



## **MASSACHUSETTS GAMING COMMISSION MEETING**

Thursday, May 30, 2013

9:30 am

Boston Convention and Exhibition Center

415 Summer Street, Room 103

Boston, MA



Massachusetts Gaming Commission

84 State Street, 10th Floor, Boston, Massachusetts 02109 | TEL 617.979.8400 | FAX 617.725.0258 | [www.massgaming.com](http://www.massgaming.com)



## **NOTICE OF HEARING/MEETING and AGENDA**

**May 30, 2013 Meeting**

Pursuant to the Massachusetts Open Meeting Law, G.L. c. 30A, §§ 18-25, notice is hereby given of a meeting of the Massachusetts Gaming Commission. The meeting will take place:

Thursday, May 30, 2013

9:30 a.m.

Boston Convention and Exhibition Center

415 Summer Street, Room 103

Boston, Massachusetts

### **PUBLIC MEETING - #68**

1. Call to order
2. Approval of Minutes
  - a. May 16, 2013
3. Presentations:
  - a. Helena Fruscio, Creative Economy Director – Executive Office of Economic Development
  - b. Mary Jordan, Director – Division of Agricultural Markets and Catherine Deronde, MA Department of Agriculture
4. Administration – Rick Day, Executive Director
  - a. General Administrative Update
  - b. Master Schedule – John Ziemba, Ombudsman and Karen Wells, Director, IEB
    - i. Region C
    - ii. Category 1 Application Date
    - iii. Category 2 Application Schedule
5. Ombudsman Report – John Ziemba
  - a. Everett Voter Notification
  - b. RPA Contracts
  - c. Gaming Policy Advisory Committee Chair
6. Legal Report – Catherine Blue and Todd Grossman
  - a. Steps to Licensing
  - b. Application Form
7. Racing Division - Jennifer Durenberger, Director
  - a. Administrative Update



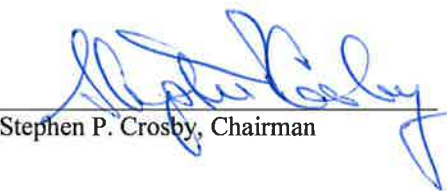
Massachusetts Gaming Commission

8. Hearing – Racing Division Appeal

9. Other business – reserved for matters the Chair did not reasonably anticipate at the time of posting

I certify that on this date, this Notice was posted as “Gaming Commission Meeting” at [www.massgaming.com](http://www.massgaming.com) and emailed to: [regs@sec.state.ma.us](mailto:regs@sec.state.ma.us), [melissa.andrade@state.ma.us](mailto:melissa.andrade@state.ma.us), [brian.gosselin@state.ma.us](mailto:brian.gosselin@state.ma.us).

5/24/13  
(date)

  
Stephen P. Crosby, Chairman

**Date Posted to Website:** May 24, 2013 at 3:00 p.m.



Massachusetts Gaming Commission

84 State Street, 10th Floor, Boston, Massachusetts 02109 | TEL 617.979.8400 | FAX 617.725.0258 | [www.massgaming.com](http://www.massgaming.com)



## Meeting Minutes

**Date:** May 16, 2013

**Time:** 9:30 a.m.

**Place:** Division of Insurance  
1000 Washington Street  
1<sup>st</sup> Floor, Meeting Room 1-E  
Boston, Massachusetts

**Present:** Commissioner Stephen P. Crosby, Chairman  
Commissioner Gayle Cameron  
Commissioner James F. McHugh  
Commissioner Bruce Stebbins  
Commissioner Enrique Zuniga

**Absent:** None.

Clicking on the time posted in the margin will link  
directly to the appropriate section of the video.

### Call to Order

See transcript page 2.

9:34 a.m. Chairman Crosby opened the 67th public meeting.

### Applicant Appeal

See transcript page 2.

9:35 a.m. The appeal originally scheduled has been canceled.

### Approval of Minutes

See transcript pages 2-8.

9:35 a.m. Commissioner McHugh stated that the minutes for the May 3 meeting are ready for approval. The minutes now have the time posted in the margin, with the electronic version of the minutes linking directly to the video recording. Commissioner Zuniga recommended making several changes to the minutes.

*Motion made by Commissioner McHugh that the minutes of May 3, 2013 be approved with the corrections discussed. Motion seconded by Commissioner Cameron. The motion passed unanimously.*

**Administration**

Report by Executive Director Day. See transcript pages 10-87.

9:42 a.m. Director Day stated that the Commission is beginning interviews for the Director of Licensing position, waiting for background on finalists for the Director of Workforce and Supplier Development and the Director for Research and Problem Gambling, and identifying candidates for the Chief Information Officer interviews next week. The executive search firm is still working to find suitable CFAO candidates.

9:46 a.m. The Commission discussed whether to set aside 30 minutes during each meeting to receive public comment from individuals who sign prior to the meeting. The Commission was in agreement that the existing process of receiving written and oral public comment on specific issues is sufficient and setting aside time each meeting would add little value.

9:56 a.m. Director Day outlined the Commission's evaluation plan for Category 2 applications. After the Commission receives the applications, the licensing team will review the applications for completeness and distribute the appropriate materials to the five evaluation teams. The applicant will then have the opportunity to make a short introductory presentation to the Commission. Each of the five evaluation teams will review its assigned evaluation criteria category for all applicants. There will be an opportunity for public input meetings, questions to the applicants, and a hearing in the host community. The evaluation teams will then report their recommendations to the full Commission and the Commission will consider the reports at a public meeting. From receipt of the applications to the final decision, Director Day expects that the process will take approximately 70 days.

The Commission discussed the scope of the work of each of the five evaluation teams and whether to have a single project coordinator overseeing all the teams. The Commission was in agreement that having a Commissioner participate in each of the evaluation teams would be beneficial. Applicants will be allowed to cure material deficiencies in the application, such as deficiencies of statutorily required information, within seven days after receipt of the application. The applicants will have 14 days after the receipt of the application to correct minor deficiencies.

10:41 a.m. The Commission agreed that each applicant would receive 90 minutes at the beginning of the process to make an introductory presentation regarding their application. All applicants for a region or license category will be held on the same day, and Commissioner Zuniga recommended that the order of presentations be randomly assigned. The Commission will not be asking questions during the

introductory presentation, but will have sufficient opportunity to question the applicants during the public hearing on the application.

10:46 a.m. The Commission discussed how it will be choosing the winner for each license. The Commission agreed that it should not count the number of categories each applicant did best in, but instead should look at the bigger picture and evaluate the overall quality of each applicant. Under the Commission's regulations, a vote by the Commission constitutes the award of the license.

10:56 a.m. The Commission's regulations specify that the Commission will use the evaluation criteria in the regulations, among others. The Commission may use additional criteria it had not previously anticipated, but Commissioner McHugh pointed out that it may not be fair to treat a new criteria as dispositive without first allowing all applicants to submit additional information regarding that criteria.

11:05 a.m. The RFP for the financial advisor is ready to go and Commissioner Stebbins anticipates that the RFP for the other two advisors will be ready within the next week and a half.

*Motion made by Commissioner McHugh that the Commission adopt as its evaluation matrix and thus the basis for constructing the application and evaluating responses to the RFA-2 applications the version of the matrix currently embodied in 4.C.i of today's meeting packet. Motion seconded by Commissioner Stebbins. The motion passed unanimously.*

11:08 a.m. The Commission took a brief recess.

### **Ombudsman Report**

Report by Ombudsman Ziemba. See transcript pages 87-136.

11:16 a.m. Ombudsman Ziemba discussed the comments that the Commission received regarding moving the RFA-2 application deadline for Category 1 applications to early December or early November. Many of the comments expressed concern with meeting an earlier deadline. The Commission was in agreement that it should finalize the deadline at the next public meeting.

11:30 a.m. Ombudsman Ziemba presented a draft schedule for Region C. Scoping meetings prior to submission of the RFA-1 application were scheduled to start September 3, 2013; the RFA-1 deadline would be October 3, 2013; the IEB would complete its suitability determinations prior to March 23, 2014; the Commission would then conduct its hearings and issue suitability determination by July 8, 2014; the RFA-2 application deadline is set for September 3, 2014; and the Commission will make a final decision on issuing a license in December of 2014.

The Commission considered how it could condense the timeframe while avoiding straining IEB's resources and allowing all parties sufficient time to prepare an

application. The Commission agreed to start the process one month earlier than planned and condense the entire process by two months in order to finish three months ahead of the schedule. The staff will update the Region C timeline and present it at the next public meeting.

Chairman Crosby questioned whether the Commission should set a deadline for an applicant to designate a site in Region C even though the Commission never required such a designation in Regions A and B. Although such a requirement would be helpful for suitability investigations, the Commission agreed not to set a deadline for a site designation. The Commission will instead place in the regulations language that will allow the Commission to require site designation upon sufficient notice to the applicant if the designation is necessary for the suitability investigations.

The Commission discussed whether to allow current applicants who want to participate in the Region C process to enter without paying an additional \$400,000 application fee and without being required to meet the same deadlines for submission of an RFA-1 application. The Commission agreed that applicants who have already progressed through the suitability investigations process and have qualified would only be required to submit any new parties for qualification and at a slightly later date than the date for entirely new applicants and would not have to pay an additional application fee.

*Motion made by Commissioner McHugh that the Commission allow any applicant for Category 1 license in Region C that has favorably concluded suitability during the Region A, Region B, or Category 2 processes, to file an RFA-1 supplement and an RFA-2 application without paying the \$400,000 application fee to the extent not necessary to cover the supplemental investigations. Motion seconded by Commissioner Cameron. The motion passed unanimously.*

*Motion made by Commissioner McHugh that the Commission allow any applicant for Category 1 license in Region C that has favorably concluded suitability during the Region A, Region B, or Category 2 processes, to file an RFA-1 supplement at a date later than the date for applicants who have not participated in the Region A, Region B, or Category 2 processes. Motion seconded by Commissioner Cameron. The motion passed unanimously.*

## **IEB Report**

Report by Director Wells. See transcript pages 136-141.

- 12:10 p.m. Director Wells provided an overview of the IEB's position on confidentiality of supplemental investigatory material. If the Commission receives a request for disclosure of the supplemental information, the IEB will notify the applicant and provide an opportunity to respond. She anticipates that the majority of the materials will be confidential. Despite the setbacks to the original plans of PPE Casino Resorts MA and Springfield Gaming and Redevelopment, the IEB is still conducting investigations at the applicants' requests. PPE is looking at other locations for its Category 2 project.

**Racing Division**

Report by Director Durenberger. See transcript pages 141-150.

- 12:15 p.m. Director Durenberger was joined by Mr. Edward Nowak, President of the Standardbred Owners of Massachusetts. Mr. Nowak represents standardbred owners in the Commonwealth. His organization wishes to be designated as the organization to administer a series of sire stakes programs and the Mass. bred breeders program. His organization was annually appointed by the State Racing Commission since 1992, and he is now seeking reappointment from the Gaming Commission.

*Motion made by Commissioner Zuniga that the Commission approve the request from the Standardbred Owners of Massachusetts to be recognized as a duly organized representative group of the standardbred breeders and to administer the Massachusetts standardbred breeding program and sire stakes. Motion seconded by Commissioner McHugh. The motion passed unanimously.*

- 12:23 p.m. The Commission adjourned for lunch.

**Research Agenda**

See transcript pages 150-193.

- 1:05 p.m. Dr. Rachel Volberg presented a status report of the research agenda. She described the difficulties involved with conducting the study stemming from the staggered openings of the gaming establishments, and she emphasized the need for cooperation between her team and the Commission and licensees to get the best data possible. Dr. Volberg agreed to assist in drafting the third phase of regulations to the extent that the regulations interact with the research agenda. Commissioner McHugh asked that Dr. Volberg's team make an effort to assign a monetary value to every impact from gaming.

**Springfield Referendum Notice**

See transcript pages 193-201.



- 2:01 p.m. The Commission received a copy of the referendum notice from the City of Springfield for approval. The staff recommends the notice, be approved since it complies with the regulations. This notice and the accompanying letter will be sent to all registered voters.

*Motion made by Commissioner McHugh to approve the City of Springfield's notice of the host community election prior to determination of suitability in the form submitted to the Commission. Motion seconded by Commissioner Cameron. The motion passed unanimously.*

### **Proposed Phase 2 Regulations**

See transcript pages 201-296.

- 2:09 p.m. General Counsel Blue and Attorney Grossman reviewed the most recent version of the Phase 2 regulations and the updates to the Phase 1 regulations. Commissioner McHugh recommended that the Commission not include the language "vulnerable population," as used on the second page of the Phase 1 regulation updates, unless the Commission defines that language first. The Commission authorized Attorney Grossman to define the term prior to publishing the regulations.

Attorney Grossman stated that he needs to update the process for becoming a surrounding community so that the petitioner must also demonstrate that the request is reasonable in scope. Commissioner McHugh also asked that Attorney Grossman change "reasonably aware" in § 108.03(2) to "aware" and to limit the scope of that section to requests received from Massachusetts. Attorney Grossman recommended adding the word "overall" prior to the word "response" in the second paragraph of § 119.03. The Commission decided to remove the language that would allow 10% of the value of the land to be used in the calculation of the total investment.

- 3:08 p.m. The Commission took a brief recess.
- 3:20 p.m. The Commission continued reviewing each section of the proposed Phase 2 regulations. Commissioner McHugh recommended and the Commission agreed to temporarily remove § 129 regarding transfers of interest due to the confusion behind the term "Commonwealth's share."
- 3:33 p.m. Chairman Crosby asked that Attorney Grossman narrow the language in the Phase 1 regulations concerning challenges to the Commission's failure to act, and then recirculate the updated language prior to publishing the regulations.

*Motion made by Commissioner McHugh to approve the regulations in the form presented for sections 205 CMR 102-131, leaving out section 129, with the changes agreed upon and reserving the right to allow staff to make further editorial changes that do not materially change the regulations, and to circulate the changes agreed*

*upon to the Commission prior to publication. Motion seconded by Commissioner Zuniga. The motion passed unanimously.*

- 3:54 p.m. Attorney Grossman stated that there is no additional small business impact from the adjustments to the regulations after the public hearing. Attorney Grossman recommended delegating to Commissioner McHugh the authority to approve the final small business impact statement.

*Motion made by Commissioner Cameron to follow Attorney Grossman's recommendation and appoint Commissioner McHugh to approve the final draft of the small business impact statement. Motion seconded by Commissioner Zuniga. The motion passed unanimously.*

- 3:56 p.m. The Commission discussed the draft "42 Simple Steps to Issue a Gaming License" and the draft "41 Simple Steps to Issue a Gaming License". Commissioner Crosby recommended that the Commission move steps 22-25 to between steps 17 and 18. The Commission discussed whether it would ask for a best and final offer, and agreed not to ask for a best and final offer from Category 2 applicants but still retain the option to discuss with applicants how they can improve certain aspects of the applications. The Commission would leave the option to ask for a best and final offer from Category 1 applicants, but applicants should assume that the Commission will not be asking for a best and final offer.

- 4:13 p.m. *Motion made to adjourn, motion seconded and carried unanimously.*

#### **List of Documents and Other Items Used at the Meeting**

1. Massachusetts Gaming Commission May 16, 2013 Notice of Meeting and Agenda
2. Massachusetts Gaming Commission May 3, 2013 Meeting Minutes
3. Massachusetts Gaming Commission July 18, 2012 Memorandum Regarding Meeting/Speaking Request Policy and New Public Speak-Out
4. Evaluation Process – Slots Parlor
5. Category 1 and Category 2 Evaluation Criteria
6. May 15, 2013 Suffolk Downs Memorandum
7. Written Comments
8. Draft Region C Schedule Potential Benefits
9. Massachusetts Gaming Commission 5-10-2013 Region C Draft Schedule
10. Massachusetts Gaming Commission Draft Regulations
11. Draft 42 Simple Steps to Issue a Gaming License – Category 1
12. Draft 41 Simple Steps to Issue a Gaming License – Category 2

/s/ Catherine Blue  
Catherine Blue  
Assistant Secretary



THE HECK

WHAT ^ IS  
THE CREATIVE ECONOMY?

# NON-PROFIT ORGANIZATIONS



## Industry:

Museums

Theatres

Performance venues

## Examples:

Tanglewood

Hanover Theatre

Peabody Essex Museum

Institute of Cont. Art



# FOR PROFIT BUSINESSES



## Industry:

Marketing & Advertising  
Architecture  
Visual Arts & Craft  
Design  
Film, Video, & Animation  
Digital Games  
Music & Entertainment  
Publishing

## Examples:

Puma

Artaic

Interprint Inc.

