



## **MASSACHUSETTS GAMING COMMISSION MEETING**

February 5, 2015  
10:30 a.m.

**Boston Convention and Exhibition Center**  
415 Summer Street, Room 107B  
Boston, MA



Massachusetts Gaming Commission



## **NOTICE OF MEETING and AGENDA**

February 5, 2015

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, February 5, 2015**

**10:30 a.m.**

**Boston Convention and Exhibition Center**

415 Summer Street, Room 107B

Boston, MA

### **PUBLIC MEETING - #144**

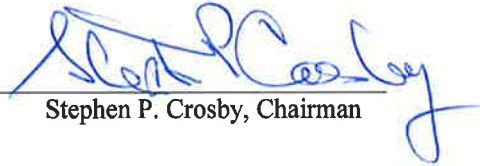
1. Call to order
2. Approval of Minutes
  - a. January 22, 2015
3. Administration – Rick Day, Executive Director
  - a. General Update
4. Ombudsman – John Ziemba
  - a. Wynn FEIR Update
  - b. Community Mitigation Funding Update
5. Workforce, Supplier and Diversity Development – Jill Griffin, Director
  - a. Wynn Draft Diversity Report – Possible Vote
6. Legal Division – Catherine Blue, General Counsel
  - a. ABCC Regulation and Protection of Minors Regulation – Informal Process
7. Investigations and Enforcement Division – K. Wells, Director
  - a. Gross Gaming Revenue and Financial Reporting Regulations - B. Band, Gaming Agents Division Chief and D. Lennon, CFAO – Start Formal Process
  - b. Region C Update and Requests for Extension
8. Other business – reserved for matters the Chair did not reasonably anticipate at the time of posting.



Massachusetts Gaming Commission

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).

2/3/15  
(date)

  
Stephen P. Crosby, Chairman

**Date Posted to Website:** February 3, 2015 at 10:30 a.m.



Massachusetts Gaming Commission

101 Federal Street, 23rd Floor, Boston, Massachusetts 02110 | TEL 617.979.8400 | FAX 617.725.0258 | [www.massgaming.com](http://www.massgaming.com)



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## Meeting Minutes

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**Date/Time:** January 22, 2015 – 10:30 a.m.

**Place:** **Boston Convention and Exhibition Center**  
415 Summer Street, Room 102A/B  
Boston, Massachusetts

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

### **Call to Order**

See transcript page 2

10:32 a.m. Chairman Crosby called to order the 143<sup>rd</sup> Commission Meeting.

### **Regulations Hearing**

See transcript pages 3-13

10:32 a.m. Chairman Crosby opened hearing on public comments for regulations: 205 CMR 134 Licensing, 205 CMR 138 Internal Controls, 205 CMR 149 Race Horse Development Fund, and 205 CMR 14 Supplemental Licensing.

10:32 a.m. Public comment from Attorney General Maura Healey. Attorney General Healey presented on gaming enforcement priorities and consumer protection recommendations for the commission.

10:42 a.m. Public comment from Graham Lewis. Mr. Lewis raised matters pertaining to the filing of an application for an occupational license to race horses. He was advised that comments presented today must relate to the regulations that are the subject of the hearing. He was further advised that he may submit written comments on any topic through the Commissions MGCcomments section on the Commission website.

10:44 a.m. Chairman Crosby suspended hearing on regulations.

### **Approval of the Minutes**

See transcript pages 13-19

- 10:44 a.m. *Commissioner McHugh moved for the approval of the January 8, 2015 minutes. Motion seconded by Commissioner Cameron with correction to indicate when Commissioner Stebbins joined the meeting. Motion passed unanimously.*
- 10:46 a.m. Chairman Crosby noted Treasurer and Receiver General Deborah Goldberg's priority and the Commission's mandate to protect lottery revenues.

### **Ombudsman Report**

See transcript pages 20-56

- 10:51 a.m. Ombudsman Ziemba and Robert DeSalvio, President of Wynn MA, presented the Commission with an update on design changes to the Wynn Resort in Everett and unveiled two renderings.
- 11:05 a.m. Jennifer Pinck, of Pinck & Co.; John Rauen, Vice President of Development, Penn National Gaming; and Lance George, General Manager, Plainridge Park Casino presented the quarterly update for Penn National Gaming.
- 11:28 a.m. Chairman Crosby closed the formal hearing for public comments on regulations.
- 11:29 a.m. Commission recessed.
- 11:44 a.m. Meeting resumed.

### **Administration**

See transcript pages 56-187

- 11:44 a.m. Director Day presented the Commission with an administrative overview.
- 11:46 a.m. Director Wells presented an update on a potential conflict of interest matter regarding a Central Management System ("CMS") vendor and provided recommendations on the matter.
- 12:02 p.m. Michael Mathis, President & Chief Operating Officer for MGM Springfield and Joshua Soliz, Vice President of Technology for MGM, presented on CMS/G2S systems. Robert DeSalvio, President of Wynn MA, provided comments on his experience with CMS.

- 12:58 p.m. Commission recessed for lunch.
- 1:49 p.m. Meeting resumed.
- 1:49 p.m. CFAO Derek Lennon; Ethan Tower, Protocol Director, Gaming Standards Association; and Matthew Cedor, Regional Vice President of Operations, GTECH; presented on CMS/G2S systems.
- 2:40 p.m. *Commissioner McHugh moved that the staff be authorized to commence contract negotiations with GTECH for a CMS system that includes the safeguards recommended by the IEB; that includes an out clause; that includes consideration of a payment schedule reflective of when machines will come online; that includes a warranty sufficient to protect the Commission from introduction of a CMS system in a SAS environment, a G2S environment or a hybrid environment; and that the staff be requested to return to the Commission with a recommendation for an amended regulation that deletes, changes or in some other way postpones for the requirement of an all G2S by January 1, 201. Motion seconded by Commissioner Stebbins. Commissioner McHugh added that the staff return after the negotiations are completed with the completed contract for the Commission's approval and that the contract not be awarded until and unless there is a satisfactory completion of the background investigation of GTECH. Motion passed unanimously.*
- 2:42 p.m. Director Day presented on recommendations for second half of 2015 schedule.

### **Workforce, Supplier and Diversity Development**

See transcript pages 187-247

- 2:56 p.m. Director Griffin; Mike Mathis, President & Chief Operating Officer for MGM Springfield; Gerri Harris, Executive Director of Diversity and Contracts, MGM; Mary Kate Murren, Director of Training & Workforce Development, MGM Springfield; and Jed Nosal, Attorney for MGM Springfield, Brown Rudnick LLP; presented on MGM Springfield Diversity Report.
- 4:00 p.m. *Commissioner Stebbins moved that the Commission give approval to the Diversity and Affirmative Marketing Program as presented by MGM. Commissioner McHugh clarified that the Commission give approval in principle with clarifications and amendments to come. Motion seconded by Commissioner Cameron. Motion passed unanimously.*
- 4:03 p.m. Commission recessed.
- 4:16 p.m. Meeting resumed.

## **Legal Division**

See transcript pages 247-256

- 4:16 p.m. General Counsel Blue presented on the General Records and Redaction Policies for review by the Commission.
- 4:23 p.m. *Commissioner McHugh moved that the Commission adopt a Commission policy defining records of the Commission and that the Commission revisit its implementation. Motion seconded by Commissioner Cameron. Motion passed unanimously.*
- 4:24 p.m. *Commissioner McHugh moved that the policy statement entitled Redaction of Public Records as it appears in the Commission packet be adopted. Motion seconded by Commissioner Cameron. Motion passed unanimously.*
- 4:24 p.m. General Counsel Blue presented the Small Business Impact Statement for 205 CMR 129 – Transfer of Interest.
- 4:24 p.m. *Commissioner Stebbins moved that the Commission approve the Small Business Impact Statement with respect to 205 CMR 129 Transfer of Interest. Motion seconded by Commissioner Cameron. Motion passed unanimously.*

## **Research and Responsible Gaming**

See transcript pages 256-293

- 4:25 p.m. Director Vander Linden presented on the first draft of the Play Management Regulations.

## **Other Business Not Reasonably Anticipated**

See transcript pages 293-299

- 5:13 p.m. Commissioner Crosby reported on a matter to be brought before the Legislature regarding withholding and reporting on winnings.
- 5:17 p.m. *Motion made by Commissioner Cameron to adjourn the meeting. Motion seconded by Commissioner Zuniga. Motion passed unanimously.*

## **List of Documents and Other Items Used**

1. Massachusetts Gaming Commission January 22, 2015 Notice of Meeting/Hearing and Agenda

2. 205 CMR 134 Licensing and Registration of Employees, Vendors, Junket Enterprises and Representatives, and Labor Organizations
3. 205 CMR 138 Uniform Standards of Accounting Procedures and Internal Controls and attachments
4. 205 CMR 149 Race Horse Development Fund
5. 205 CMR 14 Supplemental Licensure Procedures
6. Massachusetts Gaming Commission January 8, 2015 Draft Meeting Minutes
7. Wynn Resorts Development January 15, 2015 Memorandum Regarding New Renderings for Proposed Wynn Resort in Everett
8. Penn National Quarterly Report as of December 31, 2014
9. Email from Martin Nastasia, Brown Rudnick, to Derek Lennon and John Glennon, dated January 19, 2015, with regard to CMS Package for Commissioners and MGC Staff, with attachments.
10. Massachusetts Gaming Commission January 18, 2015 Memorandum Regarding Central Management System – Technical Discussion Summary with attachments
11. MGC January 16, 2015 Schedule Update/Slot Parlor Activities
12. MGM Springfield Diversity & Affirmative Action Marketing Program
13. Massachusetts Gaming Commission Records of the Commission Policy and Redaction of Public Records of the Commission Policy
14. Small Business Impact Statement 205 CMR 129
15. 205 CMR 138 Uniform Standards of Accounting Procedures and Internal Controls DRAFT
16. 205 CMR 143 Gaming Devices and Electronic Gaming Equipment DRAFT

/s/ Catherine Blue  
Catherine Blue  
Assistant Secretary



**No Documents**

**No Documents**



TO: Chairman Crosby; Commissioners Cameron, McHugh, Stebbins and Zuniga

FROM: John S. Ziemba, Ombudsman

DATE: February 2, 2015

RE: 2015 Community Mitigation Fund

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On December 18, 2014, the Commission approved the guidelines for the Community Mitigation Fund which included an application for specific construction related impacts and a one-time local reserve fund under the Community Mitigation Fund. This reserve fund can be used by the communities for impacts once they are determined (upon approval of the Commission) or to help communities plan how to avoid potential adverse impacts or to determine how to achieve further benefits from a facility. MGL c. 23K, §61 states that “parties requesting appropriations from the fund shall submit a written request for funding to the Commission by February 1 of each year”<sup>1</sup> and that the Commission shall expend funds to assist parties “in offsetting costs related to the construction and operation of a gaming establishment.” In accordance with MGL c. 23K, § 61, parties have requested appropriations from the community mitigation fund and filed their applications by the due date of February 2, 2015 with the Commission.

Communities that have applied for the reserve fund are:

- Region A: Boston, Cambridge, Chelsea, Lynn, Malden, Medford, Saugus, Somerville
- Region B: Agawam, Chicopee, East Longmeadow, Hampden, Holyoke, Longmeadow, Ludlow, Northampton, West Springfield, and Wilbraham
- Plainville – Category 2: Foxborough, Mansfield, Wrentham

In addition to the applications for the use of the reserve fund the following parties have requested funding for specific impacts: Medford, Revere, Springfield, and Hampden County Sheriff’s Department (Springfield). The City of Medford has requested separate mitigation funds in addition to the reserve fund. Attached please find copies of these applications.

Winthrop and Everett applied for the reserve fund but were notified that they were not eligible for the fund because they were not a designated surrounding community, nor a community which entered a nearby community agreement, nor a community who petitioned to be surrounding community to the licensee.

Commission staff made numerous contacts to communities to remind them about their eligibility for the reserve fund. There were a few communities that were eligible to receive reserve funding but did not apply.

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<sup>1</sup> The statutory application date is February 1 (a Sunday in 2015). However, M.G.L. c. 4, §9 specifies that certain acts which would otherwise be required to be performed on Sunday be performed on the next succeeding business day.



### **The Process: How Will the Commission Decide on Applications?**

- Similar to the Commission's surrounding community review process, the Commission will ask each licensee to review and comment on any requests for funding.
- The Commission will evaluate the submittal by the community, any input received from the community and interested parties (such as Regional Planning Agencies), the responses of the licensee, Commission consultant reviews, and any other sources determined by the Commission.
- The Commission will evaluate any funding requests in the context of any host or surrounding community agreements.
- The Commission may ask applicants for supplementary materials, may request a meeting with applicants, and reserves the ability to host a hearing or hearings on any application.
- The Commission's deliberations on Community Mitigation Fund policies will also be aided through input from the Gaming Policy Advisory Committee, the Community Mitigation Subcommittee, and any Local Community Mitigation Advisory Committees, as established pursuant to MGL c. 23K.
- The Commission reserves the ability to determine a funding limit, as additional contributions to the Community Mitigation Fund will not be made until Category 1 gaming facilities are operational.

### **When Will the Commission Make Decisions?**

The Commission anticipates making funding decisions on any requests for mitigation of specific impacts approximately by July 2015, after a comprehensive review and any additional information requests. However, we received one request for an expedited review from the Hampden County Sheriff's Department.





THE COMMONWEALTH OF MASSACHUSETTS

SHERIFF OF HAMPDEN COUNTY  
627 RANDALL ROAD  
LUDLOW, MA 01056

MICHAEL J. ASHE, JR.  
SHERIFF

TEL (413) 547 8000  
FAX (413) 589 1851

January 30, 2015

Mr. John Ziembra, Ombudsman  
Massachusetts Gaming Commission  
101 Federal Street, 23<sup>rd</sup> Floor  
Boston, MA 02110

Dear Mr. Ziembra,

Enclosed please find my application for 2015 Community Mitigation Fund.

The Western Massachusetts Correctional Alcohol Center (WMCAC), the only regional correctional treatment facility in the commonwealth, is being forced to move after 29 years, due to the looming MGM-Springfield Casino. Working with DCAM, we went out to bid, and received a bid that met the approval of DCAM. Once again, funding is the issue.

Our current annual rent is \$666,276.17, which includes utilities. The relatively low rent is due to longevity at the location (29 years).

The rent at the new site is \$1,441,838, and does not include utilities. The difference in rent is primarily due to the fact that the landlord would have to do a build-out of approximately \$7.5 million to retrofit the building for operations and programs, as was done over a period of years at the present site. The additional estimated cost of our utilities would be \$336,600 per year. This overwhelming upswing in rent is not affordable within our current budget.

No other forced move due to the looming MGM-Springfield Casino threatens the existence of such a vital public service. It is grossly unfair and unacceptable that this commonwealth's model correctional substance abuse treatment center should be put out of existence to make room for a casino, without appropriate mitigation.

**I respectfully request that the Commission conduct an expedited review of my application.**

**Please do not hesitate to contact me at 413-858-0101 should you have questions or concerns. In addition, I am available to meet with you and/or the Commission in person regarding this application. Thank you.**

**Sincerely,**

A handwritten signature in blue ink that reads "Michael J. Ashe Jr". The signature is written in a cursive style with a large, prominent "M" and "A".

**Michael J. Ashe, Jr.  
Sheriff**

**MJA/kar**

**Cc: Enclosures**



**Massachusetts Gaming Commission  
101 Federal Street, 23rd Floor  
Boston, MA 02110**

**2015 COMMUNITY MITIGATION FUND APPLICATION**

**CHECK BOX IF REQUESTING THE CREATION OF A  
MITIGATION RESERVE FUND FOR A COMMUNITY**

**APPLICATIONS DUE NO LATER THAN FEBRUARY 2, 2015.**

*For anyone with specific impacts, please complete the gray boxes 1-4 beginning on page 2. If you are not applying for mitigation of specific impacts by February 2, 2015, you do not need to complete grayed boxes 1-4.*

**HCS D**

1. NAME OF MUNICIPALITY/GOVERNMENT ENTITY/DISTRICT

**HCS D**

2. DEPARTMENT RECEIVING FUNDS

**William Christofori, CFO**

3. NAME AND TITLE OF INDIVIDUAL RESPONSIBLE FOR HANDLING OF FUNDS

**627 Randall Road, Ludlow, MA 01056**

4. ADDRESS OF INDIVIDUAL RESPONSIBLE FOR HANDLING OF FUNDS

**413-858-0114, Bill.Christofori@sdh.state.ma.us**

5. PHONE # AND EMAIL ADDRESS OF INDIVIDUAL RESPONSIBLE FOR HANDLING OF FUNDS

**Michael J. Ashe, Jr., Sheriff**

6. NAME AND TITLE OF INDIVIDUAL AUTHORIZED TO COMMIT FUNDS ON BEHALF OF MUNICIPALITY/GOVERNMENTAL ENTITY

**627 Randall Road, Ludlow, MA 01056**

7. ADDRESS OF INDIVIDUAL AUTHORIZED TO COMMIT FUNDS ON BEHALF OF MUNICIPALITY/GOVERNMENTAL ENTITY

**413-858-0101 Michael.Ashe@sdh.state.ma.us**

8. PHONE # AND EMAIL ADDRESS OF INDIVIDUAL AUTHORIZED TO COMMIT FUNDS ON BEHALF OF MUNICIPALITY/GOVERNMENTAL ENTITY

**MGM Springfield**

9. NAME OF GAMING LICENSEE



**1. IMPACT DESCRIPTION**

Please describe in detail the impact that is attributed to the construction of a gaming facility. Please provide support for the determination that the construction of the gaming facility caused or is causing the impact.

The Western Massachusetts Correctional Alcohol Center (WMCAC), the only Regional correctional treatment center in the commonwealth, is being forced to move after 29 years of operation at 26 Howard Street in Springfield due to the looming MGM-Springfield Casino.

**2. PROPOSED MITIGATION**

Please identify below the manner in which the funds are proposed to be used. Please provide documentation (e.g. - invoices, proposals, estimates, etc.) adequate for the Commission to ensure that the funds will be used for the cost of mitigating the impact from the construction of a proposed gaming establishment. Please describe how the mitigation request will address the specific impact indicated. Please attach additional sheets/supplemental materials if necessary.

The Sheriff's Department worked with the Division of Capital Asset Management to develop an RFP, went out to bid and received an approved bid to move to a new location. We are unable to sign a lease due to lack of funding. Our current annual rent is \$666,276.17, which includes utilities. The relatively low rent is due to longevity at the location (29 years). The annual rent at the new site is \$1,441,838 and does not include utilities (estimate \$336,000). The primary difference in rent is due to the fact that the landlord would have to do a build out of approximately \$7.5 million to retrofit the building for operations and programs, as was done over a period of years at the present site. This overwhelming upswing in rent is not affordable within our current budget. There can be no more compelling utilization of this Mitigation Fund than to enable the survival of one of the commonwealth's, and indeed the nation's, most effective correctional substance abuse treatment programs. At this point, it should be noted, that although WMCAC continues to serve the multiple DUI offender that it was founded to incarcerate, a good percentage of its residents now are substance abusers sentenced for offenses other than DUI. Indeed, we had planned to rename the facility the "Western Massachusetts Regional Correctional Substance Abuse Center", consistent with its expanded use beyond for DUI offenders. No other forced move due to the looming MGM-Springfield Casino threatens the existence of such a vital public safety program. Approximately 16,500 men and women from Berkshire, Franklin, Hampden, Hampshire and Worcester counties have completed the program since 1985 with many returning as mentors. It is grossly unfair and unacceptable that this commonwealth's model correctional substance abuse treatment center should be put out of existence to make room for a casino, without appropriate mitigation. We respectfully request that the Gaming Commission commit \$4 million, to enable us to sign the lease, pay the landlord, which would reduce our annual rent by over \$500,000 per year, making the continued existence of the center affordable. We are acutely aware of the many applicants competing for limited funds in the mitigation fund, we would be receptive to a "Refundable Mitigation Grant." If this option is preferable to the commission, I would ask for a ten year \$500,000 mitigation grant with the agreement that the money would be repaid over a 5 year period, after the first ten years of the lease.

**3. IMPACT CONTROLS/ADMINISTRATION OF IMPACT FUNDS**

Please provide detail regarding the controls that will be used to ensure that funds will only be used to address the specific impact. If non-governmental entities will receive any funds, please describe what reporting will be required and how the applicant will remedy any misuse of funds.

We will submit monthly reports that detail all expenditures to the Gaming Commission.

**4. RELEVANT EXCERPTS FROM HOST OR SURROUNDING COMMUNITY AGREEMENTS**

Please describe and include excerpts from any relevant sections of any Host or Surrounding Community Agreement. Please explain how this impact was either anticipated or not anticipated in that Agreement.

The Host Agreement signed on April 30, 2013, between the City of Springfield and Blue Tarp Development, LLC states, "(J) Displaced Tenant Payments. The Developer will pay displaced tenants at the project site that agree to relocate within the City \$3/square foot towards their new security deposit and moving costs, increasing to \$4/square foot if such tenants relocate within the City's business improvement district." We will apply for this payment. While these funds will be of assistance to our moving expense, the dramatic increase in the annual lease is not affordable within our limited budget.

**CERTIFICATION BY MUNICIPALITY/GOVERNMENTAL ENTITY**

On behalf of the aforementioned municipality/governmental entity I hereby certify that the funds that are requested in this application will be used solely for the purposes articulated in this Application.

*Michael J. Ashe Jr*

Signature of Responsible Municipal Official/Governmental Entity

January 30, 2015

Date

**APPROVAL OF THE MASSACHUSETTS GAMING COMMISSION**

On behalf of the Massachusetts Gaming Commission, the Commission hereby authorizes the payment from the Community Mitigation Fund in accordance with M.G.L. c. 29K as outlined in this Application.

