives of Mohegan Sun Massachusetts LLC ("Mohegan Sun") initiated discussions with me regarding the proposed resort casino to be located in the City of Revere (the "Project").
5. Mohegan Sun's representatives have requested that the City of Revere provide all water and sewer service to the Project, without relying on any water or sewer service from neighboring municipalities.
6. Since early December of 2014, I have been working with various City departments and representatives of Mohegan Sun to determine what infrastructure improvements to the City of Revere's water and sewer systems will be necessary to service the Project.
7. Based upon studies conducted by the City of Revere's engineering consultants, the City of Revere will be able to provide all water and sewer service to the Project following various infrastructure improvements to the City of Revere's water and sewer systems.
8. Mohegan Sun has agreed to pay for the necessary infrastructure improvements to the City of Revere's water and sewer systems, through a combination of connection fees, inflow and infiltration fees, and other payments to the City of Revere.

Executed under the pains and penalties of perjury this 15<sup>th</sup> day of April, 2014.



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Donald Goodwin



COMMONWEALTH OF MASSACHUSETTS

Suffolk, ss.

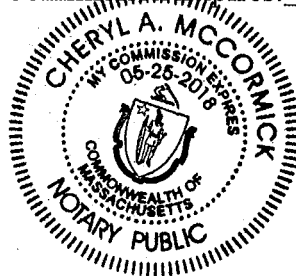
On July 15, 2014, before me, the undersigned notary public, personally appeared Donald Goodwin (the "Principal"), and acknowledged to me that the Principal signed the preceding or attached document voluntarily for its stated purpose and who swore or affirmed to me that the contents of the document are truthful and accurate to the best of his knowledge and belief. The Principal proved to me through satisfactory evidence of identification that the Principal is the person whose name is signed on the preceding or attached document. The satisfactory evidence of identification provided to me was:

- ☐ A current document issued by a federal or state government agency bearing the photographic image of the Principal's face and signature; or
- ☐ On the oath or affirmation of a credible witness unaffected by the document or transaction who is personally known to the notary public and who personally knows the Principal; or
- ☒ Identification of the Principal based on the notary public's personal knowledge of the identity of the Principal; or
- ☐ The following evidence of identification: \_\_\_\_\_

Notary Public: Cheryl A. McCormick

Printed Name: Cheryl A. McCormick

My Commission Expires: May 25, 2018



[Seal]

# Exhibit D



DANIEL RIZZO  
Mayor

# The City of REVERE, MASSACHUSETTS

POLICE DEPARTMENT  
Joseph Cafarelli • CHIEF OF POLICE  
400 REVERE BEACH PARKWAY, REVERE, MA 02151

(781) 286-8326 FAX (781) 286-8328

January 23, 2014

Mitchell Etess  
Mohegan Sun Massachusetts, LLC  
One Mohegan Sun Boulevard  
Uncasville, CT 06382

RE: Mutual Aid – Revere Police Department

Dear Mr. Etess:

As provided by Mass. Gen. Laws ch. 40, section 8G, the City of Revere Police Department is a party to a number of mutual aid agreements with neighboring municipalities, including an agreement with the City of Everett. Public safety services can be greatly enhanced through a mutual aid agreement, the obvious benefit of which is assistance from outside police departments should the need arise.

However, it is my opinion that no increase in mutual aid assistance from any of Revere's neighboring municipalities is to be expected because of the opening of the proposed gaming facility at Suffolk Downs in Revere. The expected financial resources available to the City, as provided in the Host Community Agreement with Mohegan Sun, should adequately support the public safety demands associated with the gaming facility. Assuming the allocation of these financial resources to address public safety needs, I have no reason to anticipate any increased demand for mutual aid once the gaming facility is open to the public.

If you have any questions or require additional information, please do not hesitate to contact me.

Sincerely,

A handwritten signature in black ink, appearing to read "Joseph Cafarelli".

Joseph Cafarelli  
City of Revere Police Chief

# Exhibit E



DANIEL RIZZO  
Mayor

# The City of REVERE, MASSACHUSETTS

## FIRE DEPARTMENT

EUGENE W. DOHERTY • CHIEF OF DEPARTMENT

400 BROADWAY, REVERE, MA 02151

781-286-8365 • FAX 781-286-8375

January 23, 2014

Mitchell Etess  
Mohegan Sun Massachusetts, LLC  
One Mohegan Sun Boulevard  
Uncasville, CT 06382

**RE: Mutual Aid – Revere Fire Department**

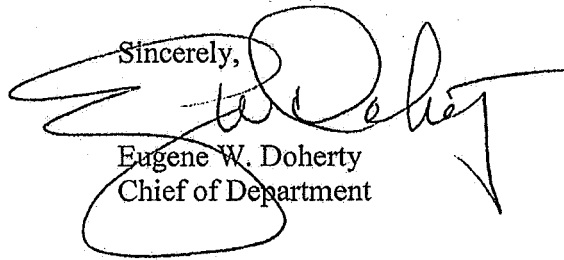
Dear Mr. Etess:

As provided by Mass. Gen. Law's Ch. 48, section 59A, the City of Revere Fire Department and its counterparts in neighboring communities provide and receive mutual aid assistance. Revere is a party to the MetroFire, Inc., mutual aid agreement. Fire safety and emergency services can be greatly enhanced through mutual aid, the obvious benefit of which is assistance from neighboring fire departments should the need arise.

However, it is my opinion that no increase in mutual aid assistance from any of Revere's neighboring municipalities is to be expected because of the opening of the proposed gaming facility at Suffolk Downs in Revere. The expected financial resources available to the City, as provided in the Host Community Agreement with Mohegan Sun, should adequately support the demands on fire and emergency services associated with the gaming facility. Assuming the allocation of these financial resources to address fire and emergency service needs, I have no reason to anticipate any increased demand for mutual aid once the gaming facility is open to the public. Moreover, although Revere and the City of Malden share a fire station with separate and distinct facilities on the north side of Revere, I do not anticipate any increase in mutual aid assistance from the City of Malden from the shared station due to the proposed gaming facility at Suffolk Downs.

If you have any questions or require additional information, please do not hesitate to contact me.

Sincerely,



Eugene W. Doherty  
Chief of Department