Storey Publishing

The Boston Globe

Continuum

HarmoniX

Bow & Drape

Mullen

# SOLE PROPRIETORS & INDIVIDUALS



## Industry:

Freelance Designers  
Writers  
Musicians  
Artists/Artisans  
Marketing Consultants  
Entrepreneurs

## Example:

Matt Damon  
James Taylor  
Alice Hoffman  
Yoyo Ma

# CREATIVE COMMUNITIES



## Type:

Municipalities  
Counties  
Regions  
States

## Example:

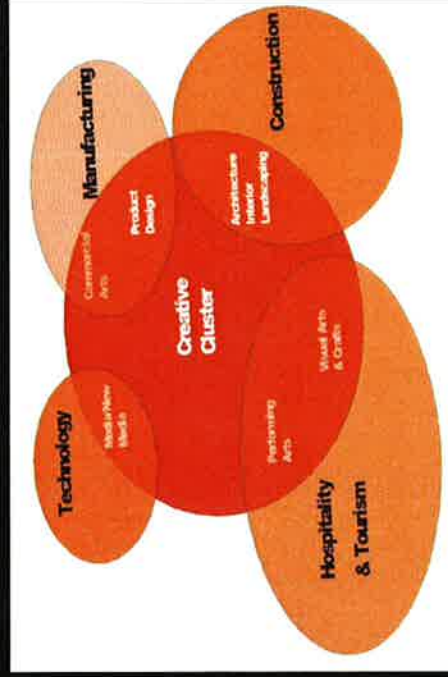
New Bedford  
Lowell  
North Adams  
Provincetown  
Salem



# Creative Industries

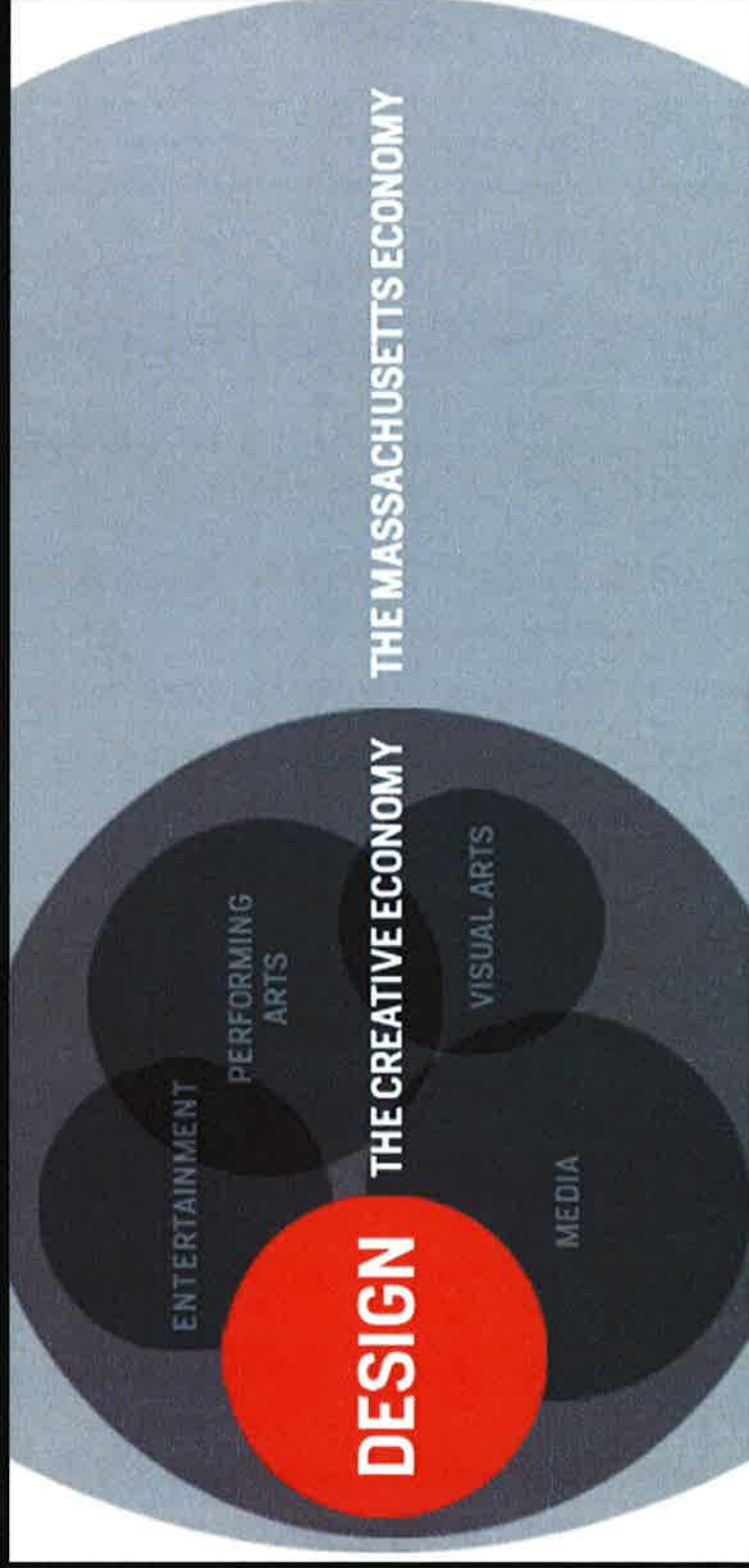


Marketing
Architecture
Visual Arts + Craft
Design
Film + Media
Digital Games
Music + Entertainment
Publishing



Why does the government care  
about the creative economy?

# Over 100,000 Jobs in the State's Workforce



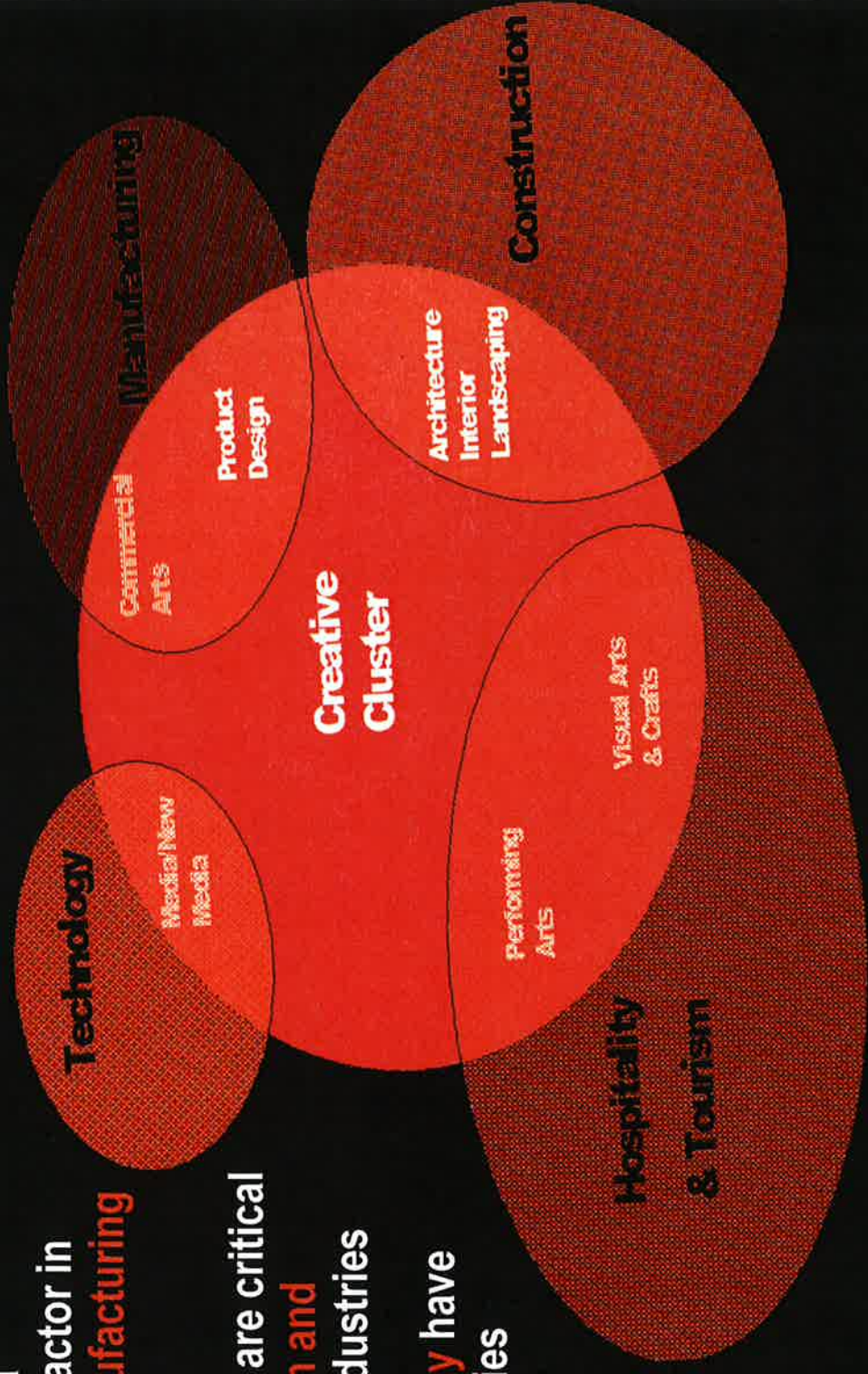


# Enhances Other Economic Sectors

Design can be a competitive factor in keeping **manufacturing** competitive

Creative assets are critical to the **tourism** and **hospitality** industries

Art & **technology** have many synergies



# Enhances Quality Of Life

- Amenities becoming tools to attract workers
- Clusters of “creatives” attract business
- Corporate location decisions rooted in quality of life
- Downtowns revitalized and re-energized

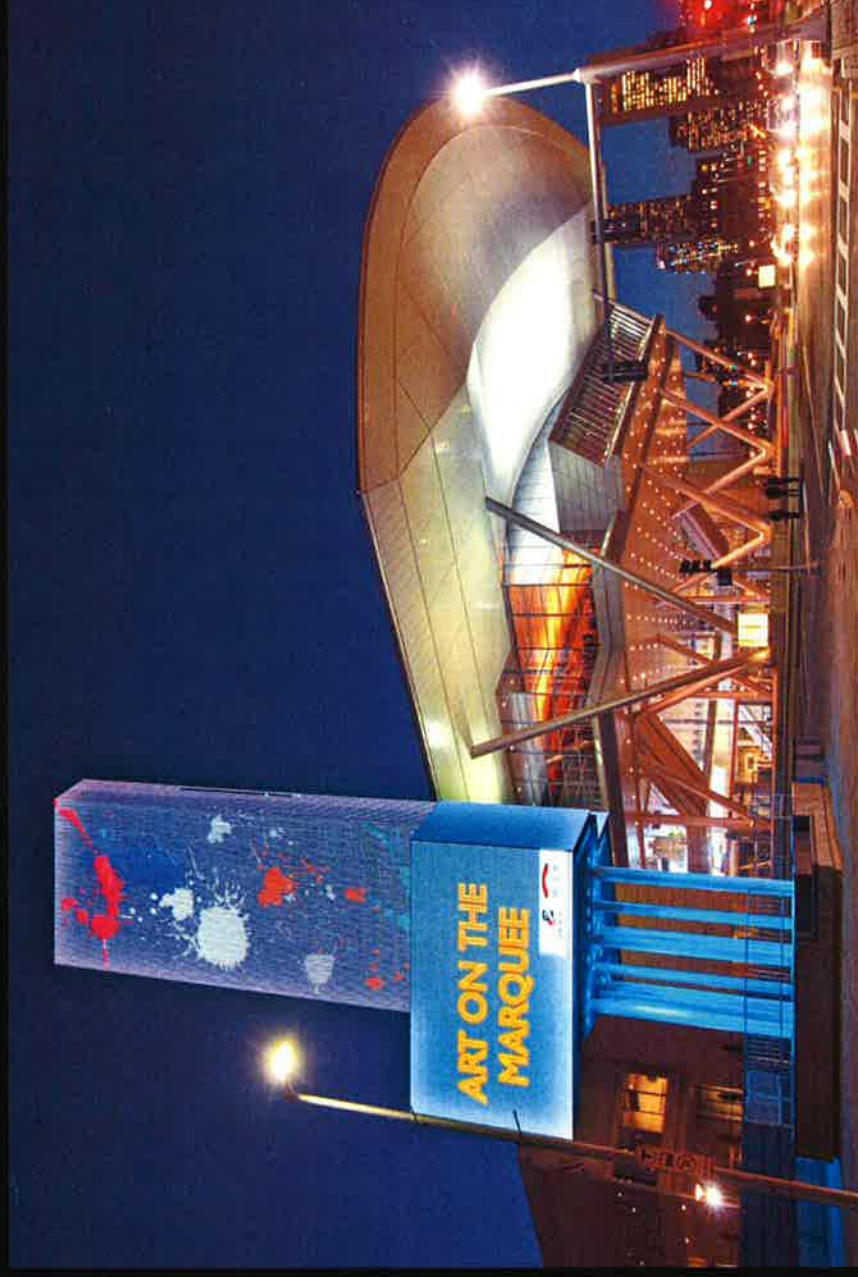






# Art on the Marquee

@Boston Convention Center





# Getting There: Design for Travel

## @Logan Airport

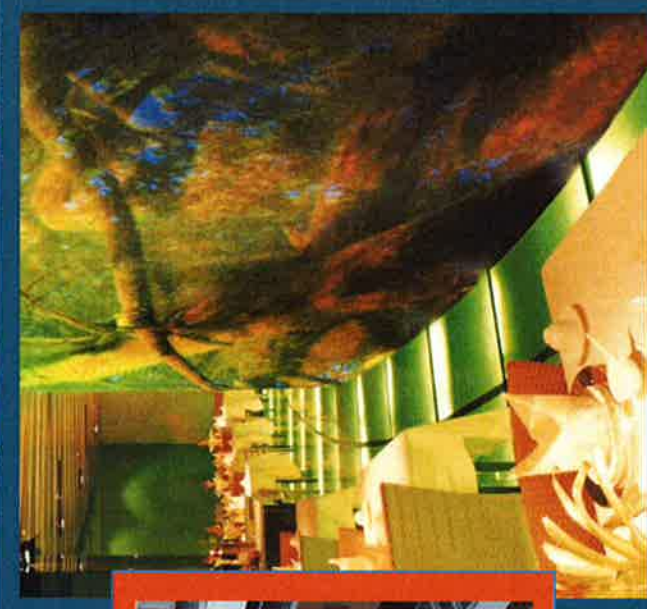


[designmuseumboston.org](http://designmuseumboston.org)



# Innovation Companies

Bursting with creative innovations



# WOW

The creative industries sound great!

NOW WHAT...?

# Creative Industry Associations

See handout for full information



1. Tech Connect Organizations  
Mass Digi & Boston Cyber Arts

2. Public Art Organizations  
NE Foundation for the Arts

3. Design Organizations  
Design Museum Boston  
Interior Design Association





## Connect To Me

I'm always happy to help.

**Email**      [helena.fruscio@state.ma.us](mailto:helena.fruscio@state.ma.us)

**Phone**      617-788-3602

**Facebook**   [Facebook.com/CreateMA](https://Facebook.com/CreateMA)

**Twitter**      [Twitter.com/CreateMA](https://Twitter.com/CreateMA)

**Website**      [Mass.gov/hed/CreateMA](https://Mass.gov/hed/CreateMA)

B.b

# Economic Opportunities of Massachusetts Agriculture



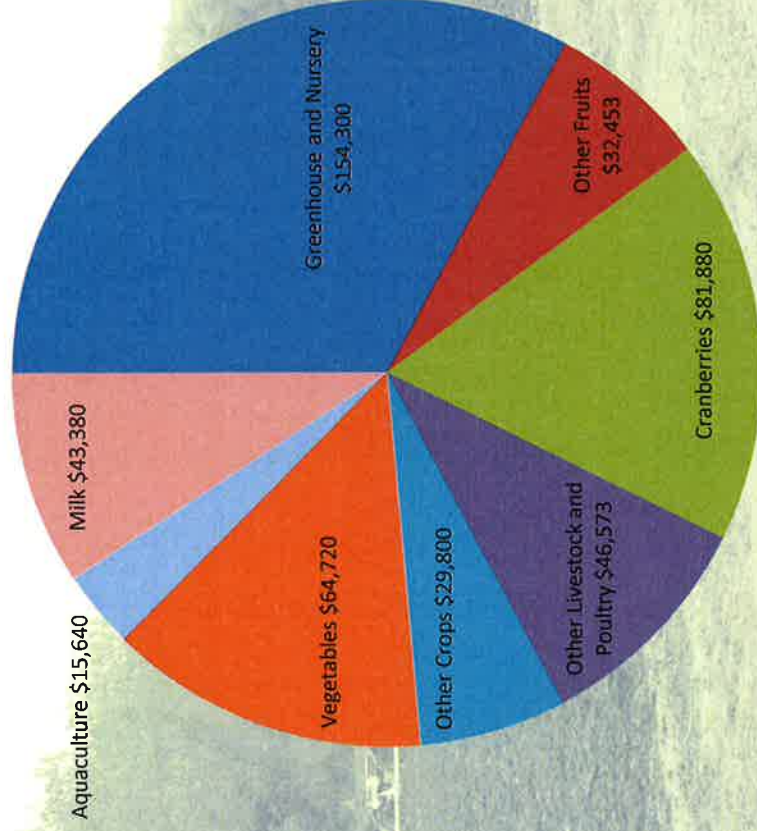
Presentation for the Massachusetts Gaming Commission