Executive Director

Date

Ombudsman

Date

**MILL STREET RELOCATION**

**Bid \$1,441,838 per year for years 1-5**

**\$1,502,644 per year for years 6-10**

**Estimated Utilities**

**Year 1 \$304,031.50**

**If we are able to get the \$4 million mitigation money from the gaming commission C&W would only need to borrow \$3.5 million for the build out instead of the proposed \$7.5 million. This would reduce the Annual Rent to:**

**\$931,000 for years 1-5 \***

**\$992,000 for years 6-10 \***



DEVAL L. PATRICK  
GOVERNOR

*The Commonwealth of Massachusetts*  
*Executive Office for Administration and Finance*  
*Division of Capital Asset Management and Maintenance*  
*One Ashburton Place*

*Boston, Massachusetts 02108*

*Tel: (617) 727-4050*

*Fax: (617) 727-5363*

GLEN SHOR  
SECRETARY, ADMINISTRATION  
& FINANCE

CAROLE CORNELISON  
COMMISSIONER

December 19, 2014

Mr. Francis J. Cataldo, Jr.  
C&W Equities, LLC  
95 State Street – Suite 1111  
Springfield, Massachusetts 01103

RE: Request for Proposals (the RFP) on behalf of the Hampden Sheriff's Office (SDH), Springfield, as further defined in Map Attachment C-5 in the RFP, Project # 201468000.1

Dear Mr. Cataldo:

The Division of Capital Asset Management and Maintenance (DCAMM) has completed the evaluation of proposals received for the RFP and is pleased to advise you that DCAMM has determined that your proposal for a 10 -year lease of 48,645 square feet at 155 Mill Street, Springfield (the Proposal), best satisfies the criteria set forth in the RFP.

DCAMM will contact you to finalize the provisions of a lease (a Lease) that must be in the form of the Commonwealth Office Lease that accompanied the RFP. (All capitalized terms of art in this notification are defined in the Commonwealth Office Lease or in this notification.) Any changes to or deviations from the RFP specifications, the proposal, or the Commonwealth Office Lease are subject to approval by DCAMM. A Lease is not final until it has been approved and executed by DCAMM. Any expenses incurred by the Proposer before execution of a Lease are incurred at the Proposer's sole risk.

The only purpose of this notification is to advise the Proposer of the initial outcome of the selection process. This notice does not constitute a commitment by the Commonwealth to enter into a Lease or an acceptance by the Commonwealth of the proposed rental rate. While it is assumed that the parties will make a good-faith effort to negotiate a Lease, the Commonwealth reserves the right to terminate this selection and the negotiations due to unforeseen changes in the requirements of SDH, or the failure to finalize a lease in a timely fashion, or if the Commonwealth determines that Owner is not in compliance with Owner's obligations regarding all laws, Executive Orders, and regulations of the Commonwealth relating to, without limitation, labor, employment, tax, insurance, occupational-safety, health, safety, licensing, required wages, payment of income taxes and payroll taxes, workers'-compensation insurance, the proper classification of employees, and the hiring of properly documented workers, or if, for any other reason, termination is deemed to be in the best interests of the Commonwealth. If the negotiation of a Lease is terminated, the Commonwealth may readvertise or enter into negotiations with another proposer.

December 19, 2014

Mr. Francis J. Cataldo, Jr

C&W Equities, LLC

RE: Request for Proposals (the RFP) on behalf of the Hampden Sheriff's Office (SDH), Springfield,  
as further defined in Map Attachment C-5 in the RFP, Project # 201468000.1

Page 2

If there are any questions, please call the Project Manager, Bruce Tebo, at 617-727-8000, extension 31851.

Sincerely,



Martha Goldsmith, Director  
Office of Leasing and State Office Planning

cc: Larry Lajoie, SDH  
Bruce Tebo, DCAMM  
Tracking  
File #: 201468000.1



THE COMMONWEALTH OF MASSACHUSETTS

SHERIFF OF HAMPDEN COUNTY  
627 RANDALL ROAD  
LUDLOW, MA 01056

MICHAEL J. ASHE, JR.  
SHERIFF

TEL (413) 547-8000  
FAX (413) 589-1851

January 29, 2015

Mr. John Ziemba, Ombudsman  
Massachusetts Gaming Commission  
101 Federal Street, 23<sup>rd</sup> Floor  
Boston, MA 02110

Dear Mr. Ziemba,

The Western Massachusetts Correctional Alcohol Center (WMCAC), the only regional correctional treatment facility in the commonwealth, is being forced to move after 29 years, due to the looming MGM-Springfield Casino. Working with DCAM, we went out to bid, and received a bid that met the approval of DCAM. Once again, funding is the issue.

Our current annual rent is \$666,276.17, which includes utilities. The relatively low rent is due to longevity at the location (29 years).

The rent at the new site is \$1,441,838, and does not include utilities. The difference in rent is primarily due to the fact that the landlord would have to do a build-out of approximately \$7.5 million to retrofit the building for operations and programs, as was done over a period of years at the present site. The additional estimated cost of our utilities would be \$336,600 per year. This overwhelming upswing in rent is not affordable within our current budget.

Chapter 23K, section 61B of the Massachusetts General Laws established a Community Mitigation Fund to assist in offsetting costs due to the operation of gaming establishments. There can be no more compelling utilization of this Mitigation Fund than to enable the survival of one of the commonwealth's, and indeed the nation's, most effective correctional substance abuse treatment programs. At this point, in light of your concern for the commonwealth's opiate epidemic, it should be noted that although WMCAC continues to serve the multiple DUI offender that it was founded to incarcerate, a good percentage of its residents now are substance abusers sentenced for offenses other than DUI. Indeed, we had planned to rename the facility the "Western Massachusetts Regional Correctional Substance Abuse Center", consistent with its expanded use beyond for DUI offenders.

**No other forced move due to the looming MGM-Springfield Casino threatens the existence of such a vital public service. It is grossly unfair and unacceptable that this commonwealth's model correctional substance abuse treatment center should be put out of existence to make room for a casino, without appropriate mitigation.**

**We strongly believe it is vitally necessary that the Gaming Commission appropriate the sum of \$4 million, enabling us to pay the landlord and reduce our annual rent by over \$500,000 per year, making the continued existence of the Center affordable.**

**Please do not hesitate to call me if you have any questions or need more information. I look forward to working with you, shoulder-to-shoulder, to win the best future for our citizens.**

**Sincerely,**

A handwritten signature in blue ink that reads "Michael J. Ashe Jr." in a cursive script.

**Michael J. Ashe, Jr.  
Sheriff**



# City of Medford

Office of The Mayor

Rooms 202-204, City Hall

Medford, Massachusetts 02155

Telephone (781) 393-2408

MICHAEL J. MCGLYNN  
MAYOR

FAX (781) 393-2514  
TDD (781) 393-2516

John S. Ziemba, Ombudsman  
Massachusetts Gaming Commission  
2015 Community Mitigation Fund  
101 Federal Street, 23<sup>rd</sup> Floor  
Boston, MA 02110

January 29, 2015

Dear Mr. Ziemba:

Enclosed please find a copy of the City of Medford's request for both a reserve fund and specific impact. The application has also been sent electronically.

The City is requesting \$100,000.00 in reserve funds and \$2,000,000 in transportation planning and design funds. The specific impact funds are necessary to commence a study, design and coordinated approach to the impacts of the Casino on the transportation infrastructure within the boundaries of the City. These facilities fall under local, DCR, MassDOT, or MBTA jurisdiction and connect to the roadway networks of Malden and Everett. It is imperative that the coordinated planning commence now.

Relying on Community agreements and future mitigation funds will not result in infrastructure projects being implemented in a timely manner. The state cannot wait to begin to design necessary identified issues. I appreciate your approval of these funds.

Very Truly Yours,

A handwritten signature in black ink, appearing to read "Michael J. McGlynn".

Michael J. McGlynn, Mayor







Massachusetts Gaming Commission  
101 Federal Street, 23rd Floor  
Boston, MA 02110

**2015 COMMUNITY MITIGATION FUND APPLICATION**

**CHECK BOX IF REQUESTING THE CREATION OF A  
MITIGATION RESERVE FUND FOR A COMMUNITY**

**APPLICATIONS DUE NO LATER THAN FEBRUARY 2, 2015.**

*For anyone with specific impacts, please complete the gray boxes 1-4 beginning on page 2. If you are not applying for mitigation of specific impacts by February 2, 2015, you do not need to complete grayed boxes 1-4.*

**City of Medford, Massachusetts**

1. NAME OF MUNICIPALITY/GOVERNMENT ENTITY/DISTRICT

**Treasurer/Collector**

2. DEPARTMENT RECEIVING FUNDS

**Alfred J. Pompeo, Jr., Treasurer Collector**

3. NAME AND TITLE OF INDIVIDUAL RESPONSIBLE FOR HANDLING OF FUNDS

**85 George P. Hassett Drive, Medford, Ma 02155**

4. ADDRESS OF INDIVIDUAL RESPONSIBLE FOR HANDLING OF FUNDS

**781-393-2435 apompeo@medford.org**

5. PHONE # AND EMAIL ADDRESS OF INDIVIDUAL RESPONSIBLE FOR HANDLING OF FUNDS

**Michael J. McGlynn, Mayor**

6. NAME AND TITLE OF INDIVIDUAL AUTHORIZED TO COMMIT FUNDS ON BEHALF OF MUNICIPALITY/GOVERNMENTAL ENTITY

**85 George P. Hassett Drive, Medford, Ma 02155**

7. ADDRESS OF INDIVIDUAL AUTHORIZED TO COMMIT FUNDS ON BEHALF OF MUNICIPALITY/GOVERNMENTAL ENTITY

**781-393-2409 mmcglynn@medford.org**

8. PHONE # AND EMAIL ADDRESS OF INDIVIDUAL AUTHORIZED TO COMMIT FUNDS ON BEHALF OF MUNICIPALITY/GOVERNMENTAL ENTITY

**Wynn MA LLC**

9. NAME OF GAMING LICENSEE

**1. IMPACT DESCRIPTION**

**Please describe in detail the impact that is attributed to the construction of a gaming facility. Please provide support for the determination that the construction of the gaming facility caused or is causing the impact.**

The proposed construction of the Wynn MA casino in Everett has transportation impacts that are well documented in the Environmental Review work done to date as well as the Secretary of EOEAs determination that mitigation is required to offset impacts of the proposed project. Identified impacts include deterioration in level of service and capacity. Alternative modes of transportation are necessary to offset traffic impacts. Pedestrian and bicycle connections are necessary to enable safe travel.

The current funding strategy is to wait until the Casino is operational anticipating contributions will fund the Community Mitigation Fund. This will delay the commencement of necessary planning and design beyond the conceptual stage. Construction projects cannot proceed until there is full design and permitting as well as funding. The Commonwealth should not wait for construction impacts to start to plan. Additionally, nothing assures that the roadway improvements necessary in Medford will be prioritized for funding as impacts are anticipated in other jurisdictions as well.

Construction impacts from the Casino requiring signalization and geometric improvements are anticipated at the following locations:

1. Fellsway West (Route28)/Fulton Street;
2. Fellsway West (Route28)/Salem Street (Route60);
3. Central Avenue/Medford Street/Fellsway (Route 28);
4. Riverside Avenue/Fellsway (Route28), Medford;
5. 1-93Southbound off ramp/Mystic Valley Parkway (Route16) South;
6. Harvard Street/Mystic Avenue (Route38);
7. Harvard Street/Mystic Valley Parkway (Route16)/Mystic Valley Parkway (Route16) Southbound;
8. Mystic Valley Parkway (Route16)/Locust Street;
9. Mystic Valley Parkway (Route16)/Commercial Street;
10. Mystic Valley/RBP(Route 16)/Fellsway (Rte.28)/Middlesex Ave Wellington Circle;
11. Revere Beach Parkway (Route16) Eastbound Ramps to Rivers Edge Drive,
12. Revere Beach Parkway (Route 16) Westbound Ramps to Rivers Edge Drive

Wynn has agreed to pay for \$ 1 million of certain identified improvements in the EIR. However, the need to move forward especially on the design of improvements at Wellington Circle is urgent and the scope of work more comprehensive than this commitment will provide.

The planning and design services at Wellington Circle are significant and will exceed the amounts in the Surrounding Community Agreement.

## 2. PROPOSED MITIGATION

Please identify below the manner in which the funds are proposed to be used. Please provide documentation (e.g. - invoices, proposals, estimates, etc.) adequate for the Commission to ensure that the funds will be used for the cost of mitigating the impact from the construction of a proposed gaming establishment. Please describe how the mitigation request will address the specific impact indicated. Please attach additional sheets/supplemental materials if necessary.

The City of Medford is requesting \$1.5 million dollars to commence the planning and design of improvements to the Wellington Circle area and its environs. The funds will be used to oversee a transportation design process from study to preparation of alternative plans and begin the planning, permitting and full design of upgrades concentrating on Wellington Circle as well as for the intersections from Wellington Circle to Mystic Valley Parkway and Harvard Street. Planning for improvements to connections for alternatives to vehicular transportation including bicycles, pedestrians and water transportation shall also be included.

The second component on this is a request for \$480,000.00 to fund a Transportation Engineer/Planner position for five years. The need for this position is a direct result of the location of the casino, need to apply for funds to the community mitigation fund, submission of applications for state and federal transportation funding for various transportation related projects and coordination of transportation improvement projects.

The City is also seeking \$20,000.00 for reimbursement of services performed by GPI to do a peer review of the environmental work and to assist the City in identifying impacts.

A Request for Proposals will be prepared to engage a transportation engineering Consultant team for design services. The Transportation Engineer/Planner will be hired to coordinate activities on behalf of the City including coordination with Wynn LLC Mass DOT, DCR, MBTA, and private landowners and abutting cities and seeking funds. A job description would be created and the position advertised.

The Estimated cost of \$2 million dollars is as follows:

Engineering Consultant for Peer Review-\$20,000.00

Transportation Engineer/Planner for the City of Medford for 5 years- Salary, benefits-\$484,000.00.

Engineering, Planning Design and Permitting-\$1.5 million

**3. IMPACT CONTROLS/ADMINISTRATION OF IMPACT FUNDS**

Please provide detail regarding the controls that will be used to ensure that funds will only be used to address the specific impact. If non-governmental entities will receive any funds, please describe what reporting will be required and how the applicant will remedy any misuse of funds.

All funds to be utilized will be procured in a competitive bid process with contracts.

**4. RELEVANT EXCERPTS FROM HOST OR SURROUNDING COMMUNITY AGREEMENTS**


Please describe and include excerpts from any relevant sections of any Host or Surrounding Community Agreement. Please explain how this impact was either anticipated or not anticipated in that Agreement.

Impacts were anticipated. Scope and timing are the issues to be addressed. See Section 6, Transportation Impacts of the Surrounding Community Agreement, FEIR and

GPI Peer Review (attached). Also Attached is the Engineer's estimate of costs.

**CERTIFICATION BY MUNICIPALITY/GOVERNMENTAL ENTITY**

On behalf of the aforementioned municipality/governmental entity I hereby certify that the funds that are requested in this application will be used solely for the purposes articulated in this Application.

  
Signature of Responsible Municipal  
Official/Governmental Entity

1/29/15  
Date

Michael J. McGlynn, Mayor

**APPROVAL OF THE MASSACHUSETTS GAMING COMMISSION**

2015 COMMUNITY MITIGATION FUND APPLICATION

Page 6 of 7

On behalf of the Massachusetts Gaming Commission, the Commission hereby authorizes the payment from the Community Mitigation Fund in accordance with M.G.L. c. 23K as outlined in this Application.

\_\_\_\_\_  
**Executive Director**

\_\_\_\_\_  
**Date**

\_\_\_\_\_  
**Ombudsman**

\_\_\_\_\_  
**Date**



Massachusetts Gaming Commission  
101 Federal Street, 23rd Floor  
Boston, MA 02110

**INSTRUCTIONS FOR FILING FOR  
2015 COMMUNITY MITIGATION FUND APPLICATION**

If a Community is filing for a mitigation reserve fund only, please check the box on page 1 and fill out all the boxes in blue. Skip grayed boxes 1-4. Detail regarding the use of the reserve fund can be provided to the Commission on a rolling basis upon consultation with the Commission (See Guidelines on page 6).

If a Community or other Applicant has a specific impact, please fill out entire application form.

If a Community or other Applicant is requesting both a reserve fund and has a specific impact, please fill out the entire application form.

**Any questions contact: John S. Ziemba, Ombudsman  
101 Federal Street, 23<sup>rd</sup> Floor, Boston, MA 02110  
(617) 979-8423  
[john.s.ziemba@state.ma.us](mailto:john.s.ziemba@state.ma.us)**

...

Applications must be sent electronically and via regular mail. An application received by the Commission either electronically or via regular mail by February 2, 2015 will meet the application deadline.

Applications should be sent to the:

**Massachusetts Gaming Commission  
2015 Community Mitigation Fund  
Attn: Ombudsman John Ziemba  
101 Federal Street, 23<sup>rd</sup> Floor, Boston, MA 02110**

And via e-mail to:

**[john.s.ziemba@state.ma.us](mailto:john.s.ziemba@state.ma.us)**

REF.: MAX-2013011.04

January 8, 2014

Mayor Michael J. McGlynn  
City of Medford  
85 George P. Hassett Drive, Room 202  
Medford, Massachusetts 02155

ATTENTION: Ms. Lauren DiLorenzo

SUBJECT: City of Medford  
Wynn Everett  
Traffic Impact Peer Review

Dear Mayor McGlynn:

As requested, *Greenman-Pedersen, Inc. (GPI)* has conducted a Traffic Impact Peer Review of the Wynn Everett Casino (Project) Draft Environmental Impact Report (DEIR) prepared by Fort Point Associates, Inc. The focus of this review is Chapter 4 - Transportation of the DEIR prepared by Vanasse & Associates and Howard/Stein-Hudson Associates, Inc. (VAI/HSB). GPI has reviewed the projected traffic impacts within the City of Medford and the adequacy of the proposed mitigation to address these impacts.

Overall GPI has found the material provided to be prepared in a professional manner consistent with transportation engineering industry standards and reasonably evaluates the Project's potential impacts. Regarding the Project's impacts to the transportation infrastructure within the City of Medford however, GPI finds there to be notable unaddressed mitigation needs related to Wellington Circle (Intersection #42) and the Harvard Street/Mystic Valley Parkway (Route 16)/Mystic Avenue (Route 38)/I-93 Exit 31 Southbound Off-Ramp cluster of intersections (Intersection #'s 37, 38 & 39). In addition, GPI has identified some concerns regarding the trip distribution methodology which may be under representing the impacts to roadways within the City of Medford.

As discussed in further detail below, GPI recommends the implementation of specific mitigation to address Project impacts at both of the locations identified above prior to the opening of the Wynn Everett Casino, as well as the funding of a traffic monitoring program to be conducted by an independent third party. The intent of the traffic monitoring program would be to identify any unanticipated traffic impacts post Casino opening which would then be the responsibility of the Casino Proponent to mitigate.



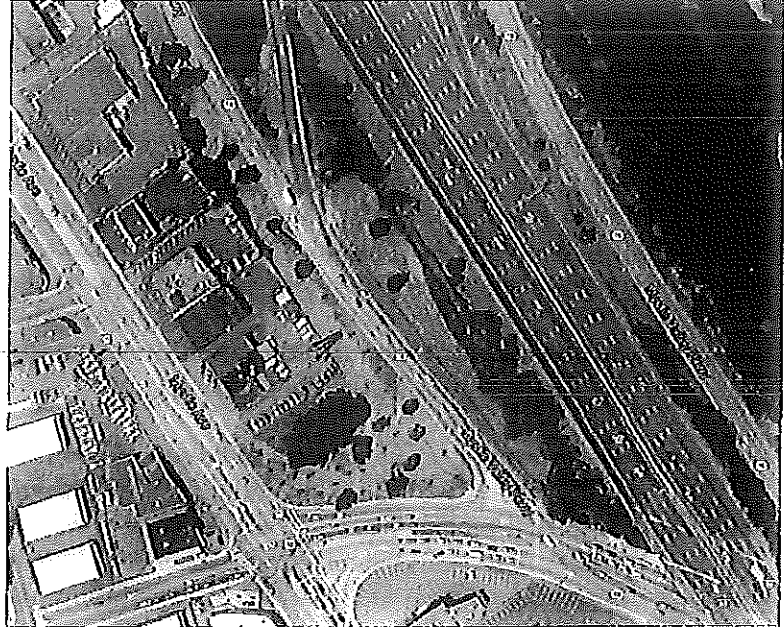
## PROJECTED TRAFFIC IMPACTS

The DEIR for the Wynn Everett Casino estimates that 342 and 395 vehicle trips will utilize roadways within the City of Medford to access/egress the Project site during the Friday evening and the Saturday afternoon peak hours, respectively. The significant majority of this traffic (282 Friday evening/ 328 Saturday afternoon) is estimated to utilize Mystic Valley Parkway (Route 16) to travel through the City of Medford. As discussed below this additional Project traffic will cause measurable impacts at key locations. These unaddressed impacts raise concern regarding the ability for traffic to access/egress the Project site along the routes identified in the DEIR, therefore justifying the potential that alternative routes within the City of Medford will be utilized as “cut-through” routes to/from the Wynn Everett proposed site.

It should also be noted that this review does not include an evaluation of the methodologies utilized to estimate traffic projections (i.e., trip generation). The appropriateness of these methodologies will be deferred to Massachusetts Department of Transportation (MassDOT) in their review of the DEIR.

### Intersections 37 & 39 - Mystic Valley Parkway (Route 16)/I-93 Southbound Exit 31 Off-Ramp

As projected in the DEIR, 10% of patron traffic destined to the site will utilize I-93 Southbound to Exit 31, Mystic Valley Parkway (Route 16). Along with some employee traffic this equates to 111 and 132 peak hour vehicle trips during the Friday and Saturday peak hours, respectively. Upon exiting I-93 SB, the DEIR projects 100% of this traffic will turn left to remain on the Mystic Valley Parkway at its signalized intersection with the connector to the adjacent Mystic Avenue (Route 38) at Harvard Street intersection (Intersection # 38) to continue onwards towards the Project site. Based on the analysis results presented in the DEIR this traffic appears to have minimal impacts to operations at this location. Upon further inspection



however it was revealed that this left-turn Project generated traffic was not included in the future Build analyses conducted for the Project. This is a significant oversight given the critical nature of this movement to not only Project generated traffic, but also to regional mobility given the close proximity to I-93. Under Existing Friday evening conditions the Mystic Valley Parkway Southbound Connector left-turn operates over capacity ( $v/c = 1.08$ ) at LOS F with 91.4 seconds of delay. Average queues extend back 525 feet with 95<sup>th</sup> percentile queues extending to 657 feet and have the ability to extend onto the

adjacent I-93 Exit 31 off-ramp. Under future No-Build conditions this movement further deteriorates ( $v/c = 1.27$ ) at LOS F with 169.2 seconds of delay. Average queues extend to 701 feet with 95<sup>th</sup> percentile queues measured at 837 feet, nearly back to the I-93 mainline. While the Build analyses do not include the Project generated trips being added to this movement, it is clear that they would have a significant compounding effect to an already failing movement.

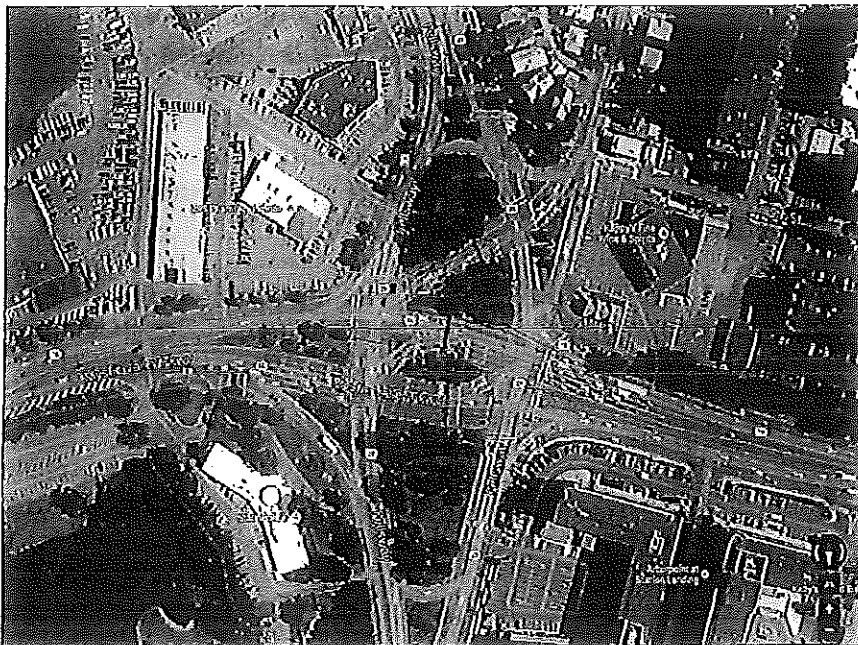
As part of its off-site transportation mitigation, the Project should implement improvements to provide reasonable operations of this left-turn movement from the Mystic Valley Southbound Connector to Mystic Valley Parkway. At a minimum these improvements should demonstrate that queues as a result of this movement do not have the ability to impact vehicles exiting I-93 SB.

It is also important to note that the Mystic Valley Parkway (Route 16) at the Mystic Avenue/Harvard Street connector signalized intersection (Intersection # 39) is coordinated with the intersection of Mystic Avenue (Route 38) at Harvard Street (Intersection # 38), approximately 300 feet to the west. Any proposed improvements would need to be evaluated as part of a coordinated system to be reflective of the synchronized nature of these two intersections.

### Intersection 42 - Wellington Circle

Wellington Circle is a location of longstanding regional congestion. While a notable amount of additional degradation to traffic operations is expected over the next 10 years regardless of the Wynn Everett project, the addition of Project generated traffic will have a significant compounding effect and needs to be mitigated prior to the opening of the Project.

During the Friday evening peak hour under Existing conditions, three movements within Wellington Circle operate either over capacity ( $v/c > 1.0$ ) or at LOS F. These are:



- Fellsway Southbound - Left-turn (LOS F,  $v/c = 1.31$ , 197.6 sec delay)
- Mystic Valley Parkway Eastbound - Through at eastern signal (LOS C,  $v/c = 1.01$ , 25.6 sec delay)
- Fellsway Northbound - bear right to Middlesex Avenue (LOS F,  $v/c = 1.21$ , 145.1 sec delay)

Under Build conditions, in addition to these three movements, four additional movements will operate at failing levels of service:

- Fellsway Southbound – Left-turn (LOS F, v/c = 1.53, 293.3 sec delay)
- Mystic Valley Parkway Eastbound - Through at eastern signal (LOS F, v/c = 1.25, 131.8 sec delay)
- Fellsway Northbound - bear right to Middlesex Avenue (LOS F, v/c = 1.35, 203.0 sec delay)
- Mystic Valley Parkway Eastbound - Through at western signal (LOS F, v/c = 1.20, 130.3 sec delay)
- Mystic Valley Parkway Westbound – Left-turn (LOS F, v/c = 1.13, 124.1 sec delay)
- Mystic Valley Parkway Westbound – Right-turn (LOS F, v/c = 1.06, 83.2 sec delay)
- Fellsway Northbound - Left/Through (LOS F, v/c = 1.11, 97.9 sec delay)

While not all of this degradation in operations is attributable to the Project alone, it is clear given the constraints to mobility this location currently represents that the projected operations will have significant adverse impacts to regional mobility and congestion and should not be accepted as a proposed condition. The Proponent has committed to conducting further study of this location and funding conceptual design improvements to address both current and future operational deficiencies, however no firm mitigation commitment has been made by the Proponent to address these impacts.

Given the magnitude of the needs at Wellington Circle, a grade-separated solution, similar in magnitude to that proposed improvements ¼ mile to the east at Santilli Circle in Everett, appears appropriate. GPI recommends explicit mitigating action of similar significance be implemented at Wellington Circle prior to the opening of the Wynn Everett Casino.

It should also be noted that without improvements of this type at Wellington Circle the improvements proposed at Santilli Circle and Sweetser Circle in Everett along Route 16 will only offer only moderate and limited overall improvements to the Route 16 corridor between I-93 in Medford and the Project Site. By making it easier for traffic to flow through these intersections the proposed improvements along Route 16 in Everett will remove, or significantly reduce, the existing metering effect these locations currently introduce to the corridor and place additional demands on Wellington Circle. In simpler terms, without coupling the improvement along Route 16 at Santilli Circle and Sweetser Circle in Everett with meaningful improvements to Wellington Circle these improvements may simply deliver traffic more efficiently to the significant congestion expected at Wellington Circle in the future. A mitigation approach which addresses all significant constraints along the Route 16 corridor would be most effective.

Mayor McGlynn  
January 8, 2014  
Page 5 of 5

## TRIP DISTRIBUTION

While the traffic study contained within the DEIR assumes 17% of entering patron traffic will utilize roadways within the City of Medford, only 7% of exiting traffic is projected to utilize City roadways. This is due to the anticipated route choices for traffic destined to I-93 North upon exiting the Project site. Given the lack of access to I-93 North from Mystic Valley Parkway, traffic projections contained within the DEIR traffic study assume traffic will exit the Project site via Route 99 (Alford Street) to Sullivan Square in Boston and to then further to access I-93 North via Main Street (Route 38). Given the congestion experienced along I-93 North during the evening commuting period it is reasonable to speculate that vehicles may seek alternate routes to avoid this congestion upon exiting the Project site. This can be confirmed by travel time projections for peak period as reported by google maps, a sample of which is provided in the Attachments. As the most likely routes to be utilized to by-pass the congestion surrounding I-93 North includes the Fellsway, Riverside Avenue and Rivers Edge Drive in Medford, these corridors warrant further consideration. All three of these routes currently serve as by-pass routes to I-93, which avoid a significant portion of the congestion experienced on the "elevated deck" portions of I-93 during peak periods.

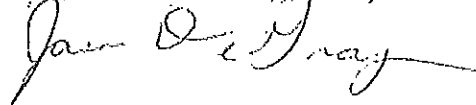
## CONCLUSION

Given these concerns, in addition to the direct mitigation requests outlined above the Proponent should fund an ongoing traffic monitoring program conducted by an independent third party who evaluates traffic conditions on roadways within the City of Medford, both before and after the opening of the Project. In this manner the actual traffic impacts of the Wynn Everett Casino could be determined post-opening. The monitoring program should include commitments to fund improvements to mitigate any identified impacts along with provisions to arbitrate any contested findings.

Should you have any questions, or require additional information, please contact me directly at (978) 570-2981.

Sincerely,

**GREENMAN – PEDERSEN, INC.**



Jason DeGray, P.E., PTOE  
Project Manager

enclosure(s)

WYNN EVERETT TRAFFIC IMPACT PEER REVIEW ATTACHMENT MATERIALS

City of Medford

*Attachment Materials*

- Harvard Street/Mystic Valley Parkway/Mystic Valley Parkway Southbound Connector
- Wellington Circle
- Google Maps Peak Period Travel Time Samples

**GPI** Greenman-Pedersen, Inc.

181 BALLARDVALE STREET, SUITE 202, WILMINGTON, MA 01887 TELEPHONE: (978) 570-2999 FACSIMILE: (978) 659-3044

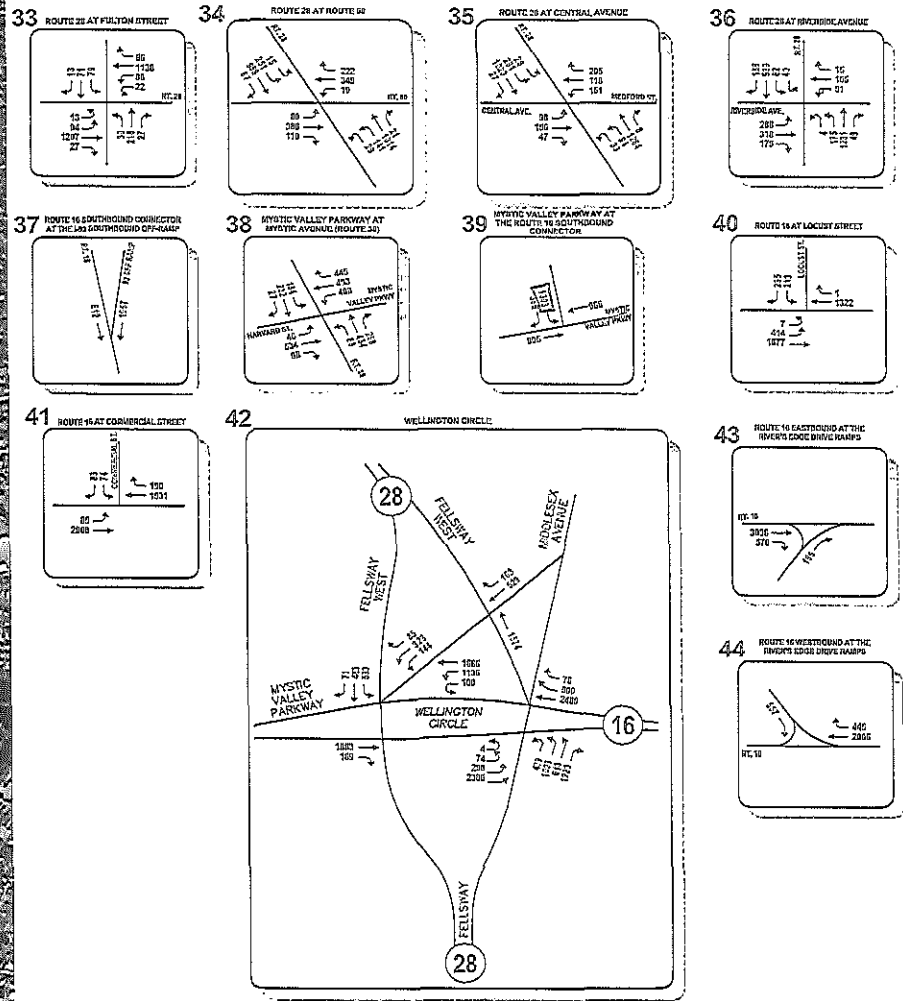
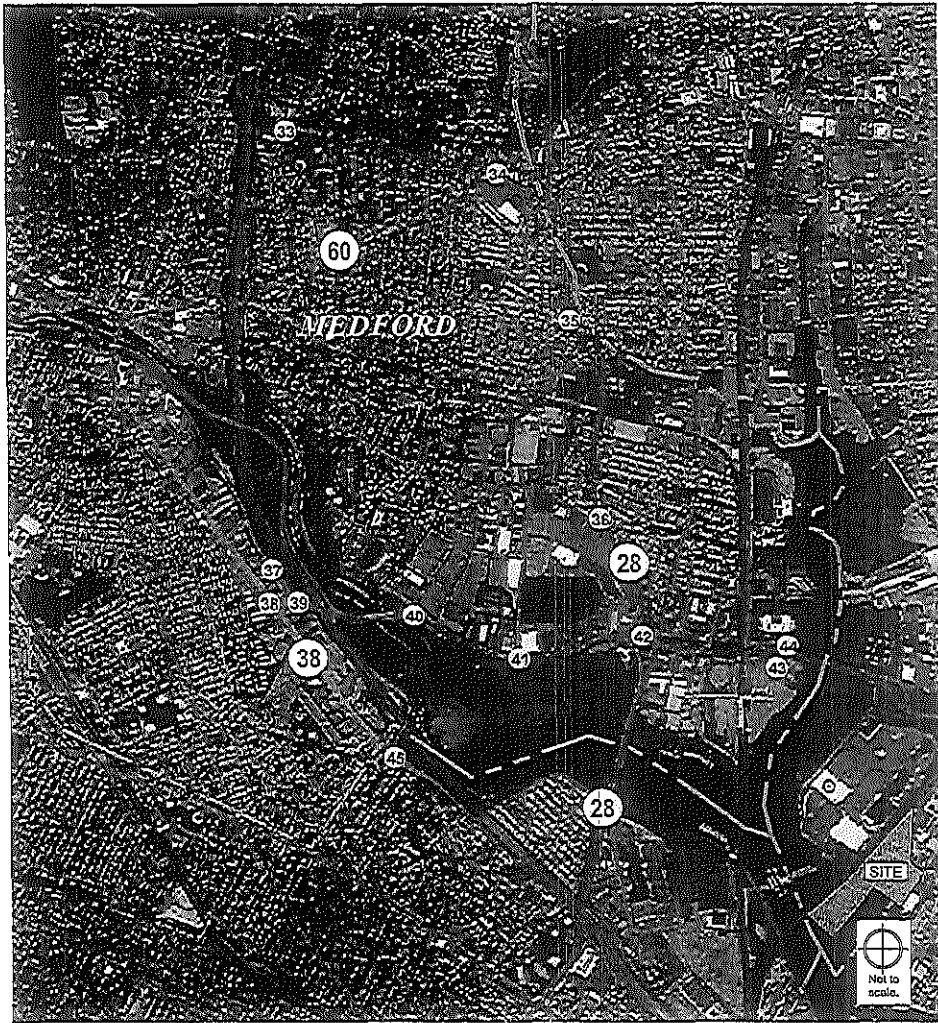
*An Equal Opportunity Employer*

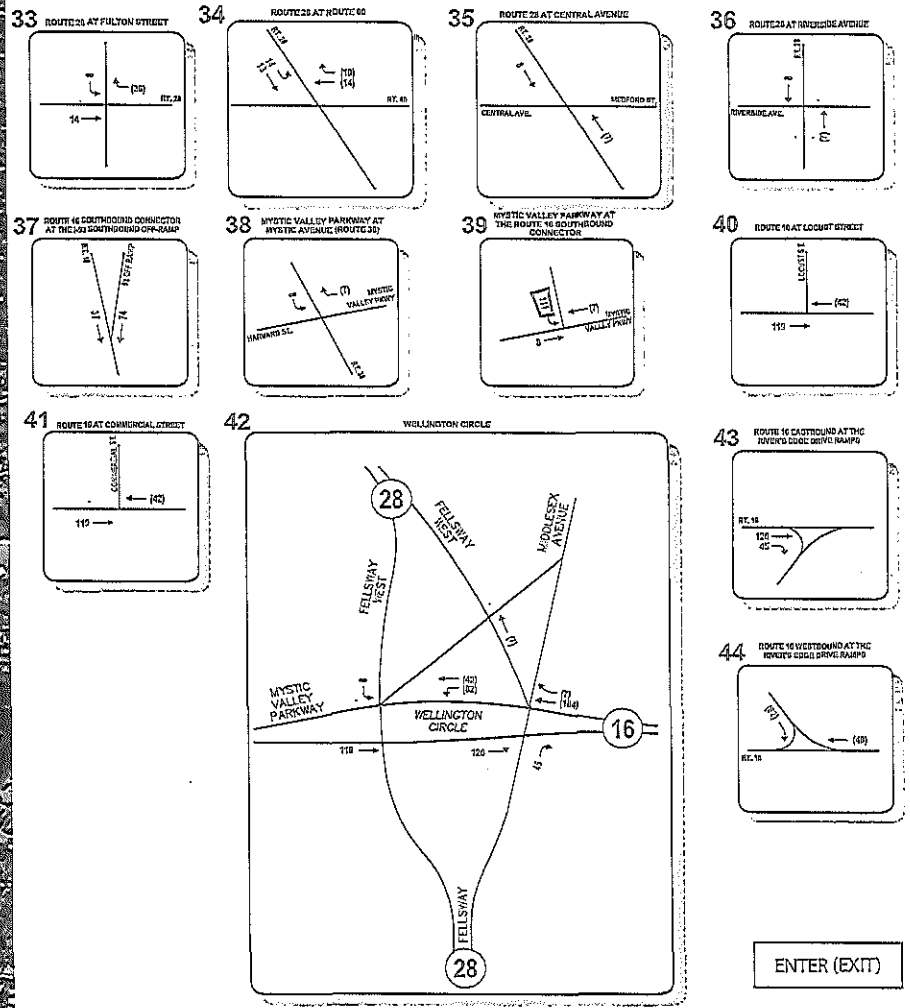
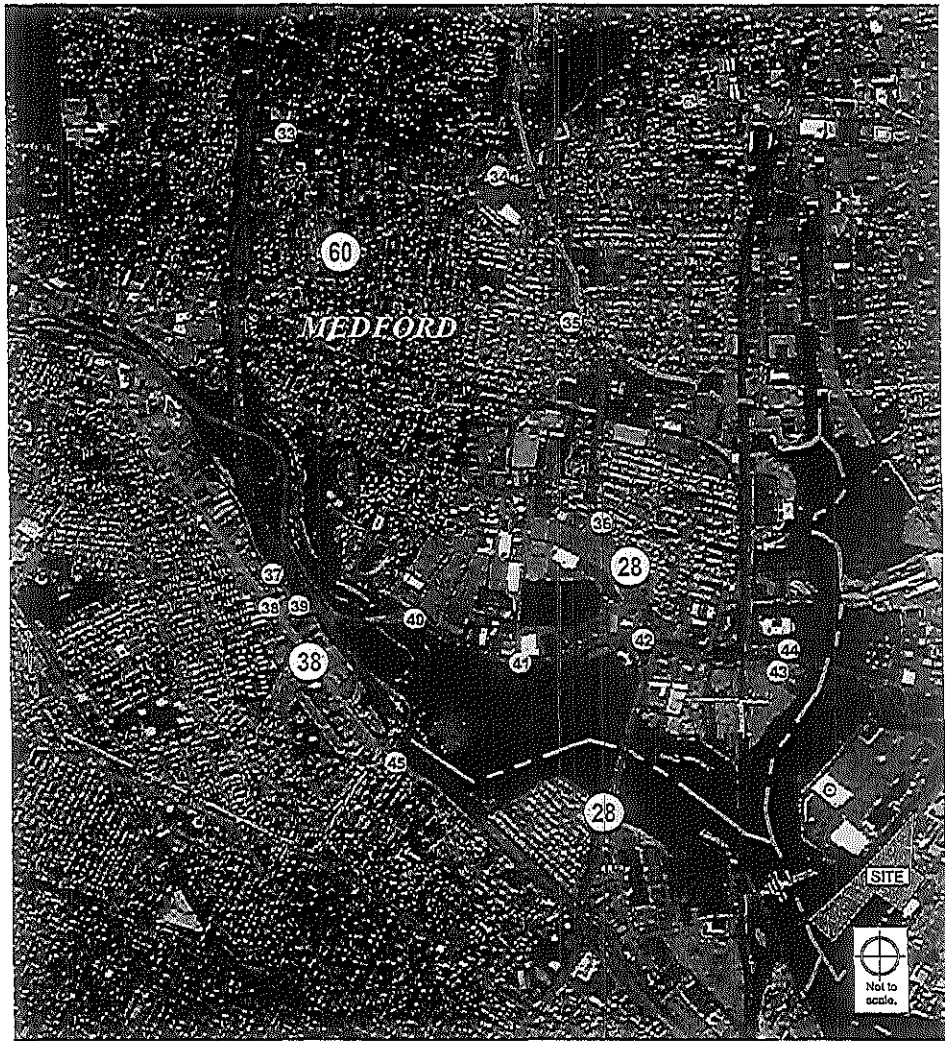
**WYNN EVERETT TRAFFIC IMPACT PEER REVIEW ATTACHMENT MATERIALS**