Thursday, May 30, 2013

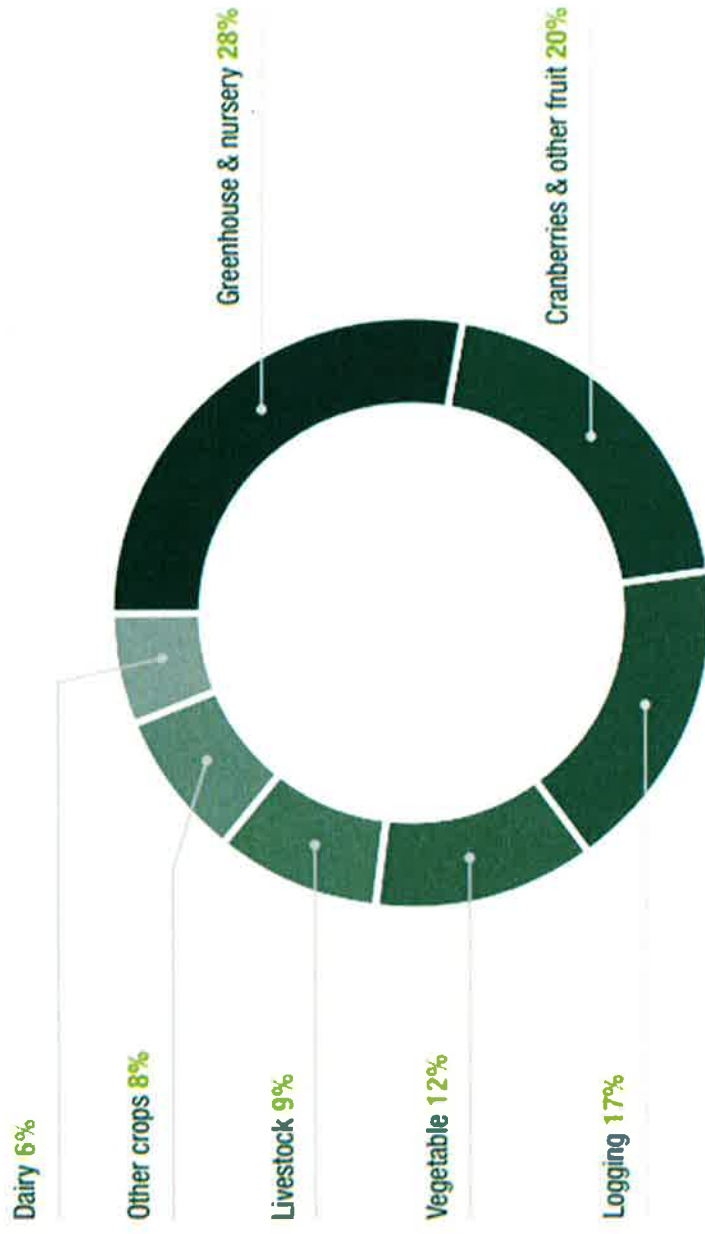
*Mary Jordan, Director, Division of Agricultural Markets  
Catherine de Ronde, Agricultural Economist*

# MA Agriculture Snapshot

## MA Cash Receipts - 2010 by Commodity in \$1,000 Dollars

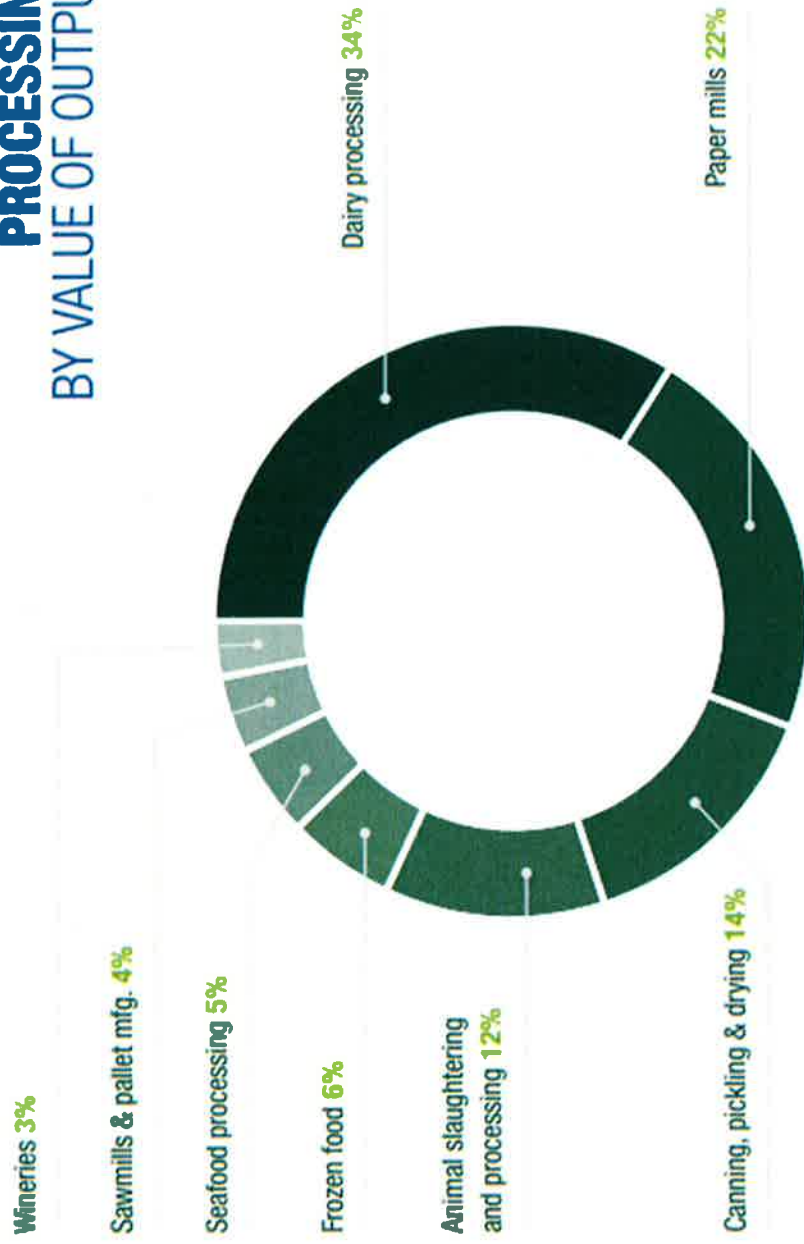


## MASSACHUSETTS AGRICULTURE





## PROCESSING BY VALUE OF OUTPUT







# Recent Trends in Agriculture

Demographics

Agricultural Entrepreneurs

Quality of life, health, and environmental issues

Food Safety

Energy Resources

Consumer demand and the economy

***“Buy Local”***





# Commonwealth Quality Program



Identify Local

Verify Regulations

Adopt Food Safety

Environmental Sustainability







## Program Requirements

- Specific to each sector
  - Produce, Lobster, Forestry, Dairy, Aquaculture
- Incorporate:
  - Existing standards and practices (BMPs)
  - Collaborative research between state, educational, and industry partners



# New Opportunities for Farmers

Farmers are moving from commodities to selling services and value added products -- *diversification/differentiation is key*



Massachusetts  
grown...and fresher!"

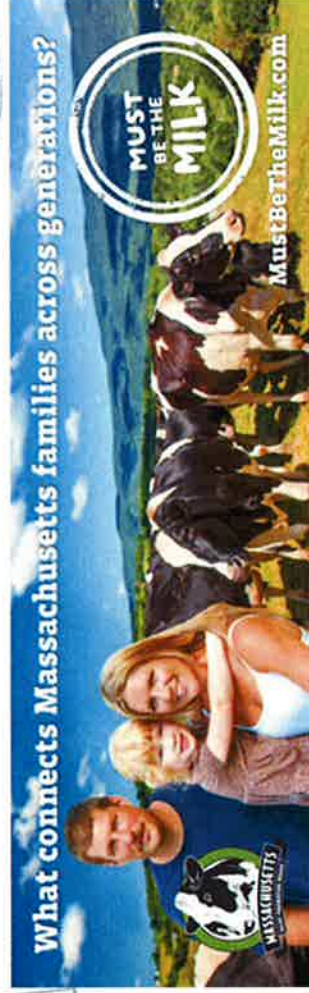






# Massachusetts Dairy Farmers

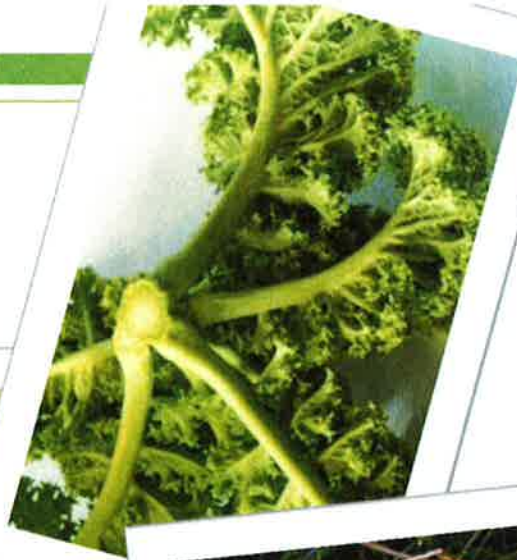
- 153 Dairy Farms
- 9 Producer/Dealers
- 40,000 cows and calves
- 220,000,000 pounds of milk





# MDAR Produce

MASSACHUSETTS DEPARTMENT  
OF AGRICULTURAL RESOURCES







# Livestock & Poultry Products





# MDAR Beer, Wine, & Spirits

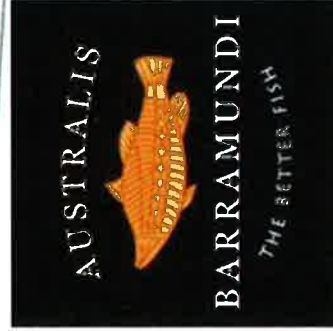
MASSACHUSETTS DEPARTMENT  
OF AGRICULTURAL RESOURCES







# Massachusetts Aquaculture







# MDAR Buy Local Groups

MASSACHUSETTS DEPARTMENT  
OF AGRICULTURAL RESOURCES

- Eight non-profit groups across Massachusetts promote the state's direct marketers





# Massachusetts grown... and Fresher



**Mass.Grown**  
Your Gateway to Mass.Grown farm products, specialty foods, and fun activities!

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[MASSGROWN MAP](#)
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[CALENDAR](#)

## MASSGROWN MAP

Select Location Type:   
All Types   
Crops or Activities:   
Wine   
Search by Name:   
Any Distance   
from location (address):   
Boston, MA   
(Address, City or Zip Code)   
Search







# Community Support

*"Find the shortest, simplest way between the earth, the hands, and the mouth." —Lanza del Vasto*



# A Resource for Local Food



For more information about agriculture in

Massachusetts go to:

[www.mass.gov/agr](http://www.mass.gov/agr)

[www.mass.gov/massgrown](http://www.mass.gov/massgrown)

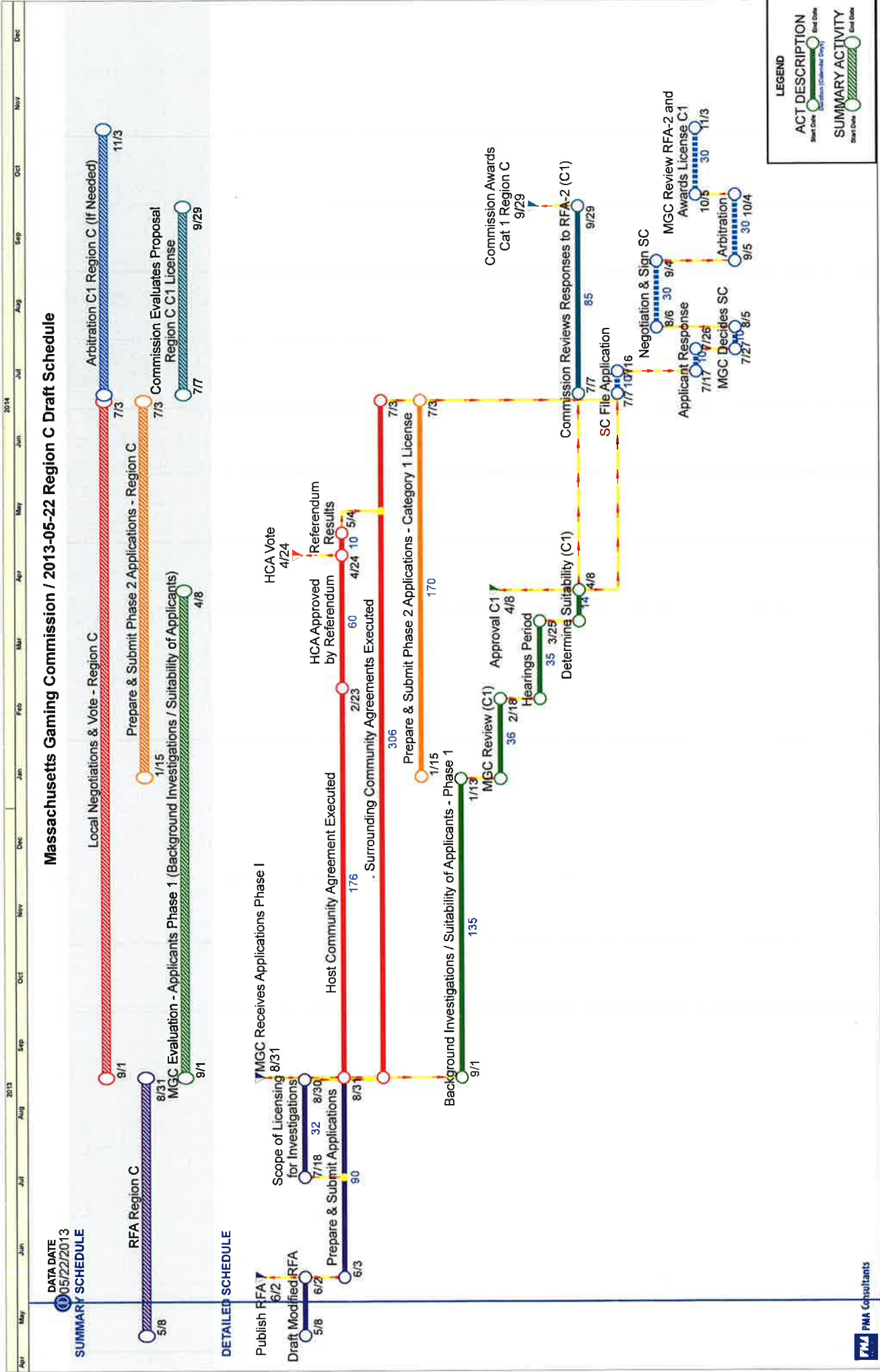
Please feel free to contact us!!

[Mary.Jordan@state.ma.us](mailto:Mary.Jordan@state.ma.us)

[Catherine.de.Ronde@state.ma.us](mailto:Catherine.de.Ronde@state.ma.us)



4.b.i



# HIGHLIGHTS OF REVISED DRAFT REGION C SCHEDULE

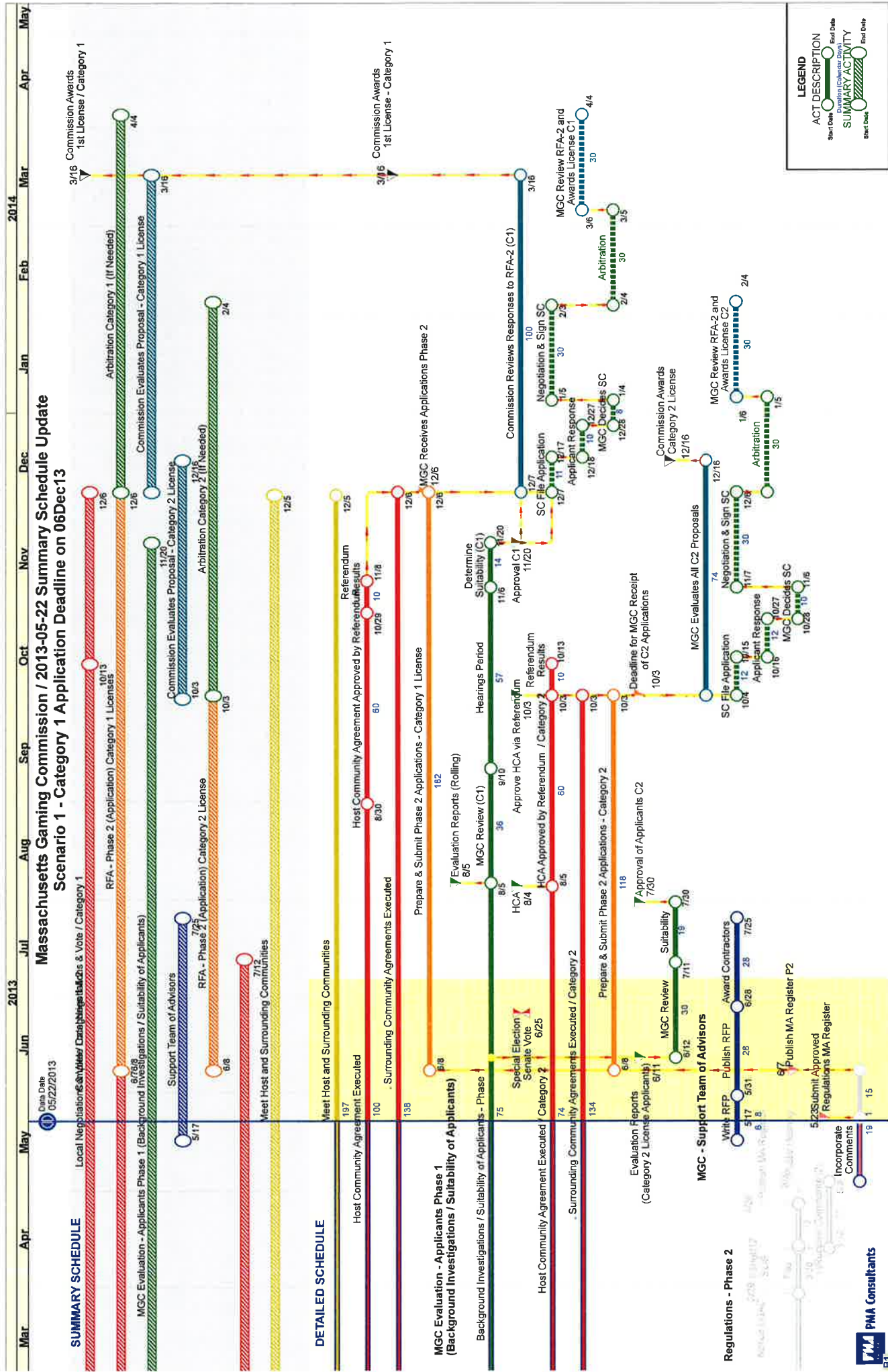
- ✓ Targets a shorter period for background investigations for a likely reduced number of applicants compared to Regions A & B (135 days)
- ✓ Due date for the RFA 1 Application is scheduled for August 31, 2013; the RFA 2 application date is scheduled for July 3, 2014; the award date is scheduled for September 29, 2014
- ✓ Need to limit impacts on our current background reviews as pre-application qualifier scoping meetings begin on July 18. It should be noted that there are some staffing overlaps with this proposed schedule. IEB Category 1 suitability reports are expected to begin August 5, 2013 and are due to be completed by September 10, 2013
- ✓ Designed to enable communities to vote on referenda after suitability reviews are completed
- ✓ Designed to avoid any summer elections
- ✓ Potential surrounding communities have at least four months to execute an agreement after the host community agreement, assuming it is executed at the early February 2014 date
- ✓ May be modified to extend or move more quickly depending upon actual circumstances
- ✓ Gives the Commission 85 days to evaluate proposals after the application
- ✓ Anticipates an award by no later than November 2014 even if there are surrounding community disputes
- ✓ Provides existing bidders an opportunity to apply in the event of a rejected referendum or other reason
- ✓ Allows the Commission to evaluate any progress made on the tribal gaming plan