City of Medford

**Harvard Street/Mystic Valley Parkway/Mystic Valley Parkway Southbound Connector**

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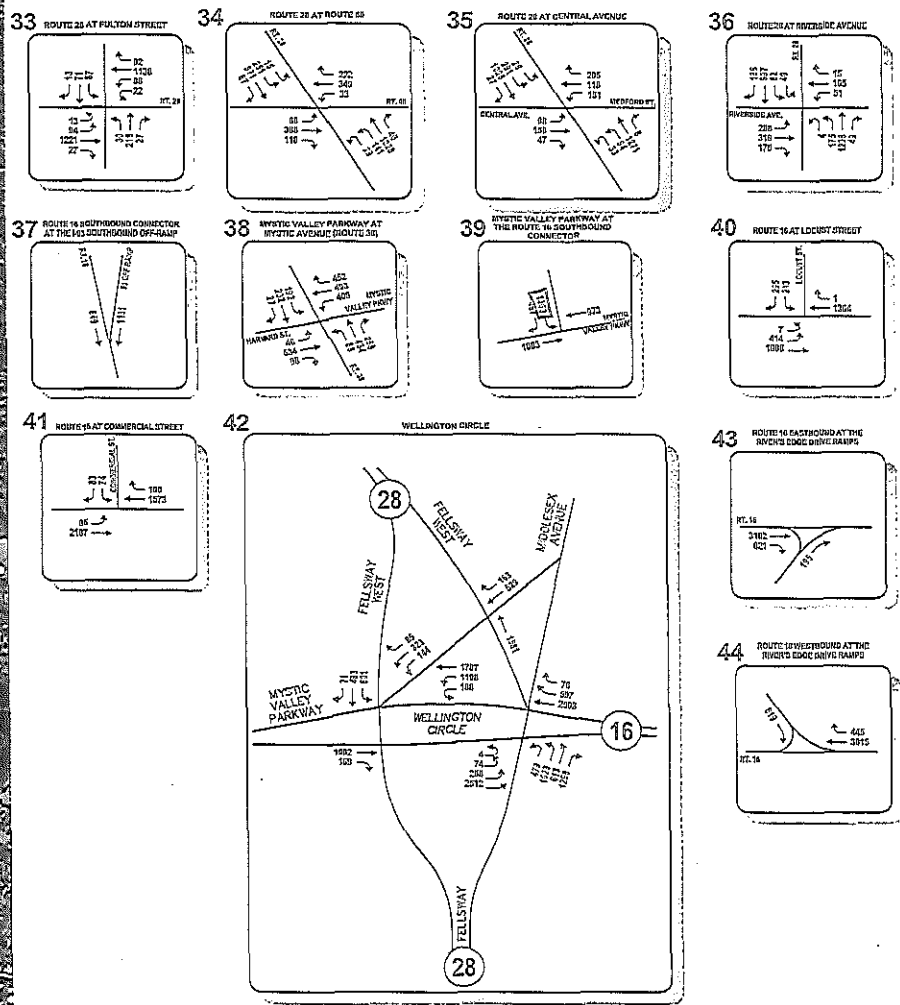
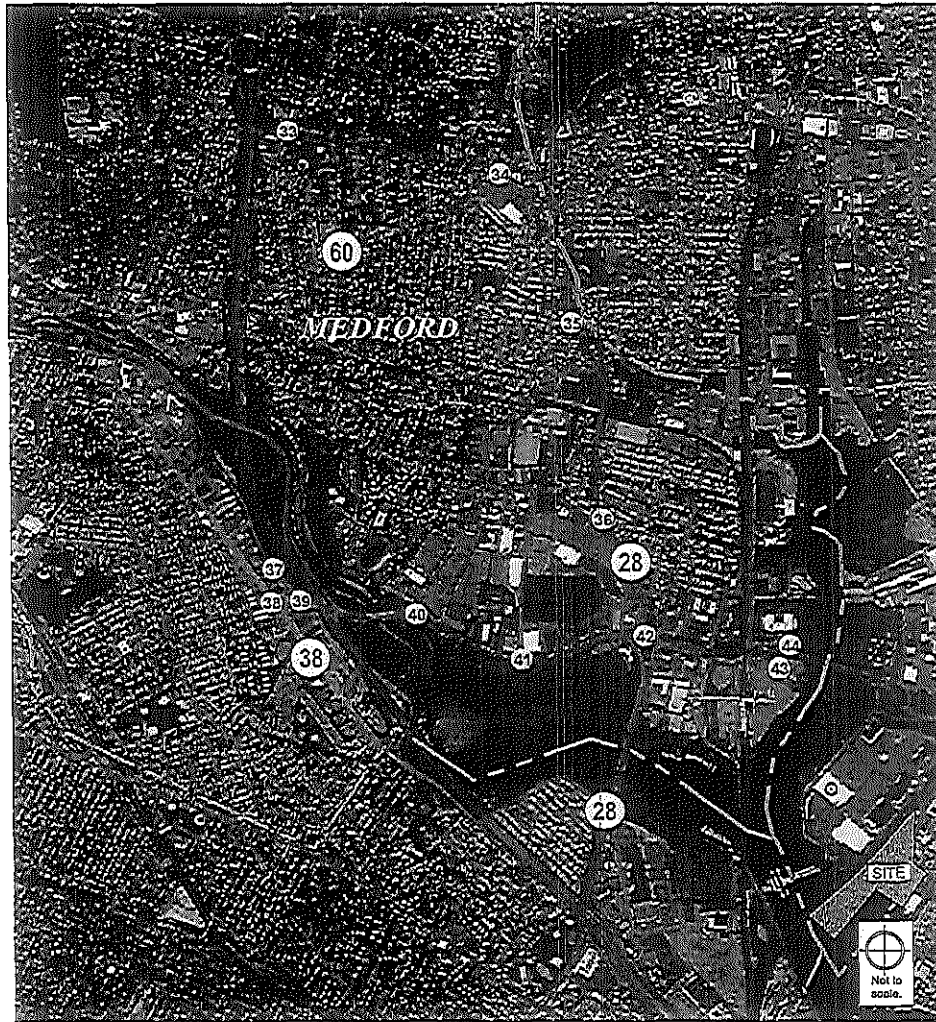


Table 2 Intersection Operations Analysis: PM Peak Hour (Medford)

Intersection	Existing (2013) Conditions					No Build (2023) Conditions					Build (2023) Conditions					Build (2023) Conditions - Mitigated				
	LOS	Delay	V/C Ratio	50% Queue Length	95% Queue Length	LOS	Delay	V/C Ratio	50% Queue Length	95% Queue Length	LOS	Delay	V/C Ratio	50% Queue Length	95% Queue Length	LOS	Delay	V/C Ratio	50% Queue Length	95% Queue Length
Riverside WB left	C	27.8	0.33	74	215	C	29.2	0.35	82	224	C	29.2	0.35	82	224					
Riverside WB thru/right	D	52.0	0.76	83	#232	D	51.4	0.77	101	#295	D	51.4	0.77	101	#295					
Fellsway (Route 28) NB left	C	30.5	0.70	177	#479	C	34.5	0.83	235	#647	C	34.7	0.84	237	#653					
Fellsway (Route 28) NB thru   thru   thru/right	D	45.5	0.64	63	164	D	48.8	0.68	70	175	D	48.8	0.68	70	175					
Fellsway (Route 28) SB left	C	31.7	0.70	173	#441	D	37.4	0.84	225	#558	D	37.8	0.84	228	#564					
38. (S) Harvard Street/Mystic Avenue (Route 38)	E	63.7				E	72.6				E	74.7								
Harvard EB left/thru   thru/right	D	43.3	0.70	254	323	D	44.6	0.75	273	344	D	44.6	0.75	273	344					
Mystic Valley Parkway (Route 16) WB left	D	47.9	0.85	314	#479	D	54.3	0.90	342	#529	D	54.8	0.90	345	m#487					
Mystic Valley Parkway (Route 16) WB thru	D	54.8	0.91	387	#583	E	65.3	0.97	421	#643	E	65.7	0.97	423	m#601					
Mystic Valley Parkway (Route 16) WB right	D	48.3	0.31	106	165	D	42.8	0.38	128	198	D	43.3	0.39	113	m184					No proposed mitigation
Mystic (Route 38) NB left	E	67.3	0.68	69	#142	E	70.5	0.72	74	#155	E	70.5	0.72	74	#155					
Mystic (Route 38) NB thru   thru/right	E	77.3	0.98	257	#387	F	95.5	1.05	~302	#429	F	95.5	1.05	~302	#429					
Mystic (Route 38) SB left	F	213.9	1.26	~176	#324	F	262.8	1.38	~205	#357	F	288.2	1.44	~220	#374					
Mystic (Route 38) SB thru   thru/right	D	42.2	0.34	86	127	D	42.8	0.38	96	140	D	42.8	0.38	96	140					
39. (S) Harvard Street/Mystic Valley Parkway (Route 16)/Mystic Valley Parkway (Route 16) Southbound Connector	D	42.5				E	72.1				E	73.7								
Mystic Valley Parkway (Route 16) EB thru   thru	B	12.7	0.44	190	m200	B	13.9	0.48	211	m219	B	14.3	0.49	224	m222					No proposed mitigation
Mystic Valley Parkway (Route 16) WB thru   thru	B	13.9	0.42	198	244	B	14.5	0.47	233	284	B	14.6	0.48	235	287					
Mystic Valley (Route 16) SB left   left	F	91.4	1.08	~524	#657	F	169.2	1.27	~701	#837	F	169.2	1.27	~701	#837					
Mystic Valley (Route 16) SB right	D	35.1	0.57	164	273	D	38.6	0.68	218	341	E	59.3	0.91	337	#552					
40. (S) Mystic Valley Parkway (Route 16)/Locust Street	C	21.1				C	22.9				C	23.7								
Mystic Valley Parkway (Route 16) EB left   left	D	47.9	0.73	146	204	D	47.5	0.74	159	218	D	47.5	0.74	159	218					
Mystic Valley Parkway (Route 16) EB thru   thru	B	10.1	0.69	311	505	B	13.5	0.81	444	728	B	15.7	0.86	517	852					No proposed mitigation
Mystic Valley Parkway (Route 16) WB thru   thru   thru	B	17.6	0.46	188	290	C	20.3	0.57	253	390	C	20.6	0.59	264	406					
Locust SB left	D	50.7	0.72	149	230	D	51.1	0.73	157	241	D	51.1	0.73	157	241					
Locust SB right   right	D	38.6	0.11	0	39	D	38.4	0.12	0	39	D	38.4	0.12	0	39					
41. (S) Mystic Valley Parkway (Route 16)/Commercial Street	B	10.2				B	11.9				B	12.6								
Mystic Valley Parkway (Route 16)	D	43.1	0.55	48	94	D	43.4	0.56	50	97	D	43.4	0.56	50	97					No proposed mitigation

Lanes, Volumes, Timings  
 39: Mystic Valley Parkway (Route 16) & Route 16 SB Connector

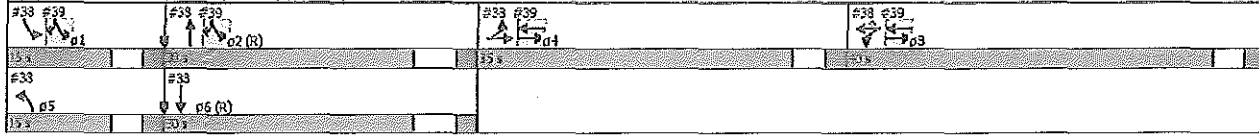
Wynn Everett  
 No Build 2023 PM Peak Hour

Lane Group	EBL	EET	WBT	WBR	SEB	SBR	a1	a2	a4	a5	a6	a8
Lane Configurations		↑↑	↑↑		↑↑	↑↑						
Volume (vph)	0	995	966	0	1393	386						
Deal Flow (vphpl)	1900	1900	1900	1900	1900	1900						
Lane Width (ft)	12	14	14	12	12	12						
Grade (%)		0%	0%		0%							
Storage Length (ft)	0			0	0	0						
Storage Lanes	0			0	2	1						
Taper Length (ft)	50				50							
Lane Util. Factor	1.00	0.95	0.95	1.00	0.97	1.00						
Ped Bike Factor						0.850						
Fit Protected					0.950							
Satd. Flow (prot)	0	3851	3813	0	3433	1599						
Fit Permitted					0.950							
Satd. Flow (perm)	0	3851	3813	0	3433	1599						
Right Turn on Red				Yes		Yes						
Satd. Flow (RTOR)						100						
Link Speed (mph)		30	30		30							
Link Distance (ft)		406	798		514							
Travel Time (s)		9.2	18.1		11.7							
Confl. Peds. (#/hr)												
Confl. Bikes (#/hr)												
Peak Hour Factor	0.92	0.92	0.92	0.92	0.92	0.92						
Growth Factor	100%	100%	100%	100%	100%	100%						
Heavy Vehicles (%)	0%	0%	1%	0%	2%	1%						
Bus Blockages (#/hr)	0	0	0	0	0	0						
Parking (#/hr)												
Mid-Block Traffic (%)		0%	0%		0%							
Adj. Flow (vph)	0	1082	1050	0	1416	420						
Shared Lane Traffic (%)												
Lane Group Flow (vph)	0	1082	1050	0	1416	420						
Turn Type		NA	NA		NA	Prot						
Protected Phases		4 8	4 8		1 2	1 2	1	2	4	5	6	8
Permitted Phases												
Detector Phase		4 8	4 8		1 2	1 2						
Switch Phase												
Minimum Initial (s)							6.0	8.0	8.0	6.0	8.0	6.0
Minimum Split (s)							11.0	27.0	21.0	11.0	27.0	33.0
Total Split (s)							15.0	30.0	35.0	15.0	30.0	40.0
Total Split (%)							13%	25%	29%	13%	25%	33%
Yellow Time (s)							3.0	4.0	3.0	3.0	4.0	3.0
All-Red Time (s)							2.0	2.0	2.0	2.0	2.0	2.0
Lost Time Adjust (s)												
Total Lost Time (s)												
Lead/Lag							Lead	Lag	Lead	Lead	Lag	Lag
Lead-Lag Optimize?							Yes	Yes	Yes	Yes	Yes	Yes
Recall Mode							None	C-Max	None	None	C-Max	None
Adj. Effct Green (s)		70.0	70.0		40.0	40.0						
Actuated v/c Ratio		0.58	0.58		0.33	0.33						
v/c Ratio		0.48	0.47		1.24	0.70						
Control Delay		14.3	15.3		150.0	33.4						
Queue Delay		4.4	0.3		0.0	0.2						
Total Delay		18.7	15.6		150.0	33.6						
LOS		B	B		F	C						
Approach Delay		18.7	15.6		123.4							
Approach LOS		B	B		F							
Queue Length 50th (ft)		211	233		-701	218						
Queue Length 95th (ft)		m219	284		#837	341						
Internal Link Dist (ft)		326	718		434							
Turn Bay Length (ft)												
Base Capacity (vph)		2246	2224		1144	599						
Signatron Cap Reductn		1069	0		0	0						
Spillback Cap Reductn		0	523		0	13						
Storage Cap Reductn		0	0		0	0						
Reduced v/c Ratio		0.92	0.62		1.24	0.72						

Intersection Summary

Area Type: Other  
 Cycle Length: 120  
 Actuated Cycle Length: 120  
 Offset: 15 (13%), Referenced to phase 2.NBT and 6.SBT, Start of Green  
 Natural Cycle: 105  
 Control Type: Actuated-Coordinated  
 Maximum v/c Ratio: 1.33  
 Intersection Signal Delay: 65.3  
 Intersection Capacity Utilization: 73.0%  
 Analysis Period (min): 15  
 - Volume exceeds capacity, queue is theoretically infinite.  
 Queue shown is maximum after two cycles.  
 # 95th percentile volume exceeds capacity, queue may be longer.  
 Queue shown is maximum after two cycles.  
 m Volume for 95th percentile queue is metered by upstream signal.

Splits and Phases: 39: Mystic Valley Parkway (Route 16) & Route 16 SB Connector



HCM Signalized Intersection Capacity Analysis  
 39: Mystic Valley Parkway (Route 16) & Route 16 SB Connector

Wynn Everett  
 No-Build 2023 PM Peak Hour



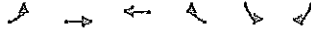
Movement	EBL	EBT	WBT	WBR	SBL	SBR
Lane Configurations		↑↑	↑↑		↓↓	↓↓
Volume (vph)	0	995	966	0	1393	386
Ideal Flow (vphpl)	1900	1900	1900	1900	1900	1900
Lane Width	12	14	14	12	12	12
Total Lost time (s)		5.0	5.0		5.0	5.0
Lane Util. Factor		0.95	0.95		0.97	1.00
Fit		1.00	1.00		1.00	0.85
Flt Protected		1.00	1.00		0.95	1.00
Satd. Flow (prot)		3851	3813		3433	1599
Flt Permitted		1.00	1.00		0.95	1.00
Satd. Flow (perm)		3851	3813		3433	1599
Peak-hour factor, PHF	0.92	0.92	0.92	0.92	0.92	0.92
Adj. Flow (vph)	0	1082	1050	0	1416	420
RTOR Reduction (vph)	0	0	0	0	0	68
Lane Group Flow (vph)	0	1082	1050	0	1416	353
Heavy Vehicles (%)	0%	0%	1%	0%	2%	1%
Turn Type		NA	NA		NA	Prot
Protected Phases		4.8	4.8		1.2	1.2
Permitted Phases						
Actuated Green, G (s)		70.0	70.0		39.0	39.0
Effective Green, g (s)		70.0	70.0		39.0	39.0
Actuated g/C Ratio		0.59	0.59		0.32	0.32
Clearance Time (s)						
Vehicle Extension (s)						
Lane Grp Cap (vph)		2246	2224		1115	519
v/s Ratio Prot		c0.28	0.28		c0.41	0.22
v/s Ratio Perm						
v/c Ratio		0.48	0.47		1.27	0.68
Uniform Delay, d1		14.5	14.4		40.5	35.1
Progression Factor		0.96	1.00		1.00	1.00
Incremental Delay, d2		0.1	0.2		128.7	3.5
Delay (s)		13.9	14.5		169.2	38.6
Level of Service		B	B		F	D
Approach Delay (s)		13.9	14.5		139.3	
Approach LOS		B	B		F	

Intersection Summary			
HCM 2000 Control Delay	72.1	HCM 2000 Level of Service	E
HCM 2000 Volume to Capacity ratio	0.84		
Actuated Cycle Length (s)	120.0	Sum of lost time (s)	21.0
Intersection Capacity Utilization	73.0%	ICU Level of Service	D
Analysis Period (min)	15		

c Critical Lane Group

Lanes, Volumes, Timings  
 39: Mystic Valley Parkway (Route 16) & Route 16 SB Connector

Wynn Everett  
 Build 2023 PM Peak Hour



Lane Group	EBL	EBT	WBT	WBR	SBL	SBR	a1	a2	a4	a5	a6	a8
Lane Configurations		↑↑	↑↑		↓↓	↓↓						
Volume (vph)	0	1003	973	0	1303	497						
Ideal Flow (vphpl)	1900	1900	1900	1900	1900	1900						
Lane Width (ft)	12	14	14	12	12	12						
Grade (%)		0%	0%		0%							
Storage Length (ft)	0			0	0	0						
Storage Lanes	0			0	2	1						
Taper Length (ft)	50				50							
Lane Util. Factor	1.00	0.95	0.95	1.00	0.97	1.00						
Ped Bike Factor												
Fit						0.850						
Fit Protected					0.950							
Satd. Flow (prot)	0	3851	3813	0	3433	1599						
Fit Permitted					0.950							
Satd. Flow (perm)	0	3851	3813	0	3433	1599						
Right Turn on Red				Yes		Yes						
Satd. Flow (RTOR)						93						
Link Speed (mph)		30	30		30							
Link Distance (ft)		406	798		514							
Travel Time (s)		9.2	18.1		11.7							
Confl. Peds. (#/hr)												
Confl. Bikes (#/hr)												
Peak Hour Factor	0.92	0.92	0.92	0.92	0.92	0.92						
Growth Factor	100%	100%	100%	100%	100%	100%						
Heavy Vehicles (%)	0%	0%	1%	0%	2%	1%						
Bus Blockages (#/hr)	0	0	0	0	0	0						
Parking (#/hr)												
Mid-Block Traffic (%)		0%	0%		0%							
Adj. Flow (vph)	0	1090	1058	0	1416	540						
Shared Lane Traffic (%)												
Lane Group Flow (vph)	0	1090	1058	0	1416	540						
Turn Type		NA	NA		NA	Prot						
Protected Phases		4 8	4 8		1 2	1 2	1	2	4	5	6	8
Permitted Phases												
Detector Phase		4 8	4 8		1 2	1 2						
Switch Phase												
Minimum Initial (s)							6.0	8.0	8.0	8.0	8.0	8.0
Minimum Split (s)							11.0	27.0	21.0	11.0	27.0	33.0
Total Split (s)							15.0	30.0	35.0	15.0	30.0	40.0
Total Split (%)							13%	25%	29%	13%	25%	33%
Yellow Time (s)							3.0	4.0	3.0	3.0	4.0	3.0
All-Red Time (s)							2.0	2.0	2.0	2.0	2.0	2.0
Lost Time Adjust (s)												
Total Lost Time (s)												
Lead/Lag							Lead	Lag	Lead	Lead	Lag	Lag
Lead-Lag Optimize?							Yes	Yes	Yes	Yes	Yes	Yes
Recall Mode							None	C-Max	None	None	C-Max	None
Act Effcl Green (s)		70.0	70.0		40.0	40.0						
Actuated g/C Ratio		0.58	0.58		0.33	0.33						
v/c Ratio		0.49	0.48		1.24	0.90						
Control Delay		14.6	15.3		150.0	51.2						
Queue Delay		4.8	0.3		0.0	1.6						
Total Delay		19.4	15.6		150.0	52.8						
LOS		B	B		F	D						
Approach Delay		19.4	15.6		123.2							
Approach LOS		B	B		F							
Queue Length 50th (ft)		224	235		-701	337						
Queue Length 95th (ft)		m222	297		#337	#552						
Internal Link Dist (ft)		326	718		434							
Turn Bay Length (ft)												
Base Capacity (vph)		2246	2224		1144	598						
Signavon Cap Reductn		1069	0		0	0						
Spillback Cap Reductn		0	546		0	13						
Storage Cap Reductn		0	0		0	0						
Reduced v/c Ratio		0.93	0.63		1.24	0.92						

Intersection Summary

Area Type: Other  
 Cycle Length: 120  
 Actuated Cycle Length: 120  
 Offset: 15 (13%), Referenced to phase 2:NBT and 6:SBT, Start of Green  
 Natural Cycle: 105  
 Control Type: Actuated-Coordinated  
 Maximum v/c Ratio: 1.44  
 Intersection Signal Delay: 67.9  
 Intersection Capacity Utilization: 73.2%  
 Analysis Period (min): 15  
 -- Volume exceeds capacity, queue is theoretically infinite.  
 Queue shown is maximum after two cycles.  
 # 85th percentile volume exceeds capacity, queue may be longer.  
 Queue shown is maximum after two cycles.  
 m Volume for 95th percentile queue is metered by upstream signal.