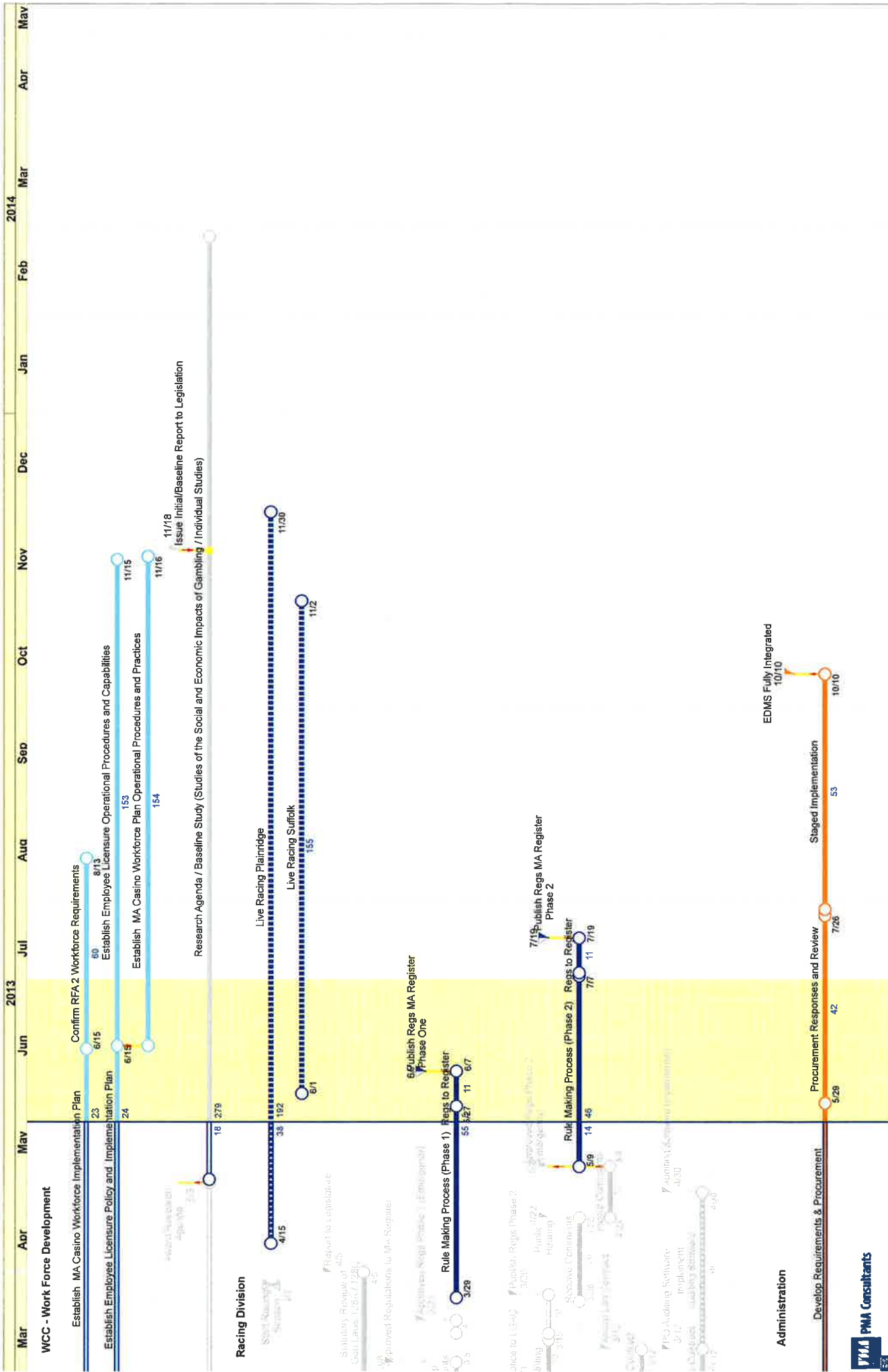
# HIGHLIGHTS OF REVISED DRAFT CATEGORY 1 AND CATEGORY 2 SCHEDULES

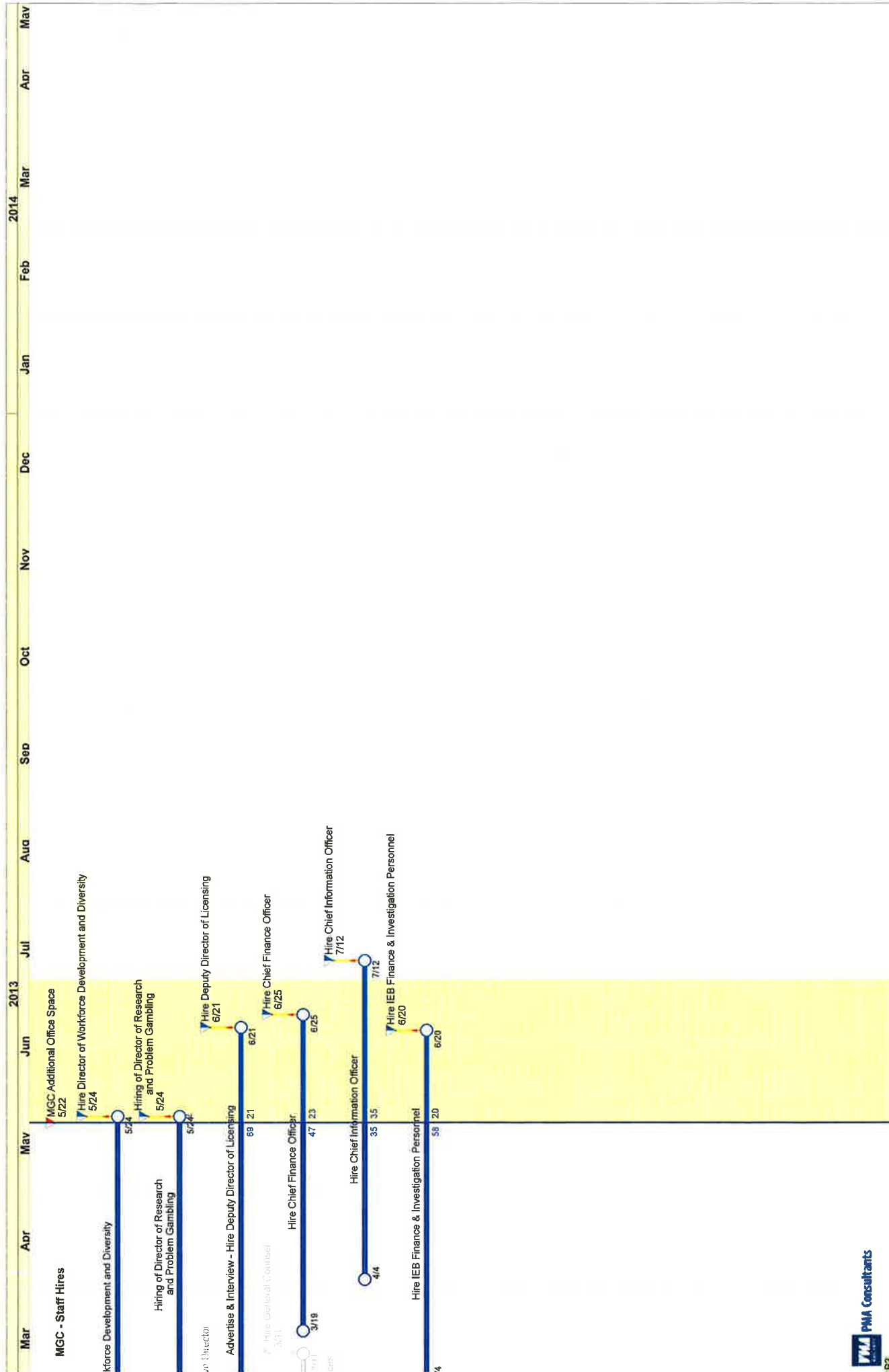
## **Highlights of the proposed category 1 and category 2 schedules:**

- ✓ The length of the category 1 evaluation process is extended to be 100 days to compensate for a larger number of applicants, longer responses to the applications and a larger geographical area
- ✓ Category 2 evaluation process is 74 days which moves the award date to 12/16
- ✓ The earlier 12/6 date for category 1 causes overlap with the category 2 process. The Commission could find itself finishing the evaluation process for category 2, the suitability process for category 1, the surrounding community process for category 2 and beginning the evaluation process for category 1
- ✓ The earlier 12/6 date allows for about a month earlier category 1 award
- ✓ With the earlier date communities lose 30 days but SC now have the option to begin an involuntary process 60/90 days before application
- ✓ Leaving the 12/31 application date allows more time for communities and the Commission but does move the award out to 4/10 and 4/29/2014 in the event of any arbitrations