Lanes, Volumes, Timings  
 39: Mystic Valley Parkway (Route 16) & Route 16 SB Connector

Wynn Everett  
 Build 2023 PM Peak Hour

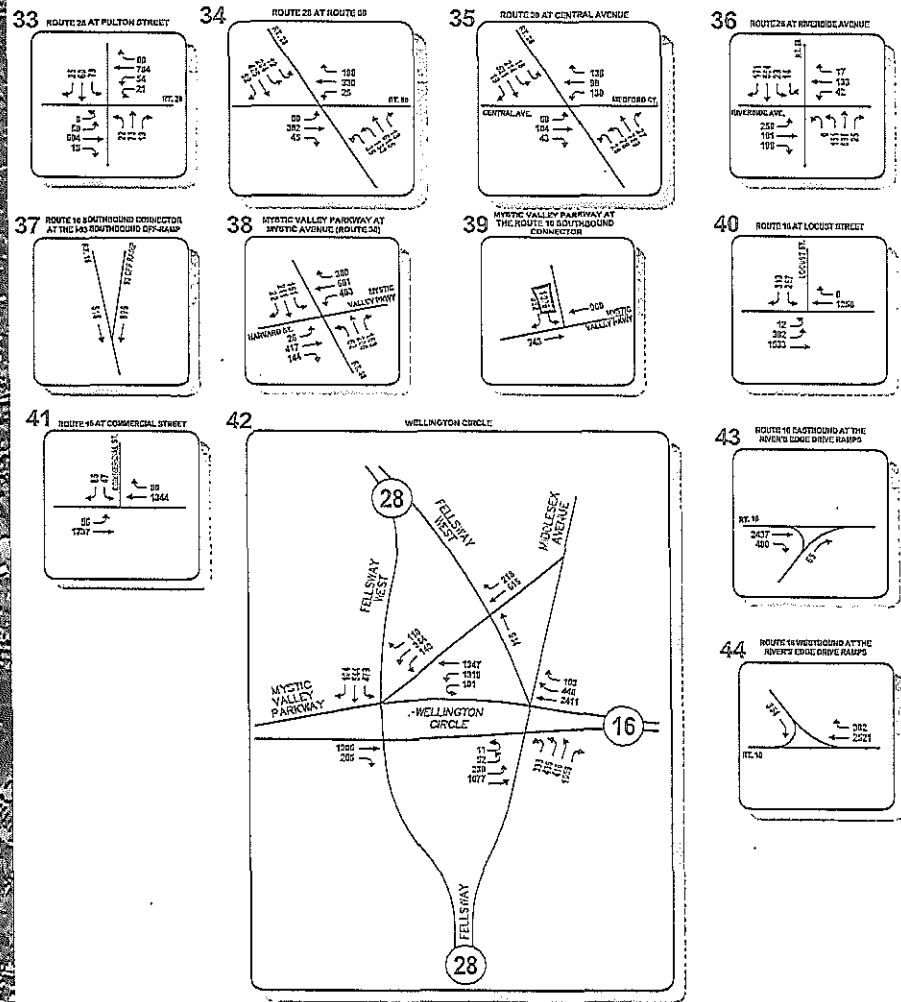
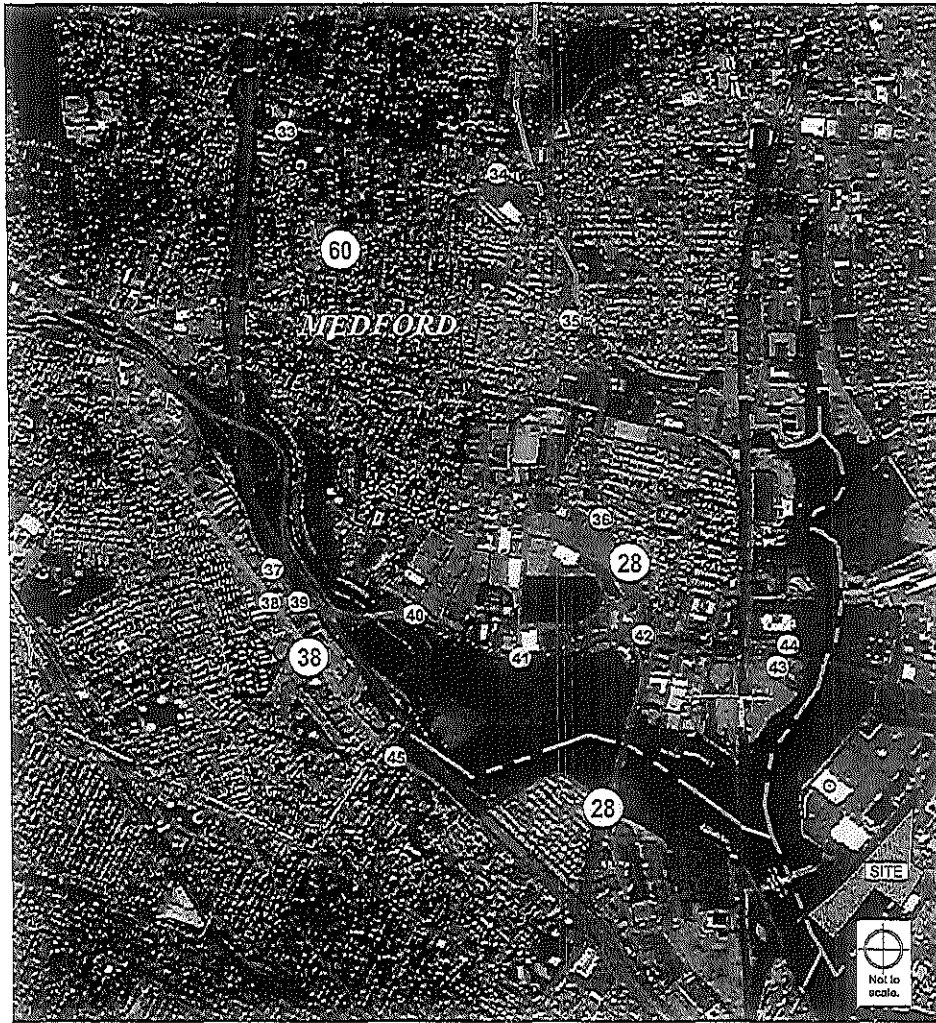
Splits and Phases: 39: Mystic Valley Parkway (Route 16) & Route 16 SB Connector

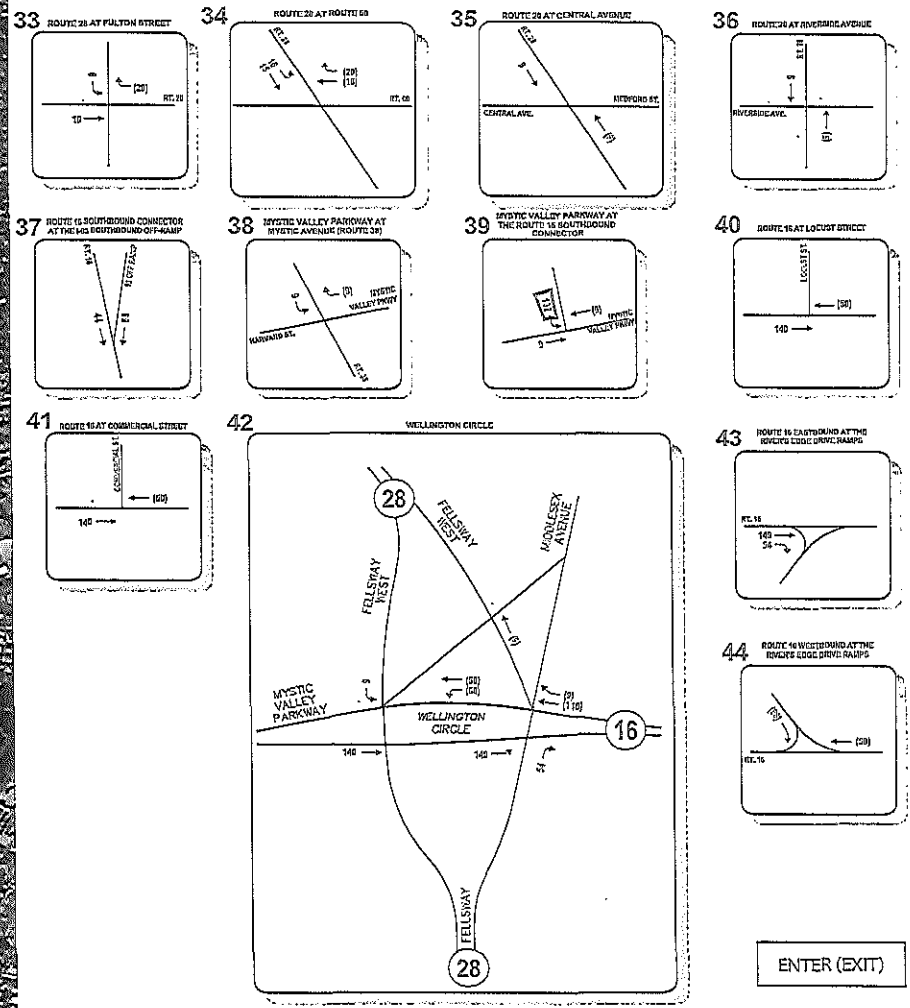
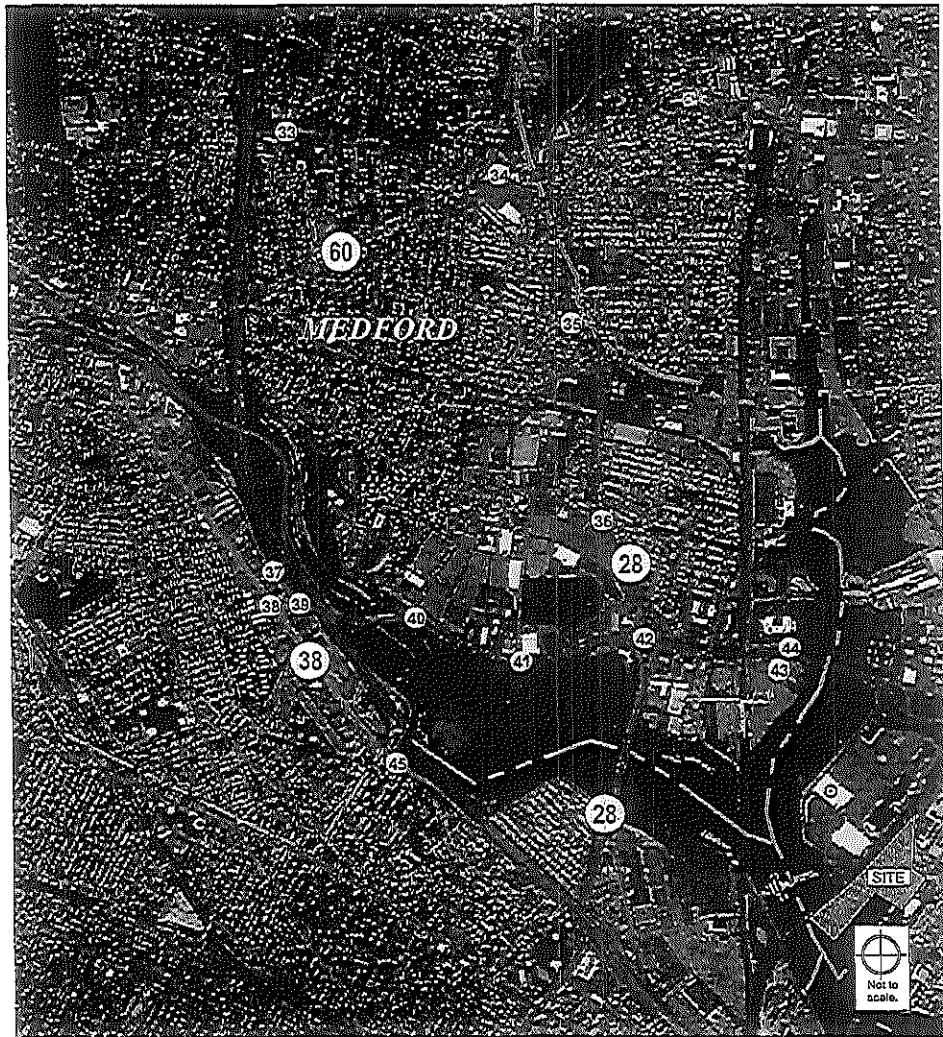

HCM Signalized Intersection Capacity Analysis  
 39: Mystic Valley Parkway (Route 16) & Route 16 SB Connector

Wynn Everett  
 Bu31 2023 PM Peak Hour

	←		→		←	
Movement	EBL	EBT	WBT	WBR	SBL	SBR
Lane Configurations		↑↑	↑↑		↑↑	↑
Volume (vph)	0	1003	973	0	1393	497
Ideal Flow (vphpl)	1900	1900	1900	1900	1900	1900
Lane Width	12	14	14	12	12	12
Total Lost time (s)		5.0	5.0		5.0	5.0
Lane Util. Factor		0.95	0.95		0.97	1.00
Fit		1.00	1.00		1.00	0.85
Fit Protected		1.00	1.00		0.95	1.00
Satd. Flow (prot)		3851	3813		3433	1599
Fit Permitted		1.00	1.00		0.95	1.00
Satd. Flow (perm)		3851	3813		3433	1599
Peak-hour factor, PHF	0.92	0.92	0.92	0.92	0.92	0.92
Adj. Flow (vph)	0	1090	1058	0	1416	540
RTOR Reduction (vph)	0	0	0	0	0	66
Lane Group Flow (vph)	0	1090	1058	0	1416	474
Heavy Vehicles (%)	0%	0%	1%	0%	2%	1%
Turn Type		NA	NA		NA	Prot
Protected Phases		4.8	4.8		1.2	1.2
Permitted Phases						
Actuated Green, G (s)		70.0	70.0		39.0	39.0
Effective Green, g (s)		70.0	70.0		39.0	39.0
Actuated g/C Ratio		0.58	0.58		0.32	0.32
Clearance Time (s)						
Vehicle Extension (s)						
Lane Grp Cap (vph)		2246	2224		1115	519
v/s Ratio Prot		c0.28	0.28		c0.41	0.30
v/s Ratio Perm						
v/c Ratio		0.49	0.48		1.27	0.91
Uniform Delay, d1		14.5	14.4		40.5	33.9
Progression Factor		0.98	1.00		1.00	1.00
Incremental Delay, d2		0.1	0.2		128.7	20.5
Delay (s)		14.3	14.6		169.2	59.3
Level of Service		B	B		F	E
Approach Delay (s)		14.3	14.6		138.8	
Approach LOS		B	B		F	
<b>Intersection Summary</b>						
HCM 2000 Control Delay			73.7		HCM 2000 Level of Service	E
HCM 2000 Volume to Capacity ratio			0.84			
Actuated Cycle Length (s)			120.0		Sum of lost time (s)	21.0
Intersection Capacity Utilization			73.2%		ICU Level of Service	D
Analysis Period (min)			15			
g Critical Lane Group						







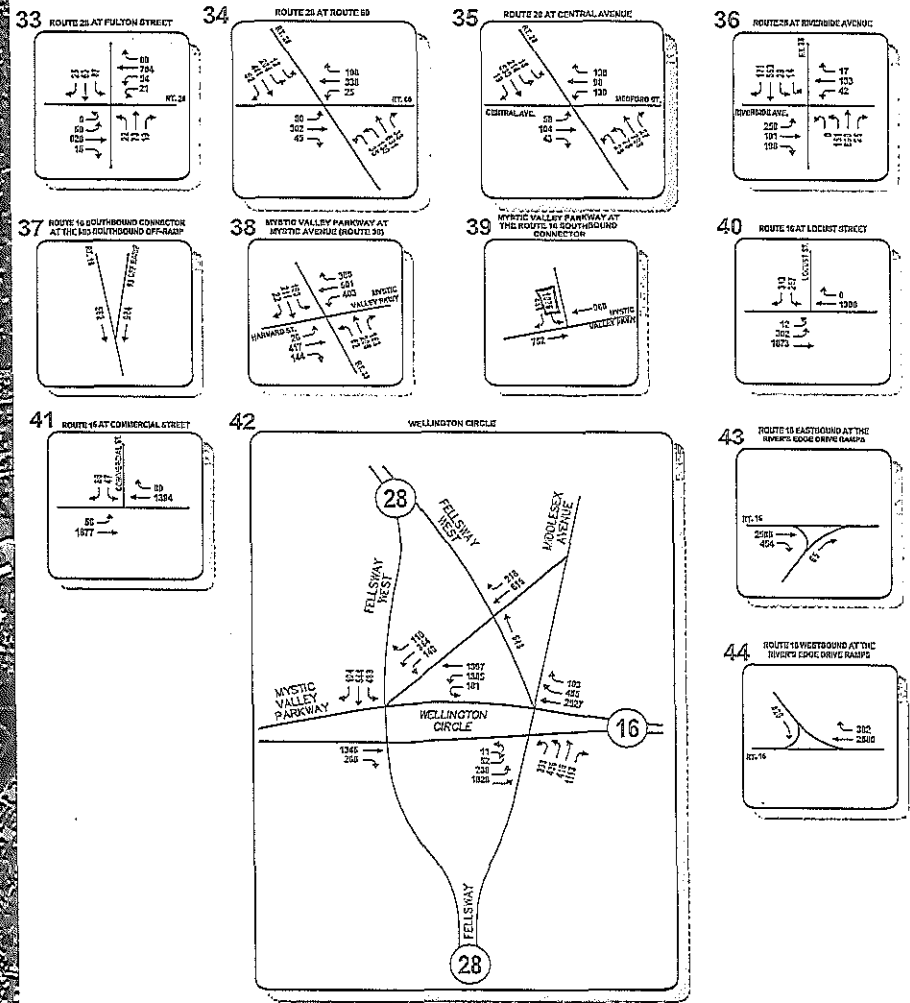
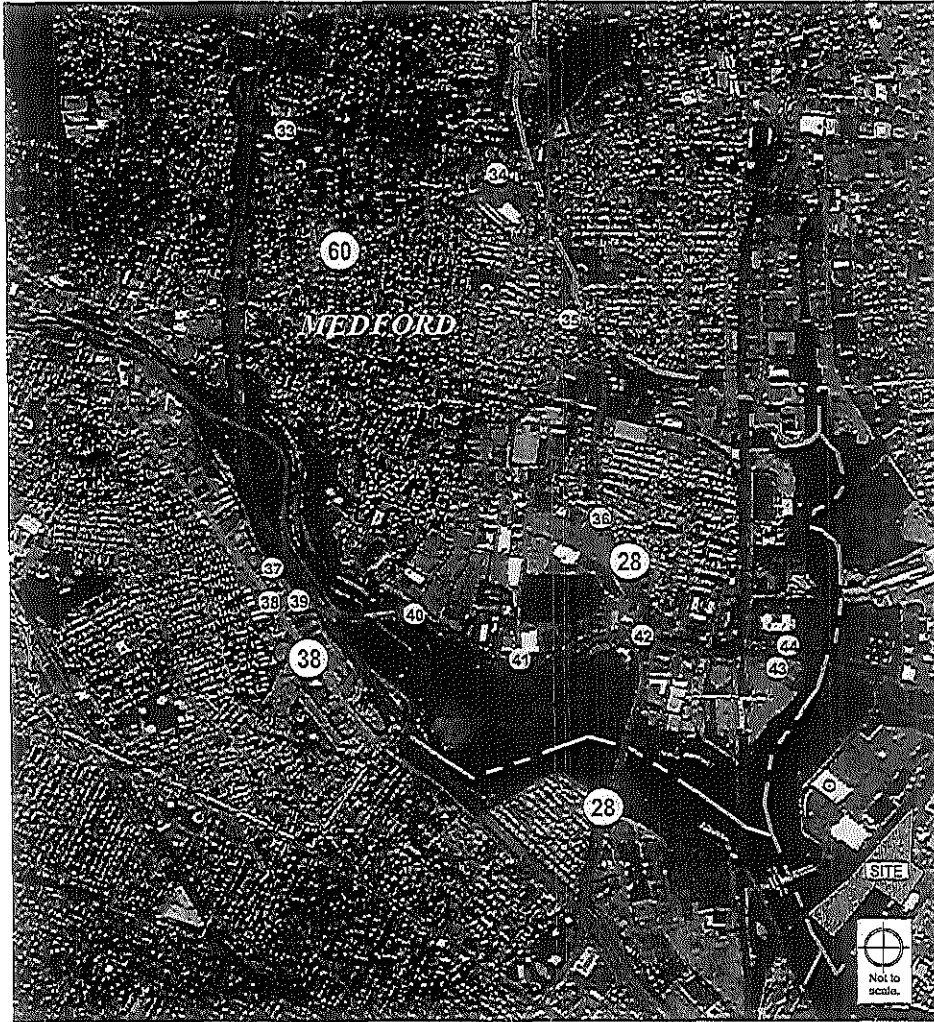