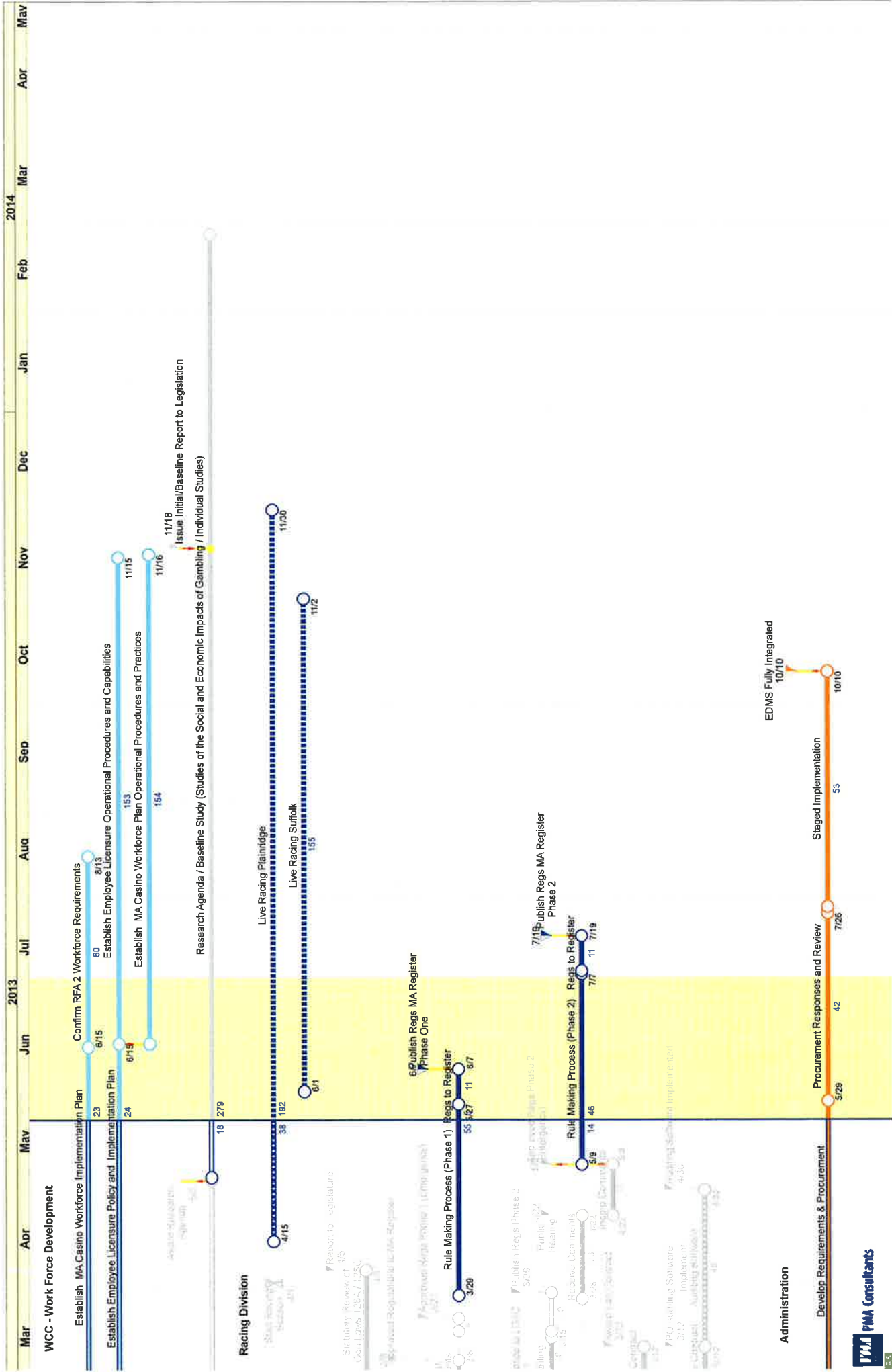


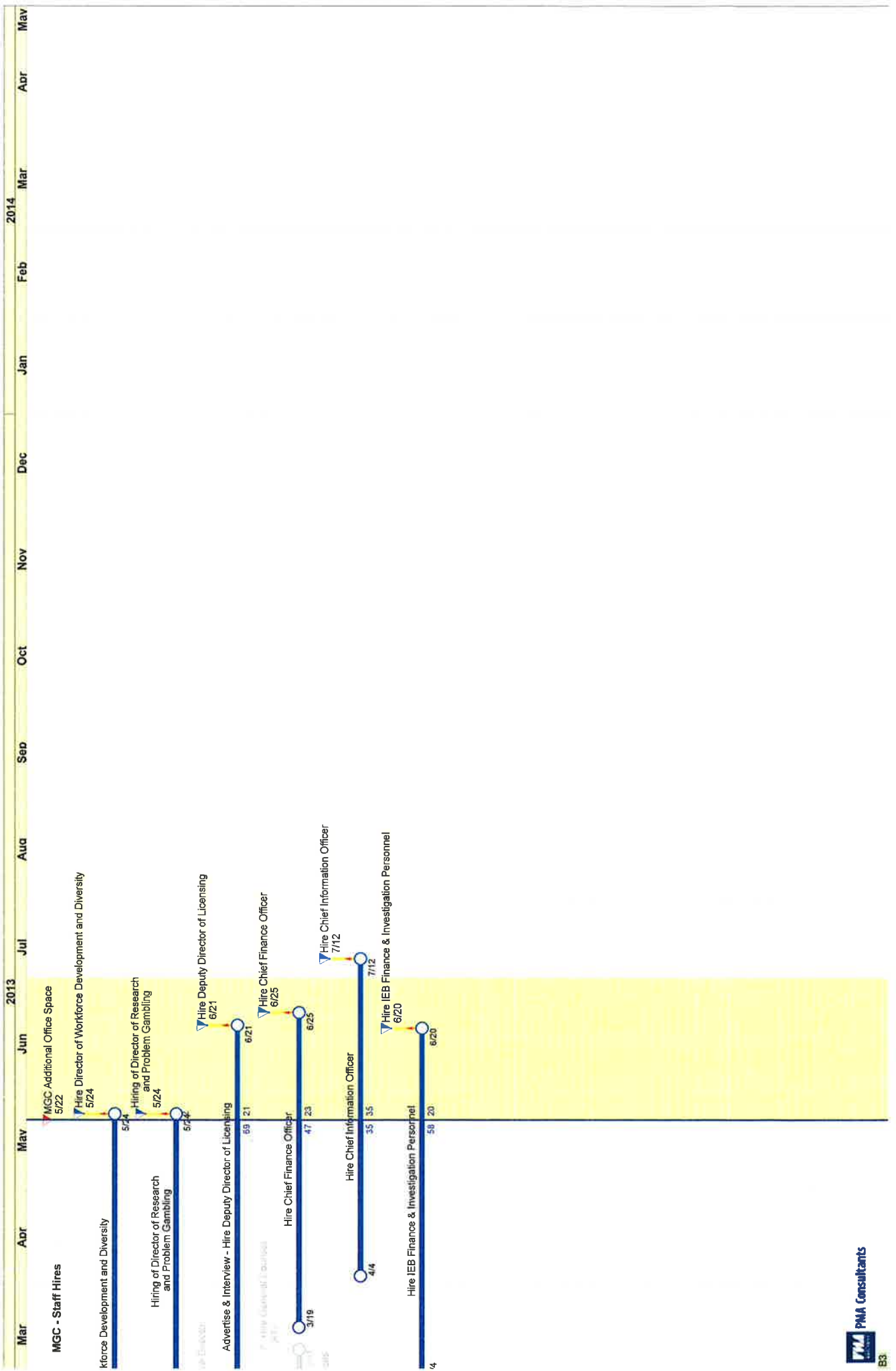






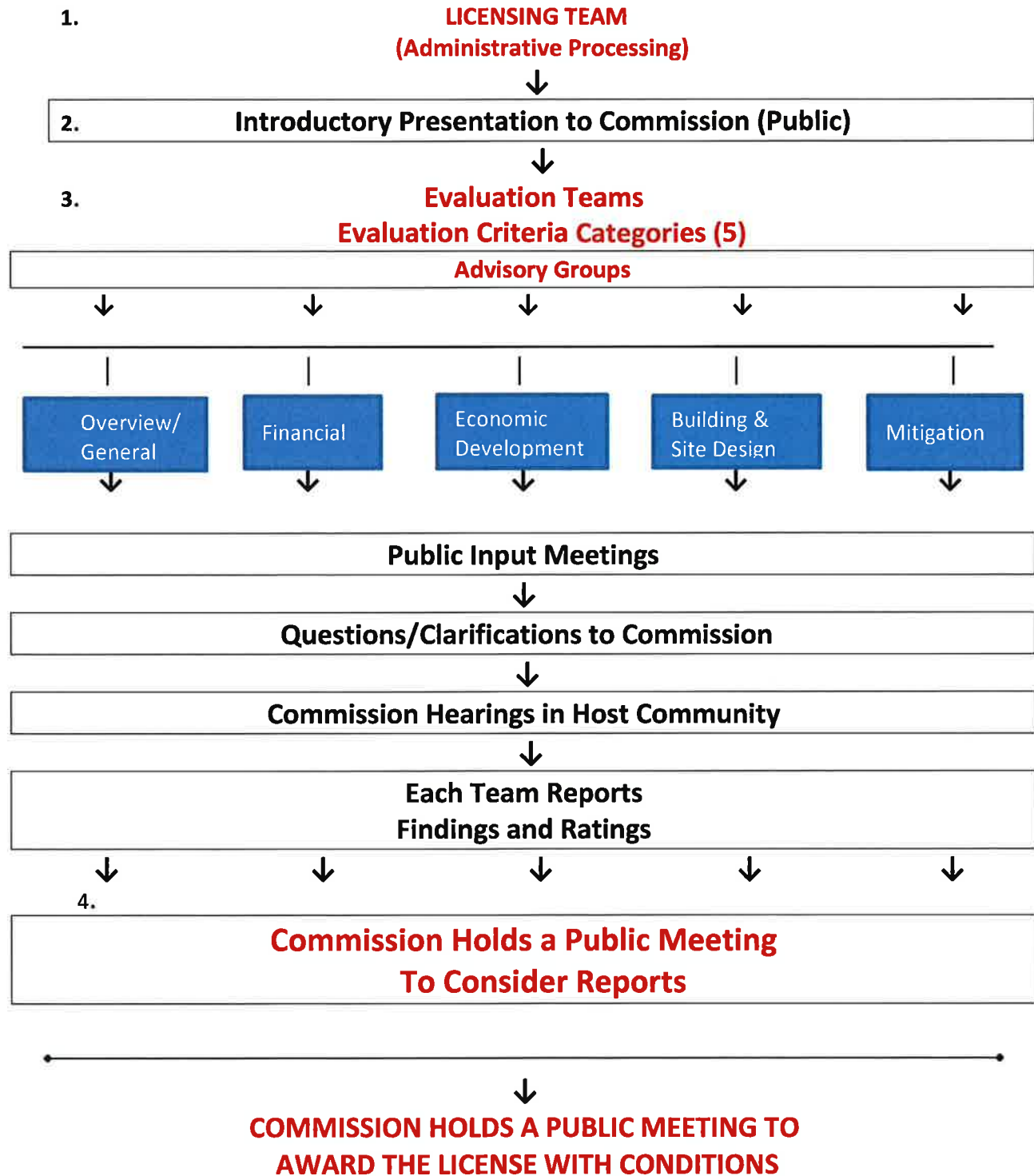








**Massachusetts Gaming Commission  
Evaluation Plan  
Category 1 & 2 License Applications**



1. Licensing Team- Lead by the Director of Licensing, commission staff is responsible for the receipt of the application packets. The team will review the applications to ensure they are complete according to the 205 CMR 118.03. The team will follow-up with applicants if information is missing and provide a maximum date to answer the required question and/or submit the additional information. The application material will be divided by category and forwarded to the appropriate review team.

2. Introductory presentation- Each applicant will be invited to a public hearing and allowed an hour to make an overview presentation to the Commission. The concept is to provide the Commission and the Evaluation Teams a common foundation concerning each applicant's proposal.

3. Evaluation Teams- There will be five (5) teams chaired by members of the Commission. The teams will each be responsible for an evaluation category 1) Overview/General; 2) Financial; 3) Economic Development; 4) Building and Site Design and, 5) Mitigation. The teams will consist of no more than 5 members. The number of team members may differ dependent on the amount and complexity of the information in the category. The teams' responsibility will be to compare and rate the application material. The concept is to use a rating scale similar to good-better-best with a general description provided for each rating. The team is responsible to include a comment supporting each rating.

A project coordinator will be responsible to help with selection of advisors, participate with the teams, and facilitate the process. The project coordinator will report to the Executive Director and may have a role in monitoring the applicant's progress after award.

The team's task prior to reporting ratings will be to provide possible questions or identify additional topics that the Commissioners may raise at the applicants' public hearing. The teams will consider public input meetings and the host community hearings when reaching final ratings.

The teams will develop and submit reports consisting of findings and comparative ratings to the Commission.

4. The Commission will hold a public hearing to consider the evaluation team reports. The Commission will then hold a final hearing to award the license.

## EVALUATION PROCESS – DESTINATION GAMING ESTABLISHMENT

ACTION	DAY	DAY	APP	STAFF	EXPERTS	MGC	OTHER	OML MEETING	PUB. HRNG	ADJ. HRNG	CHAPTER 23K REQUIREMENT
<b>PRE-HEARING STAGE</b>											
* RFA-2 Application Submitted			X								8, 9, 10, 11
Administrative Completeness Determination	14	14		X		X					118.03(1)
MGC gives notice of public hearing & format to app, host and surrounding communities				X							At least 30 days before hearing 205 CMR 118.05(1)
Supplementation of application to remedy non-material deficiencies			X	X		X					13(b)
Referral to Teams for Evaluation	14	28	X	X							118.03(1)(c)
Introductory Presentation to Commission	22	22	X	X		X		X			118.03(1)(d)
Identification of Surrounding Communities		30	X	X	X	X	SC	X			Material deficiency 17(a)
Identification of Impacted Live Entertainment Venues		30	X	X	X	X	LEV	X			17(b)
Involuntary agreement process		90	X				SC, ARB				
Public input meetings	35	35	X	X		X					
<b>HEARING STAGE</b>											
Begin Public Hearings in Host Community <sup>1</sup> WITH EXPLORATION OF TEAM QUESTIONS	42		X	X	X	X	Host, SC, LEV		X		17(c)
Close public hearing	56					X					
<b>SELECTION STAGE</b>											
Preparation and assembly of team recommendations <sup>2</sup>	70			X	X						
Preparation of Statement of Proposed Findings	75			X	X	X					18
Final Deliberations	90			X	X	X		X			18

<sup>1</sup> Initial versions of this chart had periods for meetings between the applicant and the Commission and the applicant and staff to refine and revise proposals. While there will be interaction between the staff and the applicant after the application is filed, no negotiations will be a part of those meetings nor will material proposal revisions be considered.

<sup>2</sup> Initial versions of this chart contained additional steps before preparation of final recommendations. Those steps supported a process in which two finalists would be selected and they would proceed to a "best and final offer" process. The process described in this version does not anticipate use of a best and final offer process though provision for that process remains in the regulations.



## EVALUATION PROCESS – DESTINATION GAMING ESTABLISHMENT

Award of license with conditions <sup>3</sup>	100	146		X		X		X		17(e), 18, 21 118.06(1) 30 to 90 days after vote to close
Issue Denial Decisions for Unsuccessful Applicant	100	146		X		X				17(f)
Unsuccessful Applicant Requests Statement of Reasons	100		X							17(f)
Commission Provides Statement of Reasons	100			X		X		X		17(f)

\* Days are the number of days from date of application

<sup>3</sup> Subject to compliance with MEPA regulations. See 301 CMR §§ 11.12(4)(a), 11.15(2).

[DATE]

[Title] [First] [Last]  
[Address]  
Everett, MA 02149

Dear [Title] [Last]:

As you may have heard, the City of Everett has placed itself at the forefront of the process that will be siting casino gaming establishments in Massachusetts. Currently, the City, led by Mayor Carlo DeMaria, has executed a Host Community Agreement with Wynn Resorts and is continuing the process of engaging the public on their thoughts and impressions of how this resort will affect our community. A copy of the full Host Community Agreement, with summary, is attached to this letter for your convenience.

Ultimately, Everett's decision whether or not to host Wynn Resorts' proposed development falls to the voters on **Saturday, June 22, 2013** when a ballot question election will be held to determine the public's support of the project.

Recently, the Massachusetts Gaming Commission, at the request of Mayor DeMaria and others, adopted a regulation relative to the scheduling of a local election required by the gaming legislation. In that regulation, a municipality may hold an election prior to the applicant being deemed suitable by the Gaming Commission only if two conditions are met – (1) the governing body of a city or town, in this case the Everett City Council with approval of the Mayor, votes to authorize such an election; and (2) a public awareness notice is mailed to all voting households in a host community regarding the application status of the developer and informing voters about the Commission's standards and procedures for determining suitability.

The City Council of the City of Everett, with approval of Mayor DeMaria, unanimously authorized the election to be held on the ballot question of whether to approve a gaming facility in Everett, thereby satisfying the first condition of the Commission's regulation. This letter serves to inform you, the voting households of Everett, of what the holding of an election on June 22, 2013 means.

The state application process for awarding a license in each of the three designated areas of Massachusetts has two parts. First, "Phase I" of the application is made up of investigations conducted by the Commission and the Massachusetts State Police to determine "suitability and eligibility" of an applicant – that is, whether or not the applicant meets the statutory and financial requirements of opening a gaming facility in Massachusetts. As part of the investigations, the

Commission reviews such things as the integrity, honesty, good character and reputation of the applicant; the financial stability, integrity and background of the applicant; the business practices and the business ability of the applicant to establish and maintain a successful gaming establishment; and whether the applicant has a history of compliance with gaming licensing requirements in other jurisdictions. **A final determination on either phase of the application, including Phase I has yet to be made and is unlikely to be issued prior to the election.** The Commission will make its determination of suitability after completing a thorough background investigation of the applicant, its principal operating officers and investors. Additionally, the commission will not permit the applicant or its principal operating officers or investors to proceed with the application unless it determines that they are suitable to operate a gaming facility in Massachusetts.

The second part of the application process, "Phase II", involves the Commission's review of the details of the development itself – where it is, what it will look like, how it will work and how the applicant will mitigate the impact of it being sited in the host community. That process will begin following the election by the community.

At the present time, Wynn Resorts has filed its Phase I application, paid the fee required by the Commission, and is undergoing the required investigations. If the Commission determines Wynn Resorts to be a suitable applicant and Wynn Resorts' proposed development receives a positive vote at the June 22, 2013 election, then Wynn Resorts will be permitted to continue the process and file a Phase II application with the Commission.

Please do not hesitate to contact my office with any questions regarding this important matter.

Very truly yours,

Carlo DeMaria  
Mayor  
City of Everett

Encls.





**THE COMMONWEALTH OF MASSACHUSETTS**

**MASSACHUSETTS GAMING COMMISSION**

**Grant, made as of \_\_\_\_\_, 2013**

*Grant from the Massachusetts Gaming Commission to \_\_\_\_\_,  
in accordance with G.L. c.23K, §15(11) and 205 CMR 114 et seq.*

This Grant Agreement, (the "Grant"), dated as of \_\_\_\_\_, 2013 ("Effective Date") is entered into by and between the Massachusetts Gaming Commission ("Commission"), an agency of the Commonwealth of Massachusetts, and \_\_\_\_\_, a Regional Planning Agency ("RPA") created pursuant to M.G.L. c. 40B.

**RECITALS**

**WHEREAS**, [applicant] proposed to develop a gaming facility in the Town/City of \_\_\_\_\_; and

**WHEREAS**, the Commission has been created to ensure public confidence in the integrity of the gaming licensing process and in the strict oversight of all gaming establishments through a rigorous regulatory scheme; and

**WHEREAS**, the Town/City of \_\_\_\_\_ has been identified as a potential host community by the Commission as defined in G.L. c.23K, §2; and

**WHEREAS**, the RPA has agreed to assist communities near the proposed gaming facility to study the impact of locating a gaming establishment in Town/City \_\_\_\_\_ and potentially to negotiate an agreement or agreements between community and applicant; and

**WHEREAS**, the RPA anticipates expending funds in the process of studying the potential impacts of the location of a gaming establishment in \_\_\_\_\_ and/or in negotiating an agreement with \_\_\_\_\_; and

**WHEREAS**, G.L. c.23K, §15(11) provides that not less than \$50,000 of the application fee paid by applicants for a gaming license shall be used to reimburse the host and surrounding municipalities for the cost of determining the impact of a proposed gaming establishment and for negotiating community mitigation impact agreements; and

**WHEREAS**, in accordance with G.L. c.23K, §4(7) the Commission may receive and approve funding to provide for reasonable costs related to legal, financial and other professional services required for the negotiation and execution of host and surrounding community agreements as provided in G.L. c.23K, §15; and

**WHEREAS**, the [RPA] \_\_\_\_\_, the [applicant], \_\_\_\_\_, and [Host Community] \_\_\_\_\_ have submitted a letter of authorization to the Commission in accordance with 205 CMR 114.03 authorizing disbursements to RPA, from available amounts paid by the applicant to the Commission for such purposes; and

**WHEREAS**, the RPA has applied for and desires to receive monies from the Commission pursuant to the provisions of G.L. c.23K, §15(11) for advisory services, as it is more particularly described elsewhere in this Grant instrument; and

**WHEREAS**, the RPA has submitted an application for a Grant of funds commensurate with anticipated expenditures associated with the negotiation of studying the potential impacts of the location of a gaming establishment in City/Town \_\_\_\_\_ and in negotiating an agreement between the applicant and the community potentially impacted by the gaming facility; and

**WHEREAS**, the Commission has determined that the RPA is eligible for the receipt of a Grant and that the RPA has agreed to accept the funds subject to all of the terms and conditions of this Grant; and

**WHEREAS**, the Commission has determined that there are sufficient funds available in the custody of the Commission, as provided in 205 CMR 114.03(2), to make disbursements to the RPA; and

**WHEREAS**, the Commission has been granted the power to execute all instruments necessary or convenient for accomplishing the purposes of G.L. c.23K; and

**WHEREAS**, the Commission has been granted the power to enter into agreements or other transactions with a person, including, but not limited to, a public entity or other governmental instrumentality or authority in connection with its powers and duties under G.L. c.23K;

**NOW, THEREFORE**, in consideration of the promises and the mutual covenants contained in this Grant, the receipt and legal sufficiency of which are hereby acknowledged, the Commission and the RPA, intending to be legally bound, hereby agree as follows:

The Commission agrees to provide a Grant of funds to the Regional Planning Agency, subject to all of the following terms and conditions:

## **SECTION 1 LETTER OF AUTHORIZATION**

*Letter of authorization* shall mean the agreement entered into between the [RPA] \_\_\_\_\_, [applicant] \_\_\_\_\_ and [Host Community] \_\_\_\_\_ for a gaming license detailing the agreed upon costs of determining the impact of a proposed gaming establishment and/or for negotiating community mitigation impact agreements. The *letter of authorization* shall include detailed estimates, including the scope of work, from prospective contractors, vendors, and/or service providers.

## **SECTION 2 THE GRANT**

As of the Effective Date and subject to the satisfaction of or compliance with, as reasonably determined by the Commission: (a) all of the terms and conditions of this Grant, (b) the applicable provisions of G.L. c.23K, Chapter 194 of the Acts of 2011, and 205 CMR, and (c) any other rule, regulation, policy, guideline, approval, or directive of the Commission, the Commission hereby approves the following Grant: an amount that shall under no circumstances exceed \$ \_\_\_\_\_. The Parties hereby acknowledge and agree that the amount set forth in this section as determined by the Commission in its sole discretion, is the maximum amount of funding that the RPA may receive from the Commission under this specific Grant. To the extent that the RPA realizes a need to make further expenditures in the determination of the impact of a proposed gaming establishment and/or for

negotiating a community impact mitigation agreement, it must submit a further *letter of authorization*.

### SECTION 3 COVENANTS, REPRESENTATIONS, AND WARRANTIES

The RPA covenants and agrees that in exchange for this Grant, the RPA shall and shall cause its employees, agents, and representatives to perform and comply with the following covenants, and otherwise represents and warrants as follows:

3.1 The RPA shall and shall cause its employees to comply with all provisions of this Grant, and all provisions of law that are applicable to the Grant; the RPA shall take all action necessary to fulfill its obligations under this Grant and under all other agreements related to the Grant that have been referenced herein or otherwise approved by the Commission.

3.2 The RPA hereby acknowledges and agrees that neither the RPA nor any of its employees, officials or agents has submitted nor shall submit any false or intentionally misleading information or documentation to the Commission in connection with this Grant, including the *letter of authorization*, and further acknowledges and agrees that the submission of any such information or documentation shall be a material breach of this Grant and may be cause for the Commission to revoke any and all payments otherwise due to the RPA, to recover any previous payments made to the RPA, and/or make the RPA ineligible for any further funding from the Commission. The RPA hereby further agrees that it shall have a continuing obligation to update and notify the Commission in writing when it knows or has any reason to know that any information or documentation submitted to the Authority contains false, misleading or incorrect information.

3.3. The RPA certifies that the funds from this Grant will be used solely for the purposes outlined in **SECTION 4- SCOPE OF GRANT**.

3.4 The RPA hereby agrees that it shall use its best efforts and resources to diligently satisfy and complete each of the terms and conditions of this Grant and the purposes for which the funding is being provided, as set forth in **SECTION 4- SCOPE OF GRANT**, as promptly as possible.

3.5 The RPA hereby acknowledges and agrees that all expenditures of Grant funds shall be subject to review and audit by the Commission.

3.6 The RPA hereby acknowledges and agrees that it shall provide the Commission with a monthly update on the expenditure of the Grant funds.

3.7 The RPA hereby acknowledges and agrees that it shall keep all records and receipts related to or generated by any expenditure of Grant funds.

3.8 With respect to all actions taken in relation to the Grant, the RPA and all of its officers, agents and employees shall observe and obey, and shall include language in all of its contracts with the contractors and vendors requiring them to observe and obey all federal, state and local laws, regulations, ordinances, codes, statutes, orders and directives and any other applicable provisions of law.

3.9 The RPA shall furnish to the Commission such further affidavits, certificates, opinions of counsel, surveys and other documents and instruments as may be required by the Commission to ensure that the terms of this Grant are being observed and performed in all respects.

3.10 The RPA represents that the acceptance of funding in accordance with the terms of this Grant does not and will not conflict with or result in the violation of any charter, by-law, ordinance, order,



rule, regulation, statute or any other applicable provision of law or any order, rule, regulation or judgment of any court or other agency of government.

3.11 The RPA represents that it has duly obtained all necessary votes, resolutions, appropriations, and local approvals for the actions set forth in **SECTION 4- SCOPE OF GRANT**, and has taken all actions necessary or required by law to enable it to execute this Grant and to perform its obligations hereunder.

3.12 The RPA has read and fully understands the provisions of the Massachusetts Conflict of Interest law, G.L. c. 268A, and has implemented policies and procedures to ensure that all employees, agents, consultants and representatives working on or for any project for which Grant funds will be used are in compliance with G.L. c. 268A to the extent that it is applicable.

3.13 The RPA has implemented policies and procedures to prevent and eliminate fraud, waste and abuse of public funds in connection with the expenditure of the funds from this Grant.

3.14 The RPA represents that all meetings of all public bodies in the RPA that relate in any way to the expenditure of funds from this Grant have been conducted, and shall be conducted, in compliance with the provisions of G.L. c. 30A, §§18–25, 940 CMR 29.00 *et seq.*, and all other applicable law.

#### **SECTION 4 SCOPE OF GRANT**

Having received and reviewed the *letter of authorization* dated \_\_\_\_\_ and supporting documentation submitted by the RPA and (developer), the Commission hereby finds that the following are necessary and reasonable costs in determining the impact of a proposed gaming establishment and/or for negotiating a community mitigation impact agreement:

- 1.
- 2.
- 3.
- 4.

#### **SECTION 5 DISBURSEMENT OF THE GRANT**

Subject to the terms and conditions set forth in this Grant, the Commission shall disburse Grant funds in accordance with the following:

1. Having completed review of the *letter of authorization* submitted by and between the RPA, the City/Town and applicant the Commission has determined that the RPA is eligible for funding in the amount set forth in **SECTION 2- THE GRANT**.
2. The funding is solely intended for use towards the execution of the items delineated in **SECTION 4- SCOPE OF GRANT**.
3. Within 30 days of execution of this instrument the Commission shall either issue a check or transfer monies electronically to the RPA. The check shall be delivered via certified or registered mail to the RPA. The RPA shall provide the Commission, in writing, the name and address of the individual to whose attention the check should be directed or provide wiring instructions.

4. Acceptance and processing of the monies by the RPA shall indicate receipt of the grant funds in full satisfaction of the request articulated in the *letter of authorization*.
5. To the extent that the RPA realizes a need to make further expenditures in the determination of the impact of a proposed gaming establishment and/or for negotiating a community impact mitigation agreement, it must submit a new *letter of authorization* for review and consideration by the Commission for purposes receiving a separate Grant.

## **SECTION 6 FINAL REVIEW AND AUDIT**

Upon expenditure of all funds distributed under this Grant, the RPA shall forward an accounting to the Commission of all expenditures made pursuant to the terms of this Grant which shall include, at a minimum, an itemization of all funds expended, a description of the work performed or service provided, the identification of the party that performed the work or provided the service, a copy of the final invoice, and proof of payment. The Commission may request any supplemental information it deems necessary to ensure that the funds were expended in accordance with **SECTION 4- SCOPE OF GRANT**. The Commission may conduct, or cause to be conducted, an audit of the transactions and expenditures made by the RPA in connection with this Grant.

In the event that the Commission detects any irregularity in the expenditure of any Grant funds, it may request reimbursement of those misspent funds or pursue any other remedy available by law.

Unused funds must be promptly returned to the Commission upon the completion of the RPA's review of the impact of a proposed gaming establishment and negotiation of a community mitigation impact agreement. In the event of disagreement, the Commission may make a final determination as to when the review and negotiation is complete.

## **SECTION 7 INDEMNIFICATION**

To the fullest extent permitted by law, the RPA shall indemnify, defend, and hold harmless the Commission, commissioners, agents and employees from and against any and all claims, actions, damages, awards, judgments, liabilities, injuries, costs, fees, expenses, or losses, including, without limitation, reasonable attorney's fees and costs of investigation and litigation whatsoever which may be incurred by or for which liability may be asserted against the Commission, its commissioners, agents or employees arising out of any activities undertaken by, for, or on behalf of the RPA relative to the expenditure, disbursement, or use of the funds associated with this Grant or any activities, acts or omissions in relation to the Grant including, but not limited to, the performance of any contract or obligation directly or indirectly related to the Grant. This Section shall not be construed to negate or abridge any other obligation of indemnification running to the Commission which would otherwise exist.

No member or employee of the Commission shall be held personally or contractually liable by or to the RPA or the developer under any provision of this Grant, because of any breach of this Grant, or because of its execution or attempted execution.

## **SECTION 8 NOTICE**

Any notices required or permitted to be given by either of the Parties hereunder shall be given in writing and shall be delivered to the addressee (a) in-hand (b) by certified mail, postage prepaid, return receipt requested; or (c) by a commercial overnight courier that guarantees next day delivery and provides a receipt, and such notices shall be addressed as follows:

If to the Commission:

Massachusetts Gaming Commission  
84 State Street, suite 720  
Boston, MA 02109  
Attention: Executive Director

If to the RPA of :

If to the Host Community of :

or to such other address or addressee as the Commission and the RPA may from time to time specify in writing. Any notice shall be effective only upon receipt.

## **SECTION 9 AMENDMENTS**

This Grant may be amended only through a written amendment signed by duly authorized representatives of the Commission and the RPA.

## **SECTION 10 ATTESTATION**

All certifications, filings, and submissions to the Commission in furtherance of this Grant shall contain a statement, signed by a duly authorized representative of the RPA, that such certification, filing, or submission is true, complete and accurate, to the best of the RPA's knowledge.

## **SECTION 11 GOVERNING LAW, VENUE, AMENDMENT AND SEVERABILITY**

10.1 This Grant shall be governed by and interpreted in accordance with the laws of the Commonwealth of Massachusetts. In case any provision(s) hereof shall be determined invalid or unenforceable under the applicable law, such provision(s) shall, insofar as possible, be construed or applied in such manner as will permit the enforcement of this Grant; otherwise, this Grant shall be construed as though such provision(s) had never been made a part hereof.

10.2 Any civil action brought against the Commission by the RPA, or any person or entity claiming through or under it, which arises out of the provisions of this Grant, shall only be brought in the Superior Court for Suffolk County, Massachusetts. The RPA, for itself and for any person or entity claiming by through or under it, hereby waives any defenses that it may have as



to the venue to which it has agreed herein, including, but not limited to, any claim that this venue is improper or that the forum is inconvenient. The RPA for itself and for any person or entity claiming by through or under it, hereby waives all rights, if any, to a jury trial in any civil action against the Commission that may arise out of the provisions of this Grant.

10.3 This Grant and any amendments hereto shall be deemed null and void and of no further force or effect unless it is executed by a duly authorized representative of the Commission and a duly authorized representative of the RPA. The undersigned, who are signing on behalf of the RPA, hereby warrant and represent that they possess the full legal authority to execute this Grant on behalf of the RPA and to bind the RPA to its terms and conditions. In the event that the Commission later determines that the undersigned are not duly authorized to execute this Grant and to bind the RPA, the Commission may, in its sole discretion, take whatever action it deems necessary to terminate this Grant, to suspend or terminate payments to the RPA and to recover any funds disbursed to the RPA. Any rights and remedies available to the Commission under the provisions of this Grant shall be in addition to any other rights and remedies provided by law.

## **SECTION 12**

### **WAIVERS**

11.1 The terms, conditions, covenants, duties and obligations contained in this Grant may be waived only by written agreement executed by duly authorized representatives of the Commission and the RPA. No waiver by either party of any term, condition, covenant, duty or obligation shall be construed as a waiver of any other term, condition, covenant, duty or obligation nor shall a waiver of any breach be deemed to constitute a waiver of any subsequent breach, whether of the same or a different section, subsection, paragraph, clause, phrase, or other provision of this Grant. Forbearance or indulgence in any form or manner by either Party to this Grant shall not be construed as a waiver, nor in any way limit the remedies available to that party.

11.2 The Commission's payment(s) to the RPA under this Grant or its review, approval or acceptance of any actions by the RPA under this Grant shall not operate as a waiver of any rights or remedies available to the Commission under this Grant or as otherwise provided by law.

**IN WITNESS WHEREOF**, the Massachusetts Gaming Commission and the RPA of \_\_\_\_\_ have  
caused this Grant Agreement to be executed by their duly authorized representatives this \_\_\_\_\_ day of  
in the year 2013.

**MASSACHUSETTS  
GAMING COMMISSION**

**REGIONAL PLANNING AGENCY**  
\_\_\_\_\_

By: \_\_\_\_\_  
(signature)

By: \_\_\_\_\_  
(signature)

\_\_\_\_\_  
(print name)

\_\_\_\_\_  
(print name)

Title: \_\_\_\_\_

Title: \_\_\_\_\_

DRAFT PENDING LEGAL AND RPA



**MASSACHUSETTS GAMING COMMISSION**

PLEASE SUBMIT THIS LETTER AND ATTACHMENTS TO:

**MASSACHUSETTS GAMING COMMISSION**

**ATTENTION: JOHN ZIEMBA, OMBUDSMAN**

**84 STATE STREET, SUITE 720**

**BOSTON, MA 02109**

**REGIONAL PLANNING AGENCY  
LETTER OF AUTHORIZATION**

**in accordance with 205 CMR 114.03(2)**

1. NAME OF REGIONAL PLANNING AGENCY ("RPA")
2. NAME AND TITLE OF INDIVIDUAL FROM RPA RESPONSIBLE FOR HANDLING OF FUNDS
3. ADDRESS OF INDIVIDUAL FROM RPA RESPONSIBLE FOR HANDLING OF FUNDS
4. PHONE # AND EMAIL ADDRESS OF INDIVIDUAL FROM RPA RESPONSIBLE FOR HANDLING OF FUNDS
5. NAME AND TITLE OF INDIVIDUAL AUTHORIZED TO COMMIT FUNDS ON BEHALF OF RPA
6. ADDRESS OF INDIVIDUAL AUTHORIZED TO COMMIT FUNDS ON BEHALF OF RPA
7. PHONE # AND EMAIL ADDRESS OF INDIVIDUAL AUTHORIZED TO COMMIT FUNDS ON BEHALF OF RPA
8. NAME OF APPLICANT FOR GAMING LICENSE
9. NAME OF AUTHORIZED REPRESENTATIVE OF GAMING APPLICANT
10. PHONE # AND EMAIL ADDRESS OF REPRESENTATIVE OF GAMING APPLICANT
11. NAME OF HOST COMMUNITY
12. NAME AND TITLE OF INDIVIDUAL FROM HOST COMMUNITY RESPONSIBLE FOR HANDLING OF FUNDS
13. ADDRESS OF INDIVIDUAL FROM HOST COMMUNITY RESPONSIBLE FOR HANDLING OF FUNDS
14. PHONE # AND EMAIL ADDRESS OF INDIVIDUAL FROM HOST COMMUNITY RESPONSIBLE FOR HANDLING OF FUNDS

The Commission must receive originally executed Letters of Authorization.

### ITEMIZATION OF APPROVED FUNDS

Please identify below the manner in which the funds have been/are to be used. Documentation (e.g.- invoices, proposals, estimates, etc.) adequate for the Commission to ensure that the funds have been/are to be used for the cost of determining the impact of a proposed gaming establishment and/or for negotiating a community mitigation impact agreement must be attached to this *Letter of Authorization*. Please attach additional sheets if necessary.

(CLICK ON BOX TO INSERT TEXT)

1Name of vendor Address of vendor Type of Service Provided Cost of Service Type of request

2Name of vendor Address of vendor Type of Service Provided Cost of Service Type of request

3Name of vendor Address of vendor Type of Service Provided Cost of Service Type of request

4Name of vendor Address of vendor Type of Service Provided Cost of Service Type of request

### CERTIFICATION BY REGIONAL PLANNING AGENCY

*On behalf of the aforementioned Regional Planning Agency I hereby certify that the funds that are requested in this application have been used/will be used solely for the purposes articulated in this letter of authorization.*

\_\_\_\_\_  
Signature of responsible Regional Planning Agency official

\_\_\_\_\_  
Date

### APPROVAL OF GAMING APPLICANT

*On behalf of the aforementioned gaming applicant, I hereby authorize the payment of community disbursement funds to the Regional Planning Agency as outlined in this letter of authorization. The applicant acknowledges that if the total amount of payments authorized exceed the initial \$50,000 portion of the application fee, the applicant shall immediately pay to the Commission all such additional amounts authorized by this letter, or other similar letters.*

\_\_\_\_\_  
Signature of authorized representative of applicant

\_\_\_\_\_  
Date



**APPROVAL OF HOST COMMUNITY**

***On behalf of the aforementioned host community, I hereby acknowledge the payment of community disbursement funds to the Regional Planning Agency as outlined in this letter of authorization and agree to cooperate with the Regional Planning Agency to enable it to complete the services contemplated in this letter of authorization.***

\_\_\_\_\_  
Signature of authorized representative of Host Community

\_\_\_\_\_  
Date

May 2013

**Bio Data for Robert Hubbard:**

Rob recently retired from the positions of Director of Community Development and Planning for the City of Gardner and Executive Director of the Gardner Redevelopment Authority (GRA). He worked for the City of Gardner since 1989 except for a three year hiatus when he established an Economic Development Office for the Town of Ayer during which time the Devens Reuse Plan was prepared and adopted.

Most recently, Rob prepared an Urban Renewal Plan for Gardner's Mill Street Corridor, a blighted former mill complex targeted by the Patrick/Murray administration for redevelopment. US EPA and MassDevelopment have committed \$2 million to remediate environmental contamination and to implement the reuse plan which will facilitate creation of more than 250 private sector jobs.

Prior to working in Gardner, Rob spent 12 years working as an economist and planner in Botswana, Papua New Guinea and the Solomon Islands.

Rob has a Bachelor of Arts degree in Economics from American International College and a Master of Arts degree in Economics from Northeastern University.

Rob is a past president of the Massachusetts Economic Development Council and currently serves as Chairman of the Trustees of the Memorial Congregational Church in Baldwinville.

**RFA-2 APPLICATION**  
**For a Category 1 or Category 2 Gaming License**



**APPLICANT:** \_\_\_\_\_

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**INSTRUCTIONS**

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## Instructions

### General

The Massachusetts Gaming Commission (“Commission”) requires applicants to utilize this application form to demonstrate that they have thought broadly and creatively about creating an innovative and unique gaming establishment in Massachusetts that will create a synergy with, and provide a significant and lasting benefit to, the residents of the host community, the surrounding communities, the region, and the Commonwealth of Massachusetts, and will deliver an overall experience that draws both residents and tourists to the gaming establishment and the Commonwealth of Massachusetts.