Table 5 Intersection Operations Analysis: Saturday Peak Hour (Medford)

Intersection	Existing (2013) Conditions					No Build (2023) Conditions					Build (2023) Conditions					Build (2023) Conditions - Mitigated				
	LOS	Delay	V/C Ratio	50% Queue Length	95% Queue Length	LOS	Delay	V/C Ratio	50% Queue Length	95% Queue Length	LOS	Delay	V/C Ratio	50% Queue Length	95% Queue Length	LOS	Delay	V/C Ratio	50% Queue Length	95% Queue Length
Riverside WB thru/right	C	27.9	0.28	60	184	C	28.5	0.29	63	190	C	28.5	0.29	63	190					
Fellsway (Route 28) NB left	D	52.1	0.73	74	193	E	55.6	0.77	83	#230	E	55.6	0.77	83	#230					
Fellsway (Route 28) NB thru   thru   thru/right	C	20.8	0.34	90	214	C	21.2	0.39	105	248	C	21.3	0.39	106	252					
Fellsway (Route 28) SB left	D	45.8	0.49	21	74	D	48.3	0.54	23	79	D	48.3	0.54	23	79					
Riverside EB left	C	25.6	0.39	87	217	C	26.9	0.46	109	260	C	27.0	0.47	111	265					
<b>38. (S) Harvard Street/Mystic Avenue (Route 38)</b>	E	56.3				E	55.4				E	57.6								
Harvard EB left/thru   thru/right	D	40.5	0.59	203	264	D	41.2	0.62	220	283	D	41.2	0.62	220	283					
Mystic Valley Parkway (Route 16) WB left	D	42.7	0.81	303	#452	D	49.1	0.87	333	#508	D	50.3	0.87	337	m#477					
Mystic Valley Parkway (Route 16) WB thru	D	53.9	0.91	391	#590	E	69.2	0.98	429	#658	E	70.0	0.98	431	m#629					
Mystic Valley Parkway (Route 16) WB right	D	42.7	0.27	95	155	D	38.9	0.34	111	175	D	39.9	0.35	96	m166					No proposed mitigation
Mystic (Route 38) NB left	E	62.9	0.59	46	92	E	66.4	0.63	50	99	E	66.4	0.63	50	99					
Mystic (Route 38) NB thru   thru/right	D	43.3	0.38	75	124	D	44.3	0.44	90	142	D	44.3	0.44	90	142					
Mystic (Route 38) SB left	F	219.2	1.27	~179	#258	F	169.3	1.13	~147	#287	F	193.4	1.20	~163	#308					
Mystic (Route 38) SB thru   thru/right	D	40.9	0.36	96	115	D	40.5	0.32	86	127	D	40.5	0.32	86	127					
<b>39. (S) Harvard Street/Mystic Valley Parkway (Route 16)/Mystic Valley Parkway (Route 16) Southbound Connector</b>	C	30.5				D	38.1				D	40.6								
Mystic Valley Parkway (Route 16) EB thru   thru	B	13.2	0.37	149	m159	B	12.0	0.36	141	m163	B	12.4	0.37	145	m165					No proposed mitigation
Mystic Valley Parkway (Route 16) WB thru   thru	B	14.6	0.48	237	266	B	14.5	0.47	231	282	B	14.6	0.47	234	285					
Mystic Valley (Route 16) SB left   left	E	57.3	0.96	415	#526	E	78.0	1.04	~476	#624	E	78.0	1.04	~476	#624					
Mystic Valley (Route 16) SB right	D	35.9	0.60	186	284	D	35.8	0.60	184	293	D	53.2	0.88	318	#522					
<b>40. (S) Mystic Valley Parkway (Route 16)/Locust Street</b>	C	23.1				F	91.8				F	88.9								
Mystic Valley Parkway (Route 16) EB left   left	D	50.3	0.68	125	168	F	823.3	2.69	~221	#328	F	823.3	2.69	~221	#328					
Mystic Valley Parkway (Route 16) EB thru   thru	B	11.0	0.63	312	405	B	11.6	0.67	345	480	B	12.9	0.73	410	570					No proposed mitigation
Mystic Valley Parkway (Route 16) WB thru   thru   thru	B	18.9	0.48	221	304	C	28.5	0.66	300	376	C	29.1	0.69	316	397					
Locust SB left	E	55.5	0.81	212	291	D	54.8	0.80	204	302	D	54.8	0.80	204	302					
Locust SB right   right	D	37.3	0.13	0	31	D	37.4	0.12	0	40	D	37.4	0.12	0	40					
<b>41. (S) Mystic Valley Parkway (Route 16)/Commercial Street</b>	A	7.7				A	8.2				A	8.5								
Mystic Valley Parkway (Route 16)	D	41.5	0.42	30	67	D	41.4	0.45	32	70	D	41.4	0.45	32	70					No proposed mitigation

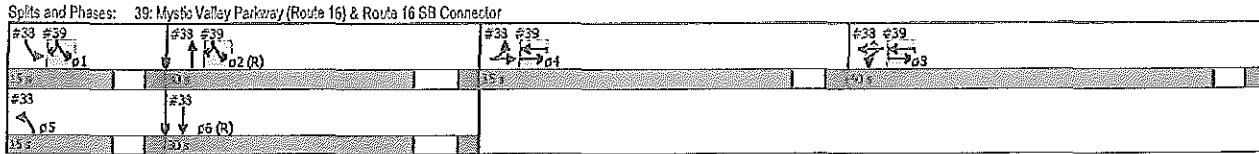
Lanes, Volumes, Timings  
 39: Mystic Valley Parkway (Route 16) & Route 16 SB Connector

Wynn Everett  
 No-Build 2023 Saturday Peak Hour

Lane Group	EBL	EBT	WBT	WBR	SBL	SBR	a1	a2	a4	a5	a6	a8
Lane Configurations		↑↑	↑↑		↔	↔						
Volume (vph)	0	743	960	0	1076	352						
Ideal Flow (vphpl)	1900	1900	1900	1900	1900	1900						
Lane Width (ft)	12	14	14	12	12	12						
Grade (%)		0%	0%		0%							
Storage Length (ft)	0			0	0	0						
Storage Lanes	0			0	2	1						
Taper Length (ft)	50				50							
Lane Util. Factor	1.00	0.95	0.95	1.00	0.97	1.00						
Ped Bike Factor												
Frt						0.850						
Fr Protected					0.950							
Satd. Flow (prot)	0	3813	3813	0	3467	1615						
Fr Permitted					0.950							
Satd. Flow (perm)	0	3813	3813	0	3467	1615						
Right Turn on Red				Yes		Yes						
Satd. Flow (RTOR)						102						
Link Speed (mph)		30	30		30							
Link Distance (ft)		406	798		514							
Travel Time (s)		9.2	18.1		11.7							
Confl. Peds. (#/hr)												
Confl. Bikes (#/hr)												
Peak Hour Factor	0.92	0.92	0.92	0.92	0.92	0.92						
Growth Factor	100%	100%	100%	100%	100%	100%						
Heavy Vehicles (%)	0%	1%	1%	0%	1%	0%						
Bus Blockages (#/hr)	0	0	0	0	0	0						
Parking (#/hr)												
Mid-Block Traffic (%)		0%	0%		0%							
Adj. Flow (vph)	0	808	1043	0	1170	383						
Shared Lane Traffic (%)												
Lane Group Flow (vph)	0	808	1043	0	1170	383						
Turn Type		NA	NA		NA	Prot						
Protected Phases		4.8	4.8		1.2	1.2	1	2	4	5	6	8
Permitted Phases												
Detector Phase		4.8	4.8		1.2	1.2						
Switch Phase												
Minimum Initial (s)							6.0	8.0	8.0	6.0	8.0	8.0
Minimum Split (s)							11.0	27.0	21.0	11.0	27.0	33.0
Total Split (s)							15.0	30.0	35.0	15.0	30.0	40.0
Total Split (%)							13%	25%	29%	13%	25%	33%
Yellow Time (s)							3.0	4.0	3.0	3.0	4.0	3.0
All-Red Time (s)							2.0	2.0	2.0	2.0	2.0	2.0
Lost Time Adjust (s)												
Total Lost Time (s)												
Lead/Lag							Lead	Lag	Lead	Lead	Lag	Lag
Lead/Lag Optimize?							Yes	Yes	Yes	Yes	Yes	Yes
Recall Mode							None	C-Max	None	None	C-Max	None
Act Effect Green (s)		70.0	70.0		40.0	40.0						
Actuated g/C Ratio		0.58	0.58		0.33	0.33						
v/c Ratio		0.36	0.47		1.01	0.63						
Control Delay		12.3	15.2		69.7	28.7						
Queue Delay		0.9	0.3		0.0	0.1						
Total Delay		13.3	15.5		69.7	28.9						
LOS		B	B		E	C						
Approach Delay		13.3	15.5		59.9							
Approach LOS		B	B		E							
Queue Length 50th (ft)		141	231		-476	184						
Queue Length 95th (ft)		m163	282		m24	293						
Internal Link Dist (ft)		328	718		434							
Turn Bay Length (ft)												
Base Capacity (vph)		2224	2224		1165	606						
Starvation Cap Reductn		1069	0		0	0						
Spillback Cap Reductn		0	532		0	13						
Storage Cap Reductn		0	0		0	0						
Reduced v/c Ratio		0.70	0.62		1.01	0.65						

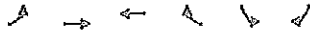
Intersection Summary

Area Type: Other  
 Cycle Length: 120  
 Actuated Cycle Length: 120  
 Offset: 15 (13%), Referenced to phase 2:NBT and 6:SBT, Start of Green  
 Natural Cycle: 95  
 Control Type: Actuated-Coordinated  
 Maximum v/c Ratio: 1.13  
 Intersection Signal Delay: 35.2  
 Intersection Capacity Utilization 65.6%  
 Analysis Period (min) 15  
 - Volume exceeds capacity, queue is theoretically infinite.  
 Queue shown is maximum after two cycles.  
 # 85th percentile volume exceeds capacity, queue may be longer.  
 Queue shown is maximum after two cycles.  
 m Volume for 95th percentile queue is metered by upstream signal.



HCM Signalized Intersection Capacity Analysis  
 39: Mystic Valley Parkway (Route 16) & Route 16 SB Connector

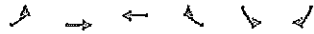
Wynn Everett  
 No-Build 2023 Saturday Peak Hour



Movement	EBL	EBT	WBT	WBR	SBL	SBR
Lane Configurations		↑↑	↑↑		↑↑	↑↑
Volume (vph)	0	743	960	0	1076	352
Peak Flow (vphpl)	1900	1900	1900	1900	1900	1900
Lane Width	12	14	14	12	12	12
Total Lost time (s)		5.0	5.0		5.0	5.0
Lane Util. Factor		0.95	0.95		0.97	1.00
Fit		1.00	1.00		1.00	0.85
Fit Protected		1.00	1.00		0.95	1.00
Satd. Flow (prot)		3813	3813		3467	1615
Fit Permitted		1.00	1.00		0.95	1.00
Satd. Flow (perm)		3813	3813		3467	1615
Peak-hour factor, PHF	0.92	0.92	0.92	0.92	0.92	0.92
Adj. Flow (vph)	0	808	1043	0	1170	383
RTOR Reduction (vph)	0	0	0	0	0	69
Lane Group Flow (vph)	0	808	1043	0	1170	314
Heavy Vehicles (%)	0%	1%	1%	0%	1%	0%
Turn Type		NA	NA		NA	Prot
Protected Phases		4.8	4.8		1.2	1.2
Permitted Phases						
Actuated Green, G (s)		70.0	70.0		39.0	39.0
Effective Green, g (s)		70.0	70.0		39.0	39.0
Actuated g/C Ratio		0.58	0.58		0.32	0.32
Clearance Time (s)						
Vehicle Extension (s)						
Lane Grp Cap (vph)		2224	2224		1126	524
v/s Ratio Prot		0.21	0.27		0.34	0.19
v/s Ratio Perm						
v/s Ratio		0.36	0.47		1.04	0.60
Uniform Delay, d1		13.2	14.3		40.5	34.0
Progression Factor		0.90	1.00		1.00	1.00
Incremental Delay, d2		0.1	0.2		37.5	1.9
Delay (s)		12.0	14.5		78.0	35.8
Level of Service		B	B		E	D
Approach Delay (s)		12.0	14.5		67.6	
Approach LOS		B	B		E	
<b>Intersection Summary</b>						
HCM 2000 Control Delay		38.1		HCM 2000 Level of Service		D
HCM 2000 Volume to Capacity ratio		0.74				
Actuated Cycle Length (s)		120.0		Sum of lost time (s)		21.0
Intersection Capacity Utilization		65.6%		ICU Level of Service		C
Analysis Period (min)		15				
c Critical Lane Group						

Lanes, Volumes, Timings  
 39: Mystic Valley Parkway (Route 16) & Route 16 SB Connector

Wynn Everett  
 Build 2023 Saturday Peak Hour



Lane Group	EBL	EBT	WBT	WBR	SBL	SBR	a1	a2	a4	a5	a6	a8
Lane Configurations		↑↑	↑↑		↖↗	↖↗						
Volume (vph)	0	752	959	0	1076	484						
Ideal Flow (vphp)	1900	1900	1900	1900	1900	1900						
Lane Width (ft)	12	14	14	12	12	12						
Grade (%)		0%	0%		0%							
Storage Length (ft)	0			0	0	0						
Storage Lanes	0			0	2	1						
Jeep Length (ft)	50				50							
Lane Util. Factor	1.00	0.85	0.85	1.00	0.97	1.00						
Ped Bike Factor						0.850						
Flt Protected					0.950							
Satd. Flow (prot)	0	3813	3813	0	3467	1615						
Flt Permitted					0.950							
Satd. Flow (perm)	0	3813	3813	0	3467	1615						
Right Turn on Red				Yes		Yes						
Satd. Flow (RTOR)						100						
Link Speed (mph)		39	30		30							
Link Distance (ft)		406	798		514							
Travel Time (s)		9.2	18.1		11.7							
Confl. Peds. (#/hr)												
Confl. Bikes (#/hr)												
Peak Hour Factor	0.92	0.92	0.92	0.92	0.92	0.92						
Growth Factor	100%	100%	100%	100%	100%	100%						
Heavy Vehicles (%)	0%	1%	1%	0%	1%	0%						
Bus Blockages (#/hr)	0	0	0	0	0	0						
Parking (#/hr)												
Mid-Block Traffic (%)		0%	0%		0%							
Adj. Flow (vph)	0	817	1053	0	1170	526						
Shared Lane Traffic (%)												
Lane Group Flow (vph)	0	817	1053	0	1170	526						
Turn Type		NA	NA		NA	Prot						
Protected Phases		4 8	4 8		1 2	1 2	1	2	4	5	6	8
Permitted Phases												
Detector Phase		4 8	4 8		1 2	1 2						
Switch Phase												
Minimum Initial (s)							6.0	8.0	8.0	6.0	8.0	8.0
Minimum Split (s)							11.0	27.0	21.0	11.0	27.0	33.0
Total Split (s)							15.0	30.0	35.0	15.0	30.0	40.0
Total Split (%)							13%	25%	29%	13%	25%	33%
Yellow Time (s)							3.0	4.0	3.0	3.0	4.0	3.0
All-Red Time (s)							2.0	2.0	2.0	2.0	2.0	2.0
Lost Time Adjust (s)												
Total Lost Time (s)												
Lead/Lag							Lead	Lag	Lead	Lead	Lag	Lag
Lead-Lag Optimize?							Yes	Yes	Yes	Yes	Yes	Yes
Recall Mode							None	C-Max	None	None	C-Max	None
Act Effct Green (s)		70.0	70.0		40.0	40.0						
Actuated g/C Ratio		0.58	0.58		0.33	0.33						
v/c Ratio		0.37	0.47		1.01	0.87						
Control Delay		12.7	15.3		69.7	46.6						
Queue Delay		1.0	0.3		0.0	1.1						
Total Delay		13.7	15.6		69.7	47.7						
LOS		B	B		E	D						
Approach Delay		13.7	15.6		62.9							
Approach LOS		B	B		E							
Queue Length 50th (ft)		145	234		-476	318						
Queue Length 95th (ft)		m165	285		#524	#522						
Internal Link Dist (ft)		326	718		434							
Turn Bay Length (ft)												
Base Capacity (vph)		2224	2224		1155	605						
Starvation Cap Reductn		1070	0		0	0						
Spillback Cap Reductn		0	553		0	14						
Storage Cap Reductn		0	0		0	0						
Reduced v/c Ratio		0.71	0.63		1.01	0.89						

**Intersection Summary**

Area Type: Other  
 Cycle Length: 120  
 Actuated Cycle Length: 120  
 Offset: 15 (13%), Referenced to phase 2:NBT and 6:SBT, Start of Green  
 Natural Cycle: 95  
 Control Type: Actuated-Coordinated  
 Maximum v/c Ratio: 1.20  
 Intersection Signal Delay: 37.7  
 Intersection Capacity Utilization: 65.6%  
 Analysis Period (min): 15  
 Intersection LOS: D  
 ICU Level of Service C

~ Volume exceeds capacity, queue is theoretically infinite.  
 Queue shown is maximum after two cycles.  
 # 95th percentile volume exceeds capacity, queue may be longer.  
 Queue shown is maximum after two cycles.  
 m Volume for 95th percentile queue is metered by upstream signal.



Splits and Phases: 39: Mystic Valley Parkway (Route 16) & Route 16 SB Connector

<p>#33 #39 p1</p>	<p>#33 #39 p2 (R)</p>	<p>#33 #39 p4</p>	<p>#33 #39 p3</p>
<p>#33 p5</p>		<p>#33 p6 (R)</p>	
<p>15s</p>	<p>15s</p>	<p>15s</p>	<p>15s</p>

HCM Signalized Intersection Capacity Analysis  
 39: Mystic Valley Parkway (Route 16) & Route 16 SB Connector

Wynn Everett  
 Build 2023 Saturday Peak Hour



Movement	EBL	EBT	WBT	WBR	SBL	SBR
Lane Configurations		↑↑	↑↑		↓↓	↓↓
Volume (vph)	0	752	969	0	1076	484
Ideal Flow (vphpl)	1900	1900	1900	1900	1900	1900
Lane Width	12	14	14	12	12	12
Total Lost time (s)		5.0	5.0		5.0	5.0
Lane Util. Factor		0.95	0.95		0.97	1.00
Friction		1.00	1.00		1.00	0.85
Flt Protected		1.00	1.00		0.95	1.00
Satd. Flow (prot)		3813	3813		3467	1615
Flt Permitted		1.00	1.00		0.95	1.00
Satd. Flow (perm)		3813	3813		3467	1615
Peak-hour factor, PHF	0.92	0.92	0.92	0.92	0.92	0.92
Adj. Flow (vph)	0	817	1053	0	1170	526
RTOR Reduction (vph)	0	0	0	0	0	69
Lane Group Flow (vph)	0	817	1053	0	1170	459
Heavy Vehicles (%)	0%	1%	1%	0%	1%	0%
Turn Type		NA	NA		NA	Prot
Protected Phases		4.8	4.8		1.2	1.2
Permitted Phases						
Actuated Green, G (s)		70.0	70.0		39.0	39.0
Effective Green, g (s)		70.0	70.0		39.0	39.0
Actuated g/C Ratio		0.58	0.58		0.32	0.32
Clearance Time (s)						
Vehicle Extension (s)						
Lane Grp Cap (vph)		2224	2224		1126	524
v/s Ratio Prot		0.21	0.28		0.34	0.28
v/s Ratio Perm						
v/c Ratio		0.37	0.47		1.04	0.89
Uniform Delay, d1		13.3	14.4		40.5	38.2
Progression Factor		0.93	1.00		1.00	1.00
Incremental Delay, d2		0.1	0.2		37.5	15.0
Delay (s)		12.4	14.6		78.0	53.2
Level of Service		B	B		E	D
Approach Delay (s)		12.4	14.6		70.3	
Approach LOS		B	B		E	

Intersection Summary			
HCM 2000 Control Delay	40.6	HCM 2000 Level of Service	D
HCM 2000 Volume to Capacity ratio	0.74		
Actuated Cycle Length (s)	120.0	Sum of lost time (s)	21.0
Intersection Capacity Utilization	65.5%	ICU Level of Service	C
Analysis Period (min)	15		
c Critical Lane Group			

WYNN EVERETT TRAFFIC IMPACT PEER REVIEW ATTACHMENT MATERIALS

City of Medford

Wellington Circle

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Table 2 Intersection Operations Analysis: PM Peak Hour (Medford)