This application has been broken up into 5 main categories of information (overview of project, financial, economic development, building and site design, and mitigation) each containing its own criteria. Applicants must provide complete responses to each request for information. Each criterion is outlined on a separate page of the application. This has been done for purposes of ensuring an organized response and facilitating a uniform review of all applications by the Commission.

To the extent that an applicant is a newly formed entity, any information required to be provided relative to past performance shall, at a minimum, be provided in relation to the primary controlling and/or operating entity of the proposed gaming establishment and/or its significant business units.

If an applicant is unable to comply with or respond to any part of the application it may apply for a waiver or variance from the Commission in accordance with 205 CMR 102.03(4) in advance of the filing deadline. Further, an applicant may request a pre-application consultation in accordance with 205 CMR 118.02 by contacting the Executive Director at **XXXX**.

Each of the responses to this application must address in detail all aspects of the answer to the question. The applicant is encouraged to think creatively to propose a competitively unique, innovative, and viable proposal.

The applicant has a continuing duty to promptly disclose to the Commission any changes in the information provided in its response.

This RFA-2 Application does not constitute an offer of any nature or kind to any applicant or its agents. The Commission is under no obligation to issue a license to any of the applicants. By submitting an RFA-2 Application, the applicant is deemed to agree to all of the terms of this process.

### **Filling Out the Application**

The application is divided into five sections, each section containing questions relating to that section. The applicant should answer each question fully without providing a cross reference to other sections. The majority of questions will contain two to three distinct parts:

- (1) If a question calls for a written response, the written response should be attached. The box below the question is intended for the applicant to provide a brief overview of the answer. That brief overview will be released in response to any public records request. The applicant is required to provide the brief overview of the response in the box, and should not merely reference the attachment.
- (2) Any attachments used in answering the question should be named and listed on the page corresponding to the question to which the attachment belongs. If one attachment is used for multiple question, you must provide the attachment in multiple copies, one for each question. All questions will require one attachment for the answer to the question, but some will require multiple attachments. The
- (3) If the applicant believes that there is information in the attachments that is exempt from public disclosure under the public records laws, then the applicant must provide a duplicate copy of the attachment in redacted form. The duplicate redacted copy should only appear in the electronic submission, and not in the paper submission.

Every question must be answered completely. If a question, or portion thereof is not applicable, enter "N/A" into the appropriate space. Questions that are specifically not applicable to Category 2 applicants have been marked.



## Instructions

### Submission of Materials

The RFA-2 application must be submitted by the application deadline. The deadline for Category 1 consideration is XXXX. The deadline for Category 2 consideration is XXXX. The applications must be submitted in both hard copy and electronic form as further described below. The Commission requires two hard copies submitted to the following address:

Massachusetts Gaming Commission  
84 State Street, 10<sup>th</sup> floor  
Boston, MA 02109

Electronic copies should be submitted via direct upload to the Commission's server. If there are technical difficulties with that process, then the entire application should be submitted on one CD/DVD disc or flash drive, and one duplicate, at the same address as for the hard copies.

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## Electronic Application Format

The electronic application must be submitted with strict adherence to filing naming standards and each file should contain no more than one document. The applicant will submit this Application form in PDF version with all answers electronically filled in and no signatures. The applicant must submit the original Application, not a version that has been printed and scanned, and not a version that has been electronically protected. The applicant must also submit the entire application as a printed, signed, and scanned PDF file. No electronically submitted file submitted to the Commission may be password protected. The file names of all of the attachments must be named strictly in accordance with the following rules:

- The first portion of the filename must contain the Section number followed by a hyphen, then the question number with a leading zero for numbers under 10 followed by a hyphen, and finally the attachment number with a leading zero for numbers under 10. This portion will be exactly seven characters in total (“#-##-##”).
- The file name should then contain the name of the attachment, in at most 20 characters. The name of the attachment should NOT contain the name of the applicant.
- The final portion of the filename should be the extension, such as “.pdf” or “.xls”.
- The file name should correspond to list of attachments on the application form.
- If the attachment contains confidential portions, then the filename must have the word “CONFIDENTIAL” in all capital letters placed directly before the file extension. Any file containing the word “CONFIDENTIAL” must also be accompanied by a duplicate, but redacted file, containing the word “REDACTED” in all capital letters. All files not containing the word “CONFIDENTIAL” or containing the word “REDACTED” will be released to the public without notice to the applicant. Any mistakes in the spelling of these two words may result in inadvertent disclosure of confidential information.
- All attachments not submitted in the PDF format must also be submitted in duplicated in PDF format. The file name of the original format and the filename of the PDF format of the attachment should be identical excluding the file extension. All files in original format need not be redacted, only the PDF version will be released to the public.
- Electronic folders may be used but are not required.

Any attachments containing a table of calculations, such as a pro-forma financial projection, should be included in the electronic submission in its original format, preferably Microsoft Excel “.xls” files.

The following is an example of the contents of a properly organized application:

1-02-01 Answer.pdf  
1-02-02 Agreement with Town.pdf  
2-11-01 Pro Forma Projections CONFIDENTIAL.pdf  
2-11-01 Pro Forma Projections REDACTED.pdf  
2-11-01 Pro Forma Projections CONFIDENTIAL.xls

## Instructions

4-11-01 Answer.pdf  
4-11-02 Diagram of Spaces CONFIDENTIAL.pdf  
4-11-02 Diagram of Spaces REDACTED.pdf  
A-07-01 Qualification.pdf  
Application.pdf  
Signed Application.pdf

The following is what the public will receive from the above example:

1-02-01 Answer.pdf  
1-02-02 Agreement with Town.pdf  
2-11-01 Pro Forma Projections REDACTED.pdf  
4-11-01 Answer.pdf  
4-11-02 Diagram of Spaces REDACTED.pdf  
A-07-01 Qualification.pdf  
Application.pdf  
Signed Application.pdf

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## **Paper Application Format**

The paper version of the application should be submitted in three ring binders, with attachments relating to each of the six sections of the applications in its own binder. If the attachments for a section cannot fit in a single binder, that section may be split between multiple binders, but more than one section may not appear in a single binder. This Application form and the signature form should be submitted together in an additional binder. Each binder must be clearly labeled with the applicant's name, the section name, and the words "Binder # of #" if multiple binders comprise one section.

Within each binder containing attachments, each attachment must be tabbed and the tab must be labeled with the seven character number of the attachment. This number is the section number followed by a hyphen, then the question number with a leading zero for numbers under 10 followed by a hyphen, and finally the attachment number with a leading zero for numbers under 10. This number will be exactly seven characters in total ("#-##-##"). If an attachment is not related to a question, enumerate the attachment with "0-00-##" such that "##" is the number of the attachment. Attachments not related to a question should go into a separate binder.

Prior to each question within the binder, the applicant should place a copy of the corresponding page of the application. If that page does not list all attachments, insert an additional sheet listing the remainder of the attachments in the same format as the list on the Application form.

If a certain attachment is better presented in a format that does not fit within a binder, provide a sheet in the binder identifying that the attachment is contained separately.

Do not place the redacted attachments or the attachments in the original file format into the binders. Those attachments are only required in the electronic version.



### **Introductory Presentation**

Each applicant will be required to make an informational introductory presentation of its RFA-2 application to the Commission. The presentation is intended to provide the applicant an opportunity to provide the Commission with a roadmap of the contents of the application, explain any particularly complex information, and highlight any specific areas it desires. The presentations will be held approximately 2 weeks after the application submission deadline. Each presentation will be limited to 90 minutes. No questions will be asked of the applicants during the presentation. The order of the presentations will be drawn by lot at a public meeting of the Commission.

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## Public Records

Massachusetts law provides that “[a]pplications for licenses shall be public records under section 10 of chapter 66; provided however, that trade secrets, competitively-sensitive or other proprietary information provided in the course of an application for a gaming license under this chapter, the disclosure of which would place the applicant at a competitive disadvantage, may be withheld from disclosure under chapter 66.” Additionally, there are 25 exemptions to the definition of the term public record. In an effort to provide the applicants with guidance as to what information submitted as part of the RFA-2 application that in the opinion of the Commission is presumptively exempt from disclosure in accordance with the Massachusetts Public Records Law, the Commission noted sections which may potentially be exempt.

The Commission will not accept any requests for confidentiality on the application form. The application form is meant to provide a broad overview of the applicant’s response to each question. Consequently, the applicant should keep the public nature of the Application forms in mind when answering the questions. Attachments may be exempt from disclosure. In order to request an exemption, the applicant must submit the original application with attachments in both confidential and redacted form. The Commission will presumptively assume that all forms having a filename containing the word “REDACTED” or not containing the word “CONFIDENTIAL” are public record as of the application deadline and may release those documents without further notice to the applicant. The Commission will not release any attachments containing the word “CONFIDENTIAL” in the filename prior to providing the applicant with notice and an opportunity to respond. Please note, though the Commission will use its best efforts to protect any information it deems subject to an exemption to disclosure, final appeals are adjudicated by the Secretary of the Commonwealth in accordance with G.L. c.66, §10.

## **Evaluation**

Upon receipt of the Application and all attachments, the Commission will briefly review the entire submission for administrative completeness. Any major deficiencies in the application may be corrected within seven days after the application deadline. Minor mistakes may be corrected within fourteen days after the application deadline.

In evaluating the application, the Commission will create five groups, each group reviewing one of the numbered sections for each applicant. Each group will evaluate its assigned section for all applicants and present the results to the Commission. The Commission will evaluate the applications as a whole, without assigning any fixed weight to any of the sections.

During the evaluation process, the Commission does not anticipate asking for a best and final offer, but may ask applicants for clarification or elaboration on a response. Any failure to respond or failure to submit sufficient information answering any question may be cause for rejection of the application. Please note, in reviewing and evaluating the RFA-2 Application, the Commission will also review and consider the information obtained as part of the RFA-1 application process.

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## Checklist

Complete this checklist prior to submitting any materials to the Commission.

- ☐ The applicant answered all questions in this Application Form.
- ☐ All answer boxes on this application are filled in with an appropriate answer.
- ☐ Any question requiring an attachment has the attachment noted on the Application Form.
- ☐ The applicant properly named the electronic version of all files and is submitting those files.
- ☐ The applicant understands that every electronic file that does not contain the word "CONFIDENTIAL" in the file name will be released to the public.
- ☐ The applicant has included an identical but redacted copy of all confidential electronic files.
- ☐ The applicant has prepared and is submitting a paper copy of the entire application and all attachments properly organized in multiple binders.
- ☐ The original electronic file format is submitted for numerical charts and calculations, when available, along with an identically named PDF version of that file.
- ☐ No electronic files have been password protected.
- ☐ The electronic Application Form is the original, electronically filled out form, not a printed or secured version of the form, and contains all 217 pages in the original order.
- ☐ The applicant will update the Commission if there are any changes to the information presented in the Application or any attachments.
- ☐ The applicant has filled out, signed, and notarized the Application Signature Form.



**BACKGROUND**

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A. Background

Applicant: \_\_\_\_\_

**Background**

**A-1 Name of the applicant (person or entity in whose name the license would be issued)**

Name: \_\_\_\_\_

**A-2 Mailing address of the applicant**

\_\_\_\_\_  
Number and Street

\_\_\_\_\_  
City

\_\_\_\_\_  
State

\_\_\_\_\_  
Zip Code

\_\_\_\_\_  
Phone

\_\_\_\_\_  
Fax

\_\_\_\_\_  
Email

**A-3 Type of business entity that the applicant is formed as**

Entity: \_\_\_\_\_

**A-4 State under the laws of which business entity it is incorporated, organized, formed, or registered**

State: \_\_\_\_\_

**A-5 Location of the principal place of business of the applicant**

\_\_\_\_\_  
Number and Street

\_\_\_\_\_  
City

\_\_\_\_\_  
State

\_\_\_\_\_  
Zip Code

\_\_\_\_\_  
Phone

\_\_\_\_\_  
Fax

\_\_\_\_\_  
Email

**Background****A-6 Names and addresses of its owners, members, partners, directors and/or stockholders of the applicant**

Please list the required information in attachment "A-06-01 Owners of Applicant".

**A-7 Do all qualifiers identified by the Commission in accordance with 205 CMR 116.00 and deemed suitable under the RFA-1 process in accordance with 205 CMR 115.00 maintain the association with the applicant previously identified in the RFA-1 process?**

☐ Yes ☐ No

If no, please use attachment "A-07-01 Qualification" to explain.

**A-8 Primary contact person for the applicant**

\_\_\_\_\_  
Name

\_\_\_\_\_  
Number and Street

\_\_\_\_\_  
City

\_\_\_\_\_  
State

\_\_\_\_\_  
Zip Code

\_\_\_\_\_  
Phone

\_\_\_\_\_  
Fax

\_\_\_\_\_  
Email

A. Background

Applicant: \_\_\_\_\_

### **Background**

#### **A-9 Proposed city/town in which gaming establishment is to be located**

City/Town: \_\_\_\_\_

#### **A-10 Primary contact person for the host community**

\_\_\_\_\_  
Name

\_\_\_\_\_  
Number and Street

\_\_\_\_\_  
City

\_\_\_\_\_  
State

\_\_\_\_\_  
Zip Code

\_\_\_\_\_  
Phone

\_\_\_\_\_  
Fax

\_\_\_\_\_  
Email

#### **A-11 Name of person or entity that will operate the gaming establishment**

\_\_\_\_\_  
Name

\_\_\_\_\_  
Number and Street

\_\_\_\_\_  
City

\_\_\_\_\_  
State

\_\_\_\_\_  
Zip Code

\_\_\_\_\_  
Phone

\_\_\_\_\_  
Fax

\_\_\_\_\_  
Email



## **1. OVERVIEW OF PROJECT**

Since it began operations more than a year ago and throughout its nearly sixty public meetings and eight public educational sessions, the members of the Massachusetts Gaming Commission have tried to articulate a vision, rooted in the expanded gaming legislation, or how it would like to see expanded gaming conceived of and operated in the Commonwealth. The backbone of that vision will be found in considerable detail in the four other sections of this application: financial, economic development, building and site design, and mitigation. In addition to these basic structures, the Commission has tried to articulate its aspirations for something more- something unique, something special, something innovative- in the architecture of the gaming industry in Massachusetts. In this part of the application the applicant is asked to respond in detail to the broad thematic questions on the following pages that, in combination, embrace that architecture.

**Overview****1-1 Massachusetts Brand**

How does the project you propose manifest an appreciation for and collaboration with the existing Massachusetts “brand,” i.e., our intellectual/knowledge economy; our biomedical, life sciences, educational and financial services economic driver; and our long history of innovation and economic regeneration over the 400 years of our existence?

**Please attach a detailed, written response to this question as attachment 1-01-01 and provide a brief overview of your response in this box:**

**DRAFT**

**List of Attachments:**

1-01-01	1-01-11
1-01-02	1-01-12
1-01-03	1-01-13
1-01-04	1-01-14
1-01-05	1-01-15
1-01-06	1-01-16
1-01-07	1-01-17
1-01-08	1-01-18
1-01-09	1-01-19
1-01-10	1-01-20

Check this box if you have additional attachments: ☐

**Overview****1-2 Destination Resort**

How does the project you propose embrace the Legislature's mandate to present "destination resort casinos" rather than "commercial casinos"?

**Please attach a detailed, written response to this question as attachment 1-02-01 and provide a brief overview of your response in this box:**

**List of Attachments:**

1-02-01	1-02-11
1-02-02	1-02-12
1-02-03	1-02-13
1-02-04	1-02-14
1-02-05	1-02-15
1-02-06	1-02-16
1-02-07	1-02-17
1-02-08	1-02-18
1-02-09	1-02-19
1-02-10	1-02-20

Check this box if you have additional attachments: ☐

**Overview****1-3 Outward Looking**

How do you propose to merge a "destination resort casino" with an outward looking physical structure and business strategy that leverages our existing assets, and enhances and coordinates with our existing tourism and other leisure venues?

**Please attach a detailed, written response to this question as attachment 1-03-01 and provide a brief overview of your response in this box:**

**List of Attachments: [Potentially Exempt]**

1-03-01	1-03-11
1-03-02	1-03-12
1-03-03	1-03-13
1-03-04	1-03-14
1-03-05	1-03-15
1-03-06	1-03-16
1-03-07	1-03-17
1-03-08	1-03-18
1-03-09	1-03-19
1-03-10	1-03-20

Check this box if you have additional attachments: ☐



**Overview****1-4 Competitive Environment**

Describe the competitive environment in which you anticipate operating over the next 10 years and how you plan to succeed in that environment without taking revenues away from other Massachusetts gaming establishments, race tracks or businesses.

**Please attach a detailed, written response to this question as attachment 1-04-01 and provide a brief overview of your response in this box:**

**List of Attachments: [Potentially Exempt]**

1-04-01	1-04-11
1-04-02	1-04-12
1-04-03	1-04-13
1-04-04	1-04-14
1-04-05	1-04-15
1-04-06	1-04-16
1-04-07	1-04-17
1-04-08	1-04-18
1-04-09	1-04-19
1-04-10	1-04-20

Check this box if you have additional attachments: ☐

**Overview****1-5 Meeting Unmet Needs**

How do you propose to work with affiliated attractions and amenities to broaden the market base of the gaming facility and to meet unmet needs in our array of entertainment, education and leisure resources?