Intersection	Existing (2013) Conditions					No Build (2023) Conditions					Build (2023) Conditions					Build (2023) Conditions - Mitigated				
	LOS	Delay	V/C Ratio	50% Queue Length	95% Queue Length	LOS	Delay	V/C Ratio	50% Queue Length	95% Queue Length	LOS	Delay	V/C Ratio	50% Queue Length	95% Queue Length	LOS	Delay	V/C Ratio	50% Queue Length	95% Queue Length
EB left Mystic Valley Parkway (Route 16) EB thru   thru	A	6.2	0.70	218	346	A	7.8	0.78	287	468	A	9.1	0.83	334	552					
Mystic Valley Parkway (Route 16) WB thru   thru	B	11.1	0.60	234	371	B	13.4	0.72	318	504	B	13.9	0.74	335	530					
Mystic Valley Parkway (Route 16) WB right	A	7.4	0.18	31	75	A	7.7	0.20	35	84	A	7.7	0.20	36	84					
Commercial SB left	D	39.6	0.43	41	84	D	39.7	0.44	43	87	D	39.7	0.44	43	87					
Commercial SB right	D	36.5	0.06	0	42	D	36.4	0.06	0	42	D	36.4	0.06	0	42					
42a. (S) Mystic Valley/Revere Beach Parkway (Route 16)/Fellsway (Route 28)/ Middlesex Avenue (aka Wellington Circle) – West Intersection	D	54.8				F	88.6				F	102.5								
Mystic Valley Parkway (Route 16) EB thru   thru   thru   thru   thru/right	D	48.3	0.96	287	#358	F	102.8	1.13	~405	#472	F	130.3	1.20	~449	#515					
Mystic Valley Parkway (Route 16) WB left   left   left	E	67.8	0.89	274	m#330	F	102.8	1.08	~355	m#419	F	124.1	1.13	~388	m#429	See analysis results below				
Mystic Valley Parkway (Route 16) WB thru   thru	B	13.7	0.72	152	m222	C	22.8	0.91	290	m353	C	24.1	0.93	306	m346					
Fellsway (Route 28) SB left   left	F	197.6	1.31	~236	#342	F	285.1	1.51	~296	#407	F	293.3	1.53	~302	#413					
Fellsway (Route 28) SB thru   thru   thru/right	D	53.6	0.82	118	#172	E	64.3	0.92	136	#208	E	64.3	0.92	136	#208					
Middlesex SWB left   left   left/bear right	B	13.7	0.68	12	14	B	16.1	0.76	14	17	B	16.1	0.76	14	17					
Middlesex SWB bear right	B	13.7	0.43	6	11	B	14.5	0.45	6	m12	B	14.5	0.45	6	m12					
42b. (S) Mystic Valley/Revere Beach Parkway (Route 16)/Fellsway (Route 28)/ Middlesex Avenue (aka Wellington Circle) – East Intersection	D	40.1				E	74.4				F	83.1								
Mystic Valley Parkway (Route 16) EB left   left	D	46.5	0.69	118	m119	D	47.1	0.75	128	m110	D	47.4	0.75	128	m105					
Mystic Valley Parkway (Route 16) EB thru   thru   thru   thru	C	25.6	1.01	~162	m168	F	103.4	1.19	~554	m#171	F	131.8	1.25	~606	m#171	See analysis results below				
Mystic Valley Parkway (Route 16) WB thru   thru   thru   thru   thru	C	26.7	0.71	276	313	C	33.4	0.91	392	438	D	36.6	0.94	419	#472					
Mystic Valley Parkway (Route 16) WB right	D	35.4	0.78	265	#430	E	79.3	1.05	~474	#701	F	83.2	1.06	~485	#712					
Fellsway (Route 28) NB left	D	43.1	0.78	248	#406	E	61.4	0.94	318	#536	E	61.4	0.94	318	#536					
Fellsway (Route 28) NB left/ thru   thru	E	59.3	0.99	358	#508	F	97.9	1.11	~468	#606	F	97.9	1.11	~468	#606					
Fellsway (Route 28) NB bear right	F	145.1	1.21	~466	#675	F	203.0	1.35	~538	#775	F	203.0	1.35	~558	#775					
Fellsway (Route 28) NB right   right	C	20.6	0.76	303	401	C	25.4	0.86	380	505	C	27.8	0.89	409	#572					

Table 2 Intersection Operations Analysis: PM Peak Hour (Medford)

Intersection	Existing (2013) Conditions					No Build (2023) Conditions					Build (2023) Conditions					Build (2023) Conditions - Mitigated				
	LOS	Delay	V/C Ratio	50% Queue Length	95% Queue Length	LOS	Delay	V/C Ratio	50% Queue Length	95% Queue Length	LOS	Delay	V/C Ratio	50% Queue Length	95% Queue Length	LOS	Delay	V/C Ratio	50% Queue Length	95% Queue Length
42c. (S) Mystic Valley/Revere Beach Parkway (Route 16)/Fellsway (Route 28)/ Middlesex Avenue (aka Wellington Circle) – North Intersection Fellsway (Route 28) NB thru   thru   thru Middlesex SWB thru   thru   thru   thru/right	B	15.7				B	16.8				B	16.8				See analysis results below				
	A	6.0	0.43	121	m187	A	7.9	0.48	230	m187	A	8.0	0.48	231	m187					
	D	36.3	0.50	107	139	D	36.8	0.54	118	151	D	36.9	0.55	118	151					

(S) signalized intersection

(U) unsignalized intersection

Grey shading indicates that the LOS has worsened from previous conditions.

Table 5 Intersection Operations Analysis: Saturday Peak Hour (Medford)

Intersection	Existing (2013) Conditions					No Build (2023) Conditions					Build (2023) Conditions					Build (2023) Conditions - Mitigated				
	LOS	Delay	V/C Ratio	50% Queue Length	95% Queue Length	LOS	Delay	V/C Ratio	50% Queue Length	95% Queue Length	LOS	Delay	V/C Ratio	50% Queue Length	95% Queue Length	LOS	Delay	V/C Ratio	50% Queue Length	95% Queue Length
EB left																				
Mystic Valley Parkway (Route 16) EB thru   thru	A	3.7	0.55	130	200	A	4.3	0.63	170	260	A	4.9	0.68	200	308					
Mystic Valley Parkway (Route 16) WB thru   thru	A	8.0	0.50	175	271	A	9.0	0.58	225	344	A	9.3	0.61	238	365					
Mystic Valley Parkway (Route 16) WB right	A	5.2	0.08	11	33	A	5.3	0.09	13	37	A	5.3	0.09	13	37					
Commercial SB left	D	41.2	0.38	28	60	D	41.0	0.38	27	62	D	41.0	0.38	27	62					
Commercial SB right	D	38.6	0.06	0	40	D	38.5	0.06	0	44	D	38.5	0.06	0	44					
42a. (S) Mystic Valley/Revere Beach Parkway (Route 16)/Fellsway (Route 28)/ Middlesex Avenue (aka Wellington Circle) – West Intersection	D	52.9				E	77.6				F	85.0								
Mystic Valley Parkway (Route 16) EB thru   thru   thru   thru   thru/right	C	34.8	0.69	188	223	D	38.4	0.82	235	273	D	42.4	0.90	264	#306					
Mystic Valley Parkway (Route 16) WB left   left   left	F	103.9	1.06	~347	#442	F	170.0	1.23	~451	#546	F	194.5	1.29	~485	m#582					See analysis results below
Mystic Valley Parkway (Route 16) WB thru   thru	A	9.8	0.63	95	156	B	14.1	0.74	162	234	B	15.3	0.77	182	m250					
Fellsway (Route 28) SB left   left	F	97.8	1.04	~161	#260	F	152.9	1.20	~208	#311	F	161.1	1.22	~214	#318					
Fellsway (Route 28) SB thru   thru   thru/right	E	72.8	0.97	144	#225	F	97.7	1.06	~175	#257	F	97.7	1.06	~175	#257					
Middlesex SWB left   left   left/bear right	B	14.8	0.75	14	17	B	16.6	0.81	15	#24	B	16.6	0.81	15	#24					
Middlesex SWB bear right	B	16.7	0.54	9	m12	B	17.2	0.58	10	m12	B	17.2	0.58	10	m12					
42b. (S) Mystic Valley/Revere Beach Parkway (Route 16)/Fellsway (Route 28)/ Middlesex Avenue (aka Wellington Circle) – East Intersection	C	27.2				C	29.0				C	29.8								
Mystic Valley Parkway (Route 16) EB left   left	D	48.0	0.60	101	m129	D	47.5	0.66	111	m123	D	47.1	0.66	111	m116					
Mystic Valley Parkway (Route 16) EB thru   thru   thru   thru	B	17.5	0.68	123	m133	B	18.2	0.82	146	m160	B	18.7	0.89	150	m170					
Mystic Valley Parkway (Route 16) WB thru   thru   thru   thru   thru	C	27.7	0.76	312	352	C	30.5	0.85	367	410	C	32.4	0.89	395	440					See analysis results below
Mystic Valley Parkway (Route 16) WB right	C	33.8	0.75	251	391	D	40.8	0.85	305	#515	D	42.4	0.87	314	#530					
Fellsway (Route 28) NB left	C	31.7	0.50	141	223	C	32.8	0.54	157	247	C	32.8	0.54	157	247					
Fellsway (Route 28) NB left/ thru   thru	C	29.7	0.49	147	197	C	30.4	0.53	162	219	C	30.4	0.53	162	219					
Fellsway (Route 28) NB bear right	D	51.4	0.87	262	#429	E	55.4	0.90	275	#461	E	55.4	0.90	275	#461					
Fellsway (Route 28) NB right   right	B	18.8	0.71	273	351	B	19.5	0.73	287	378	C	20.7	0.77	314	413					

Table 5 Intersection Operations Analysis: Saturday Peak Hour (Medford)

Intersection	Existing (2013) Conditions					No Build (2023) Conditions					Build (2023) Conditions					Build (2023) Conditions - Mitigated				
	LOS	Delay	V/C Ratio	50% Queue Length	95% Queue Length	LOS	Delay	V/C Ratio	50% Queue Length	95% Queue Length	LOS	Delay	V/C Ratio	50% Queue Length	95% Queue Length	LOS	Delay	V/C Ratio	50% Queue Length	95% Queue Length
42c. (S) Mystic Valley/Revere Beach Parkway (Route 16)/Fellsway (Route 28)/ Middlesex Avenue (aka Wellington Circle) – North Intersection Fellsway (Route 28) NB thru   thru   thru Middlesex SWB thru   thru   thru   thru/right	C	21.9				C	22.0				C	22.0				See analysis results below				
	A	6.3	0.24	80	122	A	7.2	0.29	121	m143	A	7.4	0.29	126	m144					
	D	37.8	0.60	130	165	D	38.5	0.64	140	177	D	38.5	0.64	140	177					

\*lane use varies between the PM and Saturday peak hours

(S) signalized intersection

(U) unsignalized intersection

Grey shading indicates that the LOS has worsened from previous conditions.

WYNN EVERETT TRAFFIC IMPACT PEER REVIEW ATTACHMENT MATERIALS

City of Medford

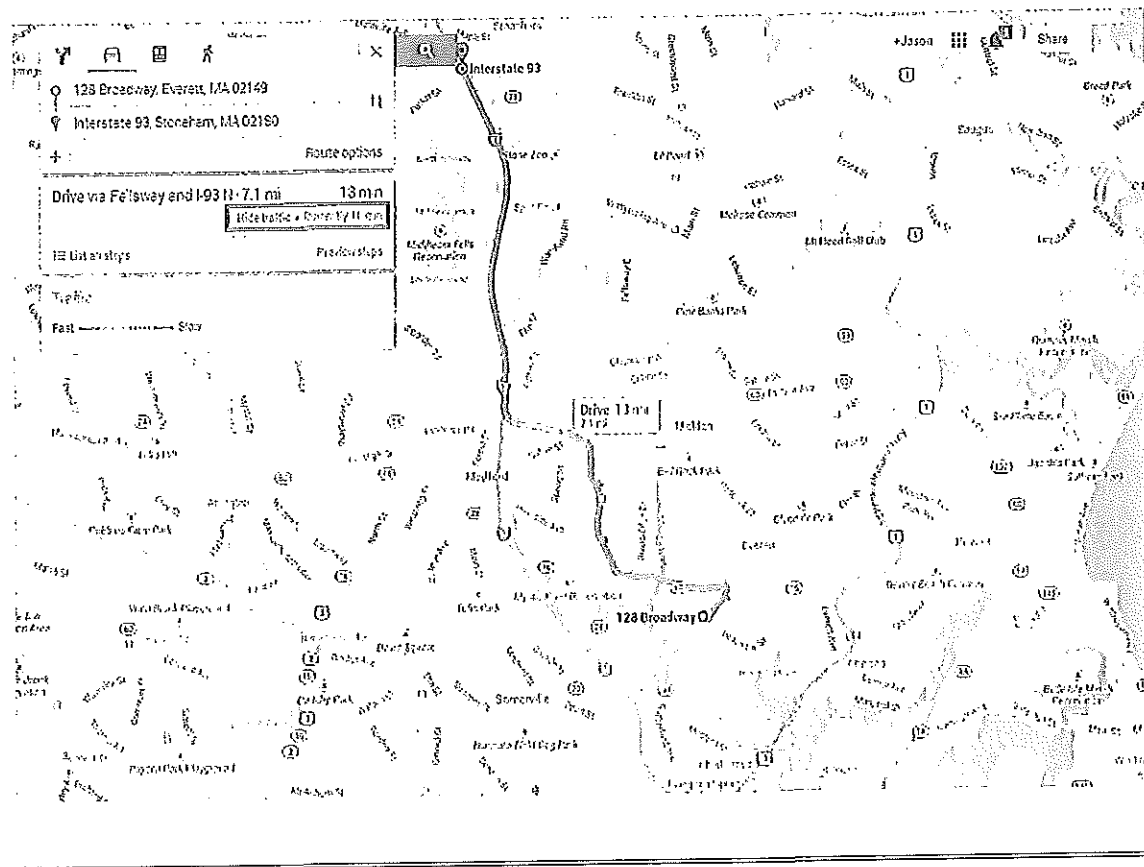
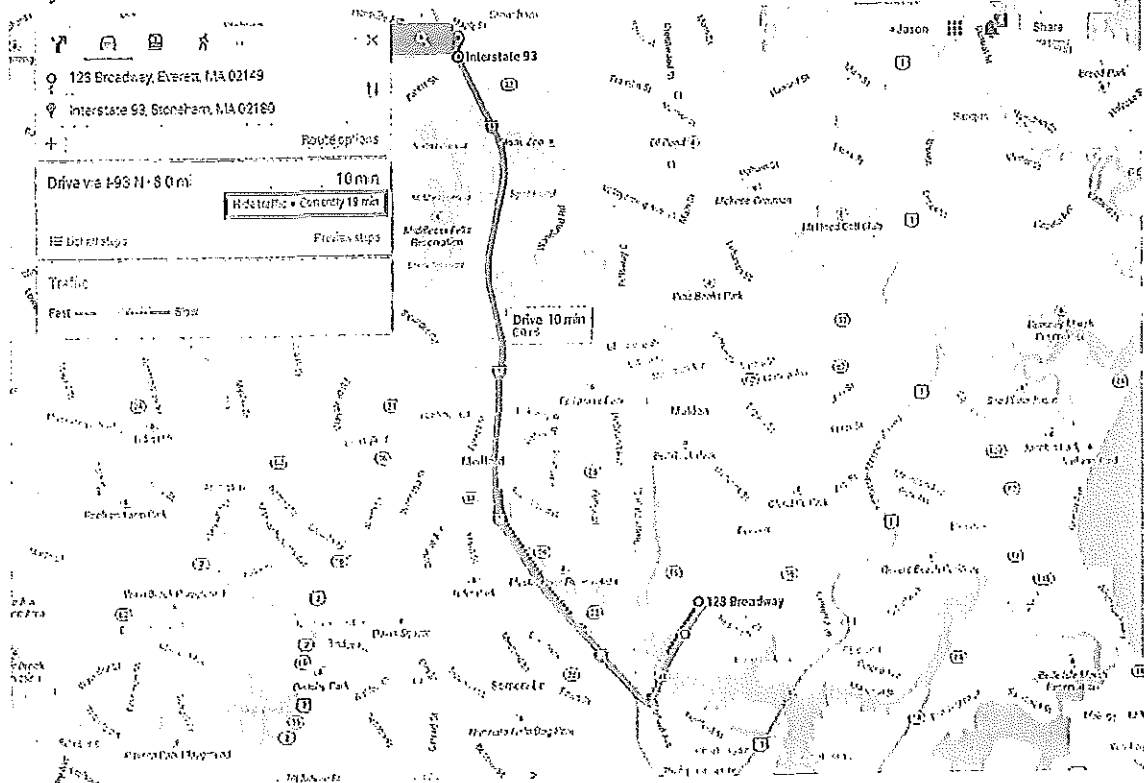
Google Maps Peak Period Travel Time Samples

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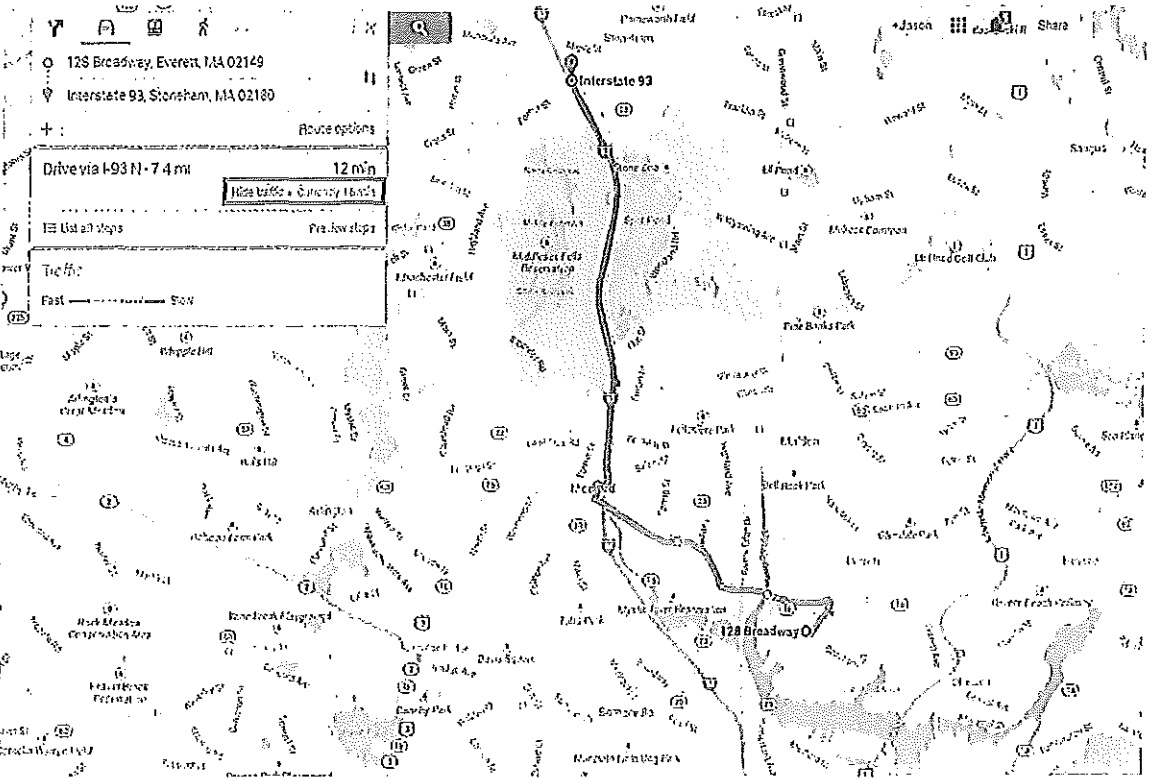
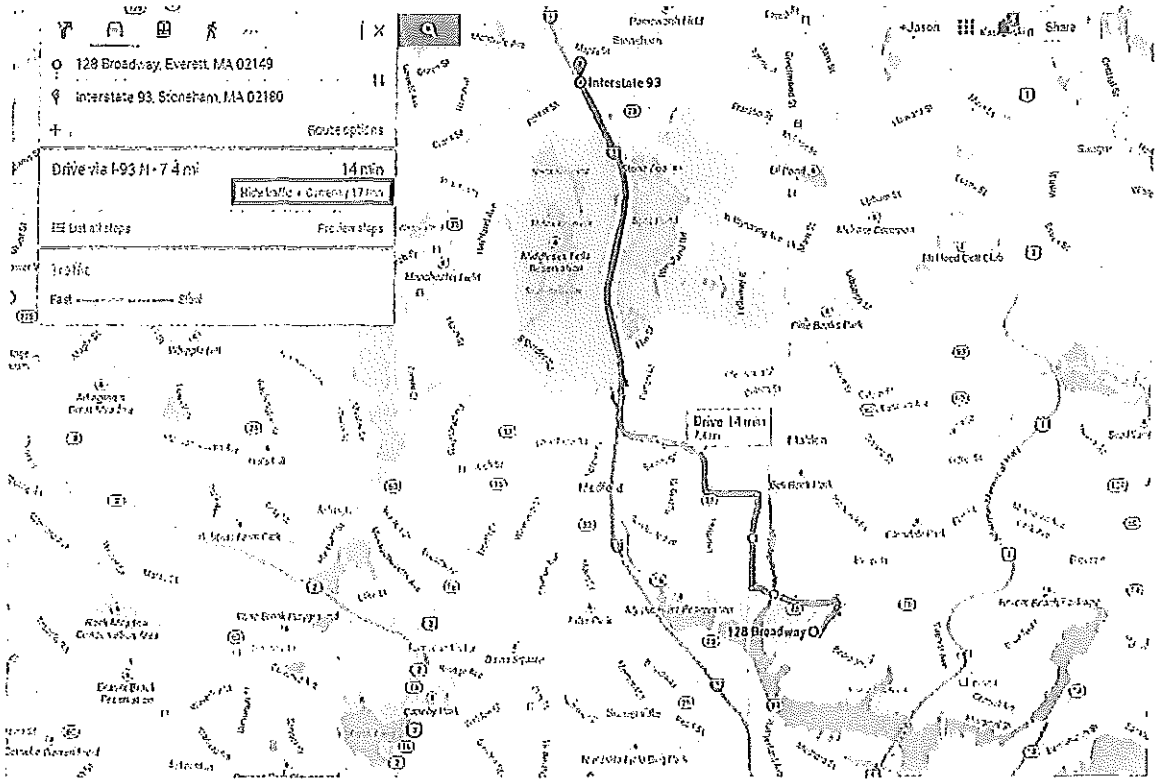
# WYNN EVERETT TRAFFIC IMPACT PEER REVIEW ATTACHMENT MATERIALS