**Please attach a detailed, written response to this question as attachment 1-05-01 and provide a brief overview of your response in this box:**

**List of Attachments:**

1-05-01	1-05-11
1-05-02	1-05-12
1-05-03	1-05-13
1-05-04	1-05-14
1-05-05	1-05-15
1-05-06	1-05-16
1-05-07	1-05-17
1-05-08	1-05-18
1-05-09	1-05-19
1-05-10	1-05-20

Check this box if you have additional attachments: ☐

**Overview****1-6 Collaborative Marketing**

How do you intend to market aggressively outside Massachusetts and internationally, perhaps in cooperation with our existing industries and organizations such as MassPort and MOTT, and certainly in collaboration with our existing institutional drivers of economic and international development?

**Please attach a detailed, written response to this question as attachment 1-06-01 and provide a brief overview of your response in this box:**

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**List of Attachments: [Potentially Exempt]**

1-06-01 _____	1-06-11 _____
1-06-02 _____	1-06-12 _____
1-06-03 _____	1-06-13 _____
1-06-04 _____	1-06-14 _____
1-06-05 _____	1-06-15 _____
1-06-06 _____	1-06-16 _____
1-06-07 _____	1-06-17 _____
1-06-08 _____	1-06-18 _____
1-06-09 _____	1-06-19 _____
1-06-10 _____	1-06-20 _____

Check this box if you have additional attachments: ☐

**Overview****1-7 Diverse Workforce and Supplier Base**

Describe your commitment to a diverse workforce and supplier base, and an inclusive approach to marketing, operations and training practices that will take advantage of the broad range of skills and experiences represented in our Commonwealth's evolving demographic profile.

**Please attach a detailed, written response to this question as attachment 1-07-01 and provide a brief overview of your response in this box:**

**List of Attachments:**

1-07-01	1-07-11
1-07-02	1-07-12
1-07-03	1-07-13
1-07-04	1-07-14
1-07-05	1-07-15
1-07-06	1-07-16
1-07-07	1-07-17
1-07-08	1-07-18
1-07-09	1-07-19
1-07-10	1-07-20

Check this box if you have additional attachments: ☐

**Overview****1-8 Broadening the Region's Tourism Appeal**

What is your overall perspective and strategy for broadening the appeal of each region of our Commonwealth to travelers inside and outside of Massachusetts?

**Please attach a detailed, written response to this question as attachment 1-08-01 and provide a brief overview of your response in this box:**

**List of Attachments:**

1-08-01	1-08-11
1-08-02	1-08-12
1-08-03	1-08-13
1-08-04	1-08-14
1-08-05	1-08-15
1-08-06	1-08-16
1-08-07	1-08-17
1-08-08	1-08-18
1-08-09	1-08-19
1-08-10	1-08-20

Check this box if you have additional attachments: ☐



**Overview****1-9 Post Licensing**

Describe any post-licensing actions by the Commission or the Commonwealth of Massachusetts that you believe will be essential for the success of the project you are proposing.

**Please attach a detailed, written response to this question as attachment 1-09-01 and provide a brief overview of your response in this box:**

**List of Attachments:**

1-09-01	1-09-11
1-09-02	1-09-12
1-09-03	1-09-13
1-09-04	1-09-14
1-09-05	1-09-15
1-09-06	1-09-16
1-09-07	1-09-17
1-09-08	1-09-18
1-09-09	1-09-19
1-09-10	1-09-20

Check this box if you have additional attachments: ☐

**2. FINANCIAL**

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### Prerequisites

Does your application:

- ☐ Provide a timeline for construction as required by Question 2-10?
- ☐ Maximize Revenues for the Commonwealth?
- ☐ Provide completed studies and reports as required by Question 2-17?
- ☐ Provide a full description of the proposed internal controls as required by Question 2-21?
- ☐ Provide a market analysis as required by Question 2-26?
- ☐ Realize maximum capital investment exclusive of land?
- ☐ Show the total investment within the boundaries of the gaming facility as required by Question 2-28?
- ☐ Show the total investment outside the boundaries of the gaming facility as required by Question 2-29?
- ☐ Offer the highest and best value to create a secure and robust gaming market?
- ☐ Provide a study showing the overall economic benefit as required by Question 2-36?

**Prerequisites****2-1 Application Fee**

All applicants have paid a nonrefundable application fee of \$400,000 to the Commission to defray the costs associated with the processing of the application and investigation of the applicant. However, if the costs of the investigation exceed or have exceeded the initial application fee, the applicant shall pay the additional amount to the Commission within 30 days after notification of insufficient fees by the Commission or the application shall be rejected. Similarly, each applicant shall pay to the Commission all amounts in excess of the initial \$50,000 of the application fee for purposes of making approved Community Disbursements in accordance with 205 CMR 114.03. Is the applicant current with all payments to the Commission for amounts in excess of the initial application fee?

☐ Yes ☐ No

**2-2 Licensing Fee**

An applicant must demonstrate that it is able to pay the licensing fee (\$85,000,000 for a Category 1 license and \$25,000,000 for a Category 2 license) in the event that it is awarded a license. The Commission will refer to the applicant's RFA-1 application and responses to inquiries in this section to make this determination. The applicant may attach additional documentation or provide further evidence as to its ability to pay. Further, the applicant must commit to paying the gaming licensing fee in the event that it is awarded a license. Have you signed and attached the required acknowledgment form?

☐ Yes ☐ No

**2-3 Minimal Capital Investment**

In accordance with the design plans submitted in accordance with section X of the RFA-2 application that applicant must agree to invest not less than \$500,000,000 into a Category 1 gaming establishment or \$125,000,000 into a Category 2 gaming establishment. Further, unless granted leave by the Commission, the applicant must agree to expend the amount identified as the capital investment in accordance with section 4-24 of the RFA-2 application. Have you signed and attached the required acknowledgment form?

☐ Yes ☐ No

**Prerequisites****2-4 Land**

The applicant must own or acquire the land where the gaming establishment is proposed to be constructed within 60 days after a license has been awarded (an applicant shall be deemed to own the land if it has entered into a tenancy for a term of years under a lease that extends not less than 60 years beyond 15 years for a Category 1 license or 5 years for a Category 2 license).

Please attach a copy of a lease, deed, option, or other documentation to this page and provide an explanation as to the status of the land on which the proposed establishment will be constructed in the box below.

**Status of the land:**

DRAFT

**List of Attachments:**

2-04-01 _____	2-04-11 _____
2-04-02 _____	2-04-12 _____
2-04-03 _____	2-04-13 _____
2-04-04 _____	2-04-14 _____
2-04-05 _____	2-04-15 _____
2-04-06 _____	2-04-16 _____
2-04-07 _____	2-04-17 _____
2-04-08 _____	2-04-18 _____
2-04-09 _____	2-04-19 _____
2-04-10 _____	2-04-20 _____

Check this box if you have additional attachments: ☐



**Financial & Capital Structure****2-5 Audited Financial Statements**

Provide applicant's audited financial statements for each of the last five years, including , but not limited to, the disclosure of all contributions, donations, loans or any other financial transactions to or from a gaming entity or operator in the past 5 years. If applicant is comprised of more than one legal entity, provide financial statements for each. Do not include financial statements for individual partners, officers or shareholders.

**List of Attachments: [Potentially Exempt]**

2-05-01 _____	2-05-21 _____
2-05-02 _____	2-05-22 _____
2-05-03 _____	2-05-23 _____
2-05-04 _____	2-05-24 _____
2-05-05 _____	2-05-25 _____
2-05-06 _____	2-05-26 _____
2-05-07 _____	2-05-27 _____
2-05-08 _____	2-05-28 _____
2-05-09 _____	2-05-29 _____
2-05-10 _____	2-05-30 _____
2-05-11 _____	2-05-31 _____
2-05-12 _____	2-05-32 _____
2-05-13 _____	2-05-33 _____
2-05-14 _____	2-05-34 _____
2-05-15 _____	2-05-35 _____
2-05-16 _____	2-05-36 _____
2-05-17 _____	2-05-37 _____
2-05-18 _____	2-05-38 _____
2-05-19 _____	2-05-39 _____
2-05-20 _____	2-05-40 _____

Check this box if you have additional attachments: ☐

**Financial & Capital Structure****2-6 Unaudited Financials and SEC Filings**

Provide unaudited financial statements and all SEC filings for the current fiscal year through the end of the most recent quarter prior to filing.

**List of Attachments: [Potentially Exempt]**

2-06-01 _____	2-06-21 _____
2-06-02 _____	2-06-22 _____
2-06-03 _____	2-06-23 _____
2-06-04 _____	2-06-24 _____
2-06-05 _____	2-06-25 _____
2-06-06 _____	2-06-26 _____
2-06-07 _____	2-06-27 _____
2-06-08 _____	2-06-28 _____
2-06-09 _____	2-06-29 _____
2-06-10 _____	2-06-30 _____
2-06-11 _____	2-06-31 _____
2-06-12 _____	2-06-32 _____
2-06-13 _____	2-06-33 _____
2-06-14 _____	2-06-34 _____
2-06-15 _____	2-06-35 _____
2-06-16 _____	2-06-36 _____
2-06-17 _____	2-06-37 _____
2-06-18 _____	2-06-38 _____
2-06-19 _____	2-06-39 _____
2-06-20 _____	2-06-40 _____

Check this box if you have additional attachments: ☐

**Financial & Capital Structure****2-7 Financing Structure**

Describe financing structure and plan including all sources of capital. Include current capital commitments as well as plan and timing for meeting future capital needs.

**Please attach a detailed, written response to this question as attachment 2-07-01 and provide a brief overview of your response in this box:**

**List of Attachments: [Potentially Exempt]**

2-07-01	2-07-11
2-07-02	2-07-12
2-07-03	2-07-13
2-07-04	2-07-14
2-07-05	2-07-15
2-07-06	2-07-16
2-07-07	2-07-17
2-07-08	2-07-18
2-07-09	2-07-19
2-07-10	2-07-20

Check this box if you have additional attachments: ☐

## Financial & Capital Structure

### **2-8 Budget**

Provide a detailed budget of the total project cost. Identify separately construction costs (labor, materials), design costs, consulting fees and all other development costs. Also identify all other pre-opening costs including training, marketing and initial working capital.

**Briefly describe the major costs of the project in this box. Include the detailed answer in the attachments:**

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### **List of Attachments:**

2-08-01 _____	2-08-11 _____
2-08-02 _____	2-08-12 _____
2-08-03 _____	2-08-13 _____
2-08-04 _____	2-08-14 _____
2-08-05 _____	2-08-15 _____
2-08-06 _____	2-08-16 _____
2-08-07 _____	2-08-17 _____
2-08-08 _____	2-08-18 _____
2-08-09 _____	2-08-19 _____
2-08-10 _____	2-08-20 _____

Check this box if you have additional attachments: ☐

**Financial & Capital Structure****2-9 Significant Economic Downturn**

Describe the attributes and resources that will allow the project to succeed in the event of a significant economic downturn during the initial license term.

**Please attach a detailed, written response to this question as attachment 2-09-01 and provide a brief overview of your response in this box:**

**List of Attachments:**

2-09-01	2-09-11
2-09-02	2-09-12
2-09-03	2-09-13
2-09-04	2-09-14
2-09-05	2-09-15
2-09-06	2-09-16
2-09-07	2-09-17
2-09-08	2-09-18
2-09-09	2-09-19
2-09-10	2-09-20

Check this box if you have additional attachments: ☐



## Financial & Capital Structure

### **2-10 Timeline for Construction**

Provide a timeline of construction of the facility that includes detailed stages of construction for the gaming establishment, non-gaming structures and any racecourse, where applicable, and provide the number of construction hours estimated to complete the work.

**Please attach a detailed, written response to this question as attachment 2-10-01 and provide a brief overview of your response in this box:**

DRAFT

#### **List of Attachments:**

2-10-01 _____	2-10-11 _____
2-10-02 _____	2-10-12 _____
2-10-03 _____	2-10-13 _____
2-10-04 _____	2-10-14 _____
2-10-05 _____	2-10-15 _____
2-10-06 _____	2-10-16 _____
2-10-07 _____	2-10-17 _____
2-10-08 _____	2-10-18 _____
2-10-09 _____	2-10-19 _____
2-10-10 _____	2-10-20 _____

Check this box if you have additional attachments: ☐

## Financial & Capital Structure

### 2-11 Pro-Forma Cash Flow

Provide an enterprise pro-forma with a summary budget and cash-flow. Identify sources and uses of cash on a quarterly basis during the construction period and annually for five years (Category II facility) or 15 years (Category I facility) after opening. Discount cash flows at 4% and estimate the project's internal rate of return.

**Please attach a detailed, written response to this question as attachment 2-11-01 and provide a brief overview of your response in this box:**

DRAFT

#### List of Attachments: [Potentially Exempt]

2-11-01 _____	2-11-11 _____
2-11-02 _____	2-11-12 _____
2-11-03 _____	2-11-13 _____
2-11-04 _____	2-11-14 _____
2-11-05 _____	2-11-15 _____
2-11-06 _____	2-11-16 _____
2-11-07 _____	2-11-17 _____
2-11-08 _____	2-11-18 _____
2-11-09 _____	2-11-19 _____
2-11-10 _____	2-11-20 _____

Check this box if you have additional attachments: ☐

## Financial & Capital Structure

### **2-12 Credit Arrangements**

Describe all existing credit arrangements and financial commitments including the identity of each lender and the terms or conditions under which loan proceeds can be obtained.

**Please attach a detailed, written response to this question as attachment 2-12-01 and provide a brief overview of your response in this box:**

### **List of Attachments: [Potentially Exempt]**

2-12-01 _____	2-12-11 _____
2-12-02 _____	2-12-12 _____
2-12-03 _____	2-12-13 _____
2-12-04 _____	2-12-14 _____
2-12-05 _____	2-12-15 _____
2-12-06 _____	2-12-16 _____
2-12-07 _____	2-12-17 _____
2-12-08 _____	2-12-18 _____
2-12-09 _____	2-12-19 _____
2-12-10 _____	2-12-20 _____

Check this box if you have additional attachments: ☐

## Financial & Capital Structure

### **2-13 Breaches of Contract**

Provide a description of any contract, loan agreement or commitment that the applicant has breached or defaulted on during the last 10 years and provide information for any lawsuit, administrative proceeding or other proceeding that occurred as a result of the breach or default.

**Please attach a detailed, written response to this question as attachment 2-13-01 and provide a brief overview of your response in this box:**

DRAFT

#### **List of Attachments:**

2-13-01 _____	2-13-11 _____
2-13-02 _____	2-13-12 _____
2-13-03 _____	2-13-13 _____
2-13-04 _____	2-13-14 _____
2-13-05 _____	2-13-15 _____
2-13-06 _____	2-13-16 _____
2-13-07 _____	2-13-17 _____
2-13-08 _____	2-13-18 _____
2-13-09 _____	2-13-19 _____
2-13-10 _____	2-13-20 _____

Check this box if you have additional attachments: ☐

## Financial & Capital Structure

### **2-14 Administrative and Judicial Proceedings**

Provide a description of any administrative or judicial proceeding during the last 10 years in which the applicant or any entity that owns a 5% or greater share of the applicant was found to have violated a statute or regulation governing its operations.

**Please attach a detailed, written response to this question as attachment 2-14-01 and provide a brief overview of your response in this box:**

DRAFT

#### **List of Attachments:**

2-14-01 _____	2-14-11 _____
2-14-02 _____	2-14-12 _____
2-14-03 _____	2-14-13 _____
2-14-04 _____	2-14-14 _____
2-14-05 _____	2-14-15 _____
2-14-06 _____	2-14-16 _____
2-14-07 _____	2-14-17 _____
2-14-08 _____	2-14-18 _____
2-14-09 _____	2-14-19 _____
2-14-10 _____	2-14-20 _____

Check this box if you have additional attachments: ☐



## Financial & Capital Structure

### **2-15 Bankruptcy Filings**

List any entities owned or controlled by the applicant and any entity that owns a 5% or greater share of the applicant that have filed for bankruptcy in the last 10 years.

**Please attach a detailed, written response to this question as attachment 2-15-01 and provide a brief overview of your response in this box:**

DRAFT

#### **List of Attachments:**

2-15-01 _____	2-15-11 _____
2-15-02 _____	2-15-12 _____
2-15-03 _____	2-15-13 _____
2-15-04 _____	2-15-14 _____
2-15-05 _____	2-15-15 _____
2-15-06 _____	2-15-16 _____
2-15-07 _____	2-15-17 _____
2-15-08 _____	2-15-18 _____
2-15-09 _____	2-15-19 _____
2-15-10 _____	2-15-20 _____

Check this box if you have additional attachments: ☐

## Financial & Capital Structure

### **2-16 Racial, Ethnic, and Gender Diversity of Financial Sources**

Describe the racial, gender and ethnic diversity in the composition of the individual and corporate sources of financing for the project.

**Please attach a detailed, written response to this question as attachment 2-16-01 and provide a brief overview of your response in this box:**

#### **List of Attachments:**

2-16-01 _____	2-16-11 _____
2-16-02 _____	2-16-12 _____
2-16-03 _____	2-16-13 _____
2-16-04 _____	2-16-14 _____
2-16-05 _____	2-16-15 _____
2-16-06 _____	2-16-16 _____
2-16-07 _____	2-16-17 _____
2-16-08 _____	2-16-18 _____
2-16-09 _____	2-16-19 _____
2-16-10 _____	2-16-20 _____

Check this box if you have additional attachments: ☐