City of Medford



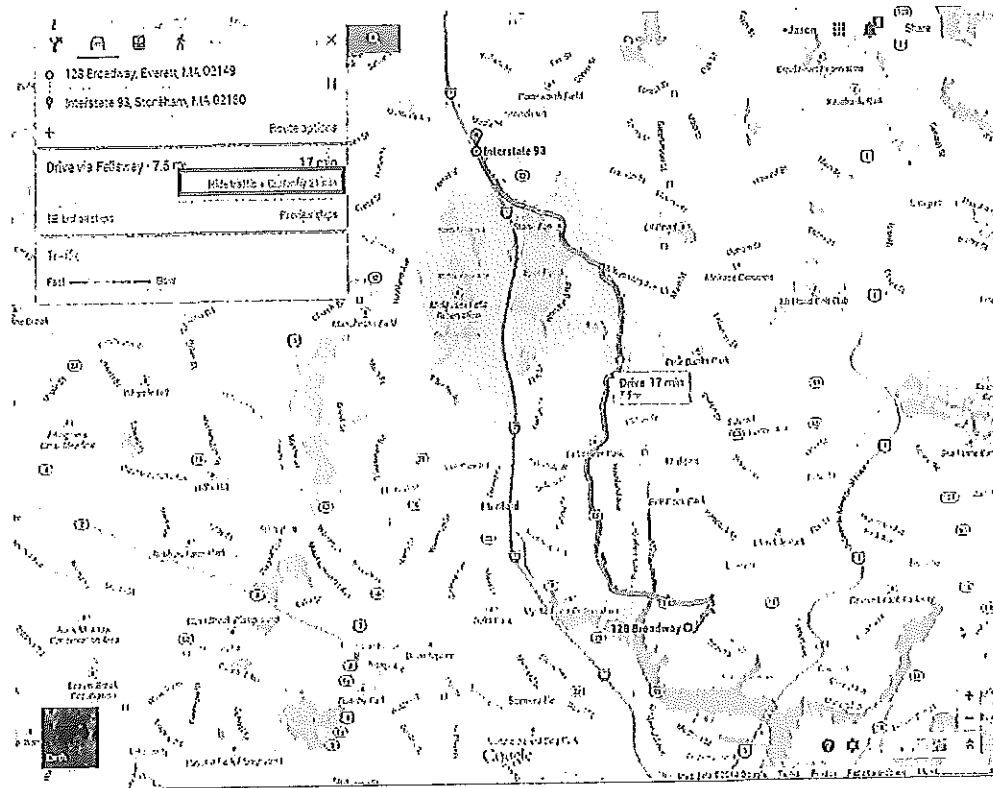
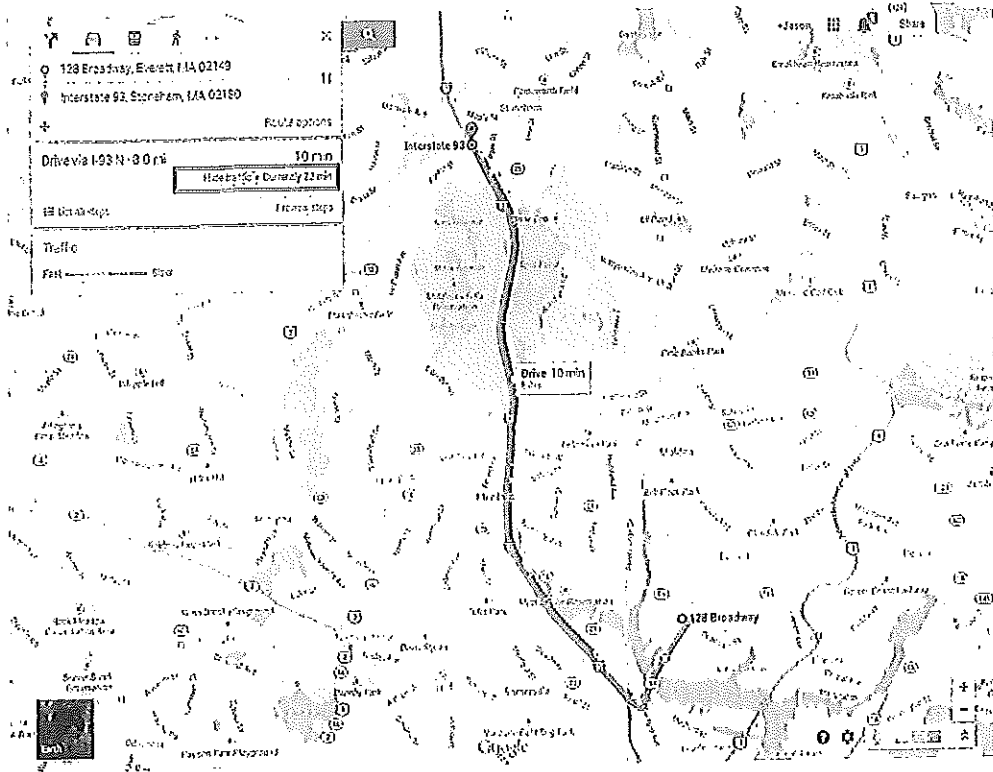
# WYNN EVERETT TRAFFIC IMPACT PEER REVIEW ATTACHMENT MATERIALS

City of Medford



# WYNN EVERETT TRAFFIC IMPACT PEER REVIEW ATTACHMENT MATERIALS

City of Medford



## SURROUNDING COMMUNITY AGREEMENT

By and Between the City of Medford, Massachusetts and Wynn MA, LLC

This Surrounding Community Agreement (this "Agreement") is made and entered into as of April 11, 2014 (the "Effective Date"), by and between the City of Medford, Massachusetts ("Medford"), a municipal corporation organized under the laws of the Commonwealth of Massachusetts, with principal offices located at 85 George P. Hassett Dr., Medford, MA 02155, Massachusetts, acting by and through its Mayor, and Wynn, MA LLC ("Wynn"), duly organized under the laws of the State of Nevada, with principal address and offices located at 3131 Las Vegas Boulevard South, Las Vegas, Nevada 89109. Hereafter, the parties may also be collectively referred to as the "Parties".

### GENERAL RECITALS

Pursuant to Chapter 194 of the Acts and Resolves of 2011, and Commonwealth of Massachusetts General Laws Chapter 23K, the Massachusetts Gaming Act (the "Act"), Wynn has applied to the Massachusetts Gaming Commission (the "Commission") for a Category 1 gaming license to develop a luxury hotel and destination resort on the site (the "Project Site") depicted in Exhibit A in Everett, Massachusetts (the "Project");

And whereas, Medford shares a border with the City of Everett, Massachusetts, and may be impacted by the development of the Project, and the Act and regulations relating thereto, including 205 CMR 125.00 *et seq.*, permit Wynn to enter surrounding community agreements to address surrounding community impact as well as demonstrate advancement of the Act and public support for its proposed development;

And whereas, Medford believes that the Project will bring economic development to Medford, create new jobs for Medford residents and new sources of revenue for the Medford business community, and as such, Medford desires to enter into this Agreement with Wynn to address the anticipated impact on Medford businesses, residents, infrastructure, public safety, transportation and roadway needs;

And whereas, Wynn desires to mitigate any adverse impacts from the development and operation of the Project through the means described herein in accordance with the Act, and Medford desires to mitigate any anticipated adverse impacts from the development and operation of the Project through the means described herein, and to work proactively with Wynn to capitalize on the unique nature of Medford's community resources;

Accordingly, in consideration of the terms and conditions set forth herein and to effectuate the purposes set forth above the Parties enter this Agreement and hereby agree to be bound by the terms and conditions set forth herein.

### TERMS AND CONDITIONS

#### 1. Medford as a Transportation Hub

1.1. The Parties recognize and agree that the City of Medford is uniquely situated to play an important role as a "transportation hub" for the Project. This shall include but not be limited to:

- To facilitate public transportation to the Project, the Parties shall identify a specific portion of Wellington MBTA Station in Medford and/or surrounding area to be used exclusively for Wynn shuttles serving Wynn guests, invitees, employees and/or vendors of the Project arriving to the area via public transportation including buses, trains or commuter rail services.

- The Parties will explore the use of covered parking facilities within the City of Medford to provide additional off-site parking for Wynn employees and/or vendors who would utilize Wynn shuttles to and from the Project. The specifics of such an agreement, if one can be reached, shall be contained in a separate document outlining the terms of such agreement in its entirety.
- The Parties shall work together to promote Medford as a "transportation hub" for Wynn guests, invitees, employees and/or vendors while also providing said individuals with a positive impression of the City of Medford. The foregoing will be accomplished through mutually agreed upon promotional materials and improvements (including, without limitation, safety upgrades, improved lighting, fixtures, signage and beautification efforts) to Wellington MBTA Station in Medford and surrounding area.
- In addition, the Parties will work with Medford's business community to promote and support businesses so that they may benefit from and effectuate the use of Medford as a "transportation hub," as contemplated herein.

1.2. In recognition of the above, and contingent upon the receipt by Wynn of an unconditional, non-appealable award by the Massachusetts Gaming Commission of a Category 1 license for the Project (the "License"), Wynn has agreed to pay to the City of Medford the following amounts (collectively, the "Transportation Hub Payment"):

1.2.A. An annual payment of Three Hundred Twenty Five Thousand Dollars (\$325,000.00), which amount shall be due on or before the ninetieth (90<sup>th</sup>) day following the opening of the Project to the general public and on each annual anniversary thereof. The annual payment shall continue for as long as Wynn, or any parent, subsidiary or related entity, owns, controls or operates a commercial gaming facility at the Project Site. The purpose of this annual payment is to enable Medford to promote the use of Wellington MBTA Station in Medford and its surrounding areas as a "transportation hub" for Wynn guests, invitees, employees and/or vendors through mutually agreed upon promotional materials and improvements (including, without limitation, safety upgrades, improved lighting, fixtures, signage and beautification efforts).

1.2.B. An annual payment of One Hundred Thousand Dollars (\$100,000.00), which amount shall be due on or before the ninetieth (90<sup>th</sup>) day following the opening of the Project to the general public and on each annual anniversary thereof. This annual payment shall continue for as long as Wynn, or any parent, subsidiary or related entity, owns, controls or operates a commercial gaming facility at the Project Site. The purpose of this annual payment is to enable Medford to assist businesses in effectuating aesthetic upgrades and enable them to participate in the opportunities that will be available as a result of the Project's use of Medford as a "transportation hub."

1.2.C. Notwithstanding anything herein to the contrary, the Transportation Hub Payment shall remain in the exclusive custody and control of Medford, and shall be used and applied at Medford's sole discretion and determination toward any impact, infrastructure, improvement and/or mitigation measures related to the Project that Medford deems necessary and suitable.

## 2. Public Safety Impact relating to Roadway Safety

2.1. As a result of the "transportation hub" resulting in additional pedestrian and vehicular traffic, the Parties recognize and agree that there may be a need for increased police, fire, traffic and public works personnel to maintain roadway safety due to increased use.

2.2. In recognition of the above, and contingent upon the receipt of an unconditional, non-appealable license, Wynn has agreed to pay to the Medford an annual payment of Two Hundred Fifty Thousand Dollars (\$250,000.00), which amount shall be due on or before the ninetieth (90<sup>th</sup>) day following the opening of the Project to the general public and on each annual anniversary thereof. The annual payment shall continue for as long as Wynn, or any parent, subsidiary or related entity, owns, controls or operates a commercial gaming facility at the Project Site. The purpose

of this payment is to enable Medford to fund staffing and other public safety initiatives related to increased pedestrian and vehicular traffic in the City of Medford.

### 3. Business Impact

3.1. The Parties recognize and agree that the Project is likely to provide certain opportunities for the local business community. The Parties will work together to communicate with the local business community to ensure that the community is best prepared to take advantage of these opportunities.

3.2. In recognition of the above, and contingent upon the receipt of an unconditional, non-appealable License, the Parties have agreed as follows:

3.2.A. On an annual basis, subject to its obligations to the City of Everett, Wynn shall make a good faith effort to utilize local contractors and suppliers for the construction and future operations of the Project and shall afford such opportunities to local vendors when such contractors and suppliers are properly qualified and price competitive. Such efforts shall include actively soliciting bids from Medford vendors through local advertisements, coordination with the Medford Chamber of Commerce and such other reasonable measures as the City may from time to time request. In furtherance thereof, Wynn agrees to use good faith efforts to purchase at least Ten Million Dollars (\$10,000,000.00) of goods and services from vendors with a principal place of business in Medford. Wynn shall work with Medford to hold vendor fairs that provide Medford businesses with information concerning the process of providing goods and services to the Project. Wynn shall, on at least an annual basis, consult with the Medford Chamber of Commerce and such other business groups or associations as Medford may reasonably request to identify opportunities in furtherance of the objectives set forth in this section. Wynn shall, upon reasonable request, meet with Medford to provide updates on Wynn's efforts to comply with this section 3.2.A. Notwithstanding anything herein to the contrary, Wynn's obligations under this section 3.2.A. shall be subject to the availability of such goods and services at a level of quality that is consistent with the Project specifications and on commercially reasonable terms.

3.2.B. Wynn agrees to work with and assist local businesses to become "Wynn certified" in order to participate in this local purchasing program. Wynn certification represents a Wynn specific vendor qualification program that requires vendors to be pre-qualified, which may include but not be limited to background checks and other screening methods utilized to qualify vendors.

3.2.C. Wynn agrees that it will include as part of its rewards, frequent guest, loyalty and/or similar programs offered by Wynn to use vouchers and gift certificates from Medford businesses. Wynn commits to purchase and issue at least Twenty Five Thousand Dollars (\$25,000.00) in such vouchers and gift certificates annually from local businesses for use in its customer loyalty programs.

3.2.D. The first annual purchase of the above vouchers and gift certificates by Wynn shall occur ninety (90) days after the opening of the Project to the general public and on each annual anniversary thereof.

### 4. Jobs Program

4.1. The Parties acknowledge that Medford desires to help its community members and residents who are interested in attaining employment at the Project. The Parties agree that Medford's demographic is an appropriate, suitable, desirable and employable work force for the Project, and therefore it is mutually beneficial to provide a structured program to educate Medford's residents about available employment opportunities.

4.2. In recognition of the above, the Parties agree as follows:

4.2.A. Wynn will work in a good faith, legal and non-discriminatory manner with the Project's construction manager to give preferential treatment to qualified Medford residents for contracting, subcontracting and servicing opportunities in the development and construction of the Project. Following the engagement of a construction manager, Wynn shall, in coordination with Medford, advertise and hold at least one event for Medford residents at venues to be approved by Medford, at which it will publicize its construction needs and explain to attendees the process by which they may seek to be hired in connection with the construction of the Project.

4.2.B. Prior to beginning the process of hiring employees (other than internally) for the Project, Wynn shall advertise and hold at least one event for Medford residents at venues to be approved by Medford, at which it will publicize its hiring needs and explain to attendees the process by which they may seek to be hired in connection with the Project. In seeking to fill vacancies at the Project, Wynn will give preference to properly qualified residents of Medford, to the extent that such a practice and its implementation is consistent with Federal, State or Municipal law or regulation.

4.2.C. Notwithstanding anything herein to the contrary, in recognition of Wynn's host community agreement with the City of Everett and Wynn's surrounding community agreement with the City of Malden, the Parties acknowledge and agree that the preference provided in this section 4 shall be secondary to the preference provided by Wynn in its host community agreement and surrounding community agreement. In addition, the Parties acknowledge and agree that the preferences provided in this section 4 shall be on a pooled basis with any other community that voluntarily enters into a surrounding community agreement with Wynn following the date of this Agreement.

4.2.D. Wynn agrees to work with Medford on an annual basis to identify prospective, qualified Medford employees to effectuate the terms and conditions herein.

## 5. Medford Community Fund

5.1. The Parties recognize the importance of supporting the Medford community and share a mutual desire to utilize this Agreement to provide ongoing support to the many important non-profit organizations throughout the City of Medford.

5.2. In recognition of the above, and contingent upon the receipt of an unconditional, non-appealable License, Wynn has agreed to pay to the Medford the following "Community Fund Payment":

5.2.A. An annual payment of One Hundred Twenty Five Thousand Dollars (\$125,000.00), which amount shall be due on or before the ninetieth (90<sup>th</sup>) day following the opening of the Project to the general public and on each annual anniversary thereof. The annual payment shall continue for as long as Wynn, or any parent, subsidiary or related entity, owns, controls or operates a commercial gaming facility at the Project Site.

5.2.B. The Mayor of the City of Medford agrees to establish a Committee tasked with reviewing requests for assistance from qualified organizations and making determinations on the awarding of any portion of the Community Fund Payment.

5.3. Contingent upon the receipt of an unconditional, non-appealable License, Wynn has agreed to pay to the Medford the following "Cultural Fund Payment" to provide ongoing support to the Chevalier Theatre:

5.3.A. An annual payment of One Hundred Thousand Dollars (\$100,000.00), which amount shall be due on or before the ninetieth (90<sup>th</sup>) day following the opening of the Project to the general public and on each annual anniversary thereof. The annual payment shall continue for as long as Wynn, or any parent, subsidiary or related entity, owns, controls or operates a commercial gaming facility at the Project Site.

5.4. Notwithstanding anything herein to the contrary, the Community Fund Payment and Cultural Fund Payment shall remain in the exclusive custody and control of Medford, and shall be used and applied at Medford's sole discretion and determination toward any impact, infrastructure, improvement and/or mitigation measures related to the Project that Medford deems necessary and suitable.

5.5. Wynn has agreed to pay to the Medford the following amounts for the development of the Krystle Campbell Peace Garden: (i) Fifty Thousand Dollars (\$50,000.00), which amount shall be due on or before the thirtieth (30<sup>th</sup>) day following the execution of this Agreement and (ii) contingent upon the receipt of an unconditional, non-appealable License, Two Hundred Thousand Dollars (\$200,000.00), which amount shall be due on or before the ninetieth (90<sup>th</sup>) day following the acceptance by Wynn of such License.

5.6 In furtherance of the significant environmental improvements that Wynn will be undertaking, Wynn will review and consider remediation plans for the removal of water chestnuts as part of its environmental program.

## 6. Transportation Impacts

6.1. Based on the trip distribution pattern for the project and a review of both the local and regional transportation system, Wynn studied the following intersections in Medford and contingent upon the receipt by Wynn of an unconditional, non-appealable License, Wynn agreed to complete all necessary improvements as determined in accordance with the MEPA process:

1. Fellsway West (Route 28)/Fulton Street, Medford;
2. Fellsway West (Route 28)/Salem Street (Route 60), Medford;
3. Central Avenue/Medford Street/Fellsway (Route 28), Medford;
4. Riverside Avenue/Fellsway (Route 28), Medford;
5. I-93 Southbound Off-ramp/Mystic Valley Parkway (Route 16) Southbound Connector, Medford;
6. Harvard Street/Mystic Avenue (Route 38), Medford;
7. Harvard Street/Mystic Valley Parkway (Route 16)/Mystic Valley Parkway (Route 16) Southbound Connector, Medford;
8. Mystic Valley Parkway (Route 16)/Locust Street, Medford;
9. Mystic Valley Parkway (Route 16)/Commercial Street, Medford;
10. Mystic Valley/Revere Beach Parkway (Route 16)/Fellsway (Route 28)/Middlesex Avenue (aka Wellington Circle), Medford;
11. Revere Beach Parkway (Route 16) Eastbound Ramps to Rivers Edge Drive, Medford; and
12. Revere Beach Parkway (Route 16) Westbound Ramps to Rivers Edge Drive, Medford.

The foregoing improvements are estimated to cost approximately One Million Dollars (\$1,000,000.00).

6.2. The Parties acknowledge and agree that a comprehensive traffic solution for Wellington Circle, which is already severely impacted as a result of other developments, including, without limitation, Stations Landing and Assembly Row, is highly advisable and beneficial to Medford and other neighboring communities. In recognition thereof and contingent upon the receipt by Wynn of an unconditional, non-appealable License, the Parties agree as follows:

6.2.A. Wynn will work with Medford and other interested neighboring communities to commission a permanent improvements study of the Wellington Circle, and will fund such study.

6.2.B. Following the results of the permanent improvements study, Wynn will fund up to twenty-five percent (25%) of the concept design (up to One Million Five Hundred Thousand Dollars (\$1,500,000.00)) for the approach that is mutually agreed upon by the Parties.



6.2.C. Following the completion of the study and design, Wynn will cooperate with efforts by Medford and other interested neighboring communities to seek funding from the Transportation Infrastructure and Development Fund (estimated to be capable of yielding in excess of \$200 million) for a permanent solution for Wellington Circle.

6.2.D. Pending completion of the study and design, Wynn will fund and undertake interim improvements to Wellington Circle, as more particularly set forth in its proposed traffic plan.

6.3. The Parties acknowledge and agree that Wynn intends to implement a water transportation program to service the Project. The Parties will work together in good faith to facilitate water transportation connections between Medford and the Project. In furtherance thereof, contingent upon the receipt of an unconditional, non-appealable License, Wynn has agreed to pay to the Medford an annual payment of One hundred Thousand Dollars (\$100,000.00), which amount shall be due on or before the ninetieth (90<sup>th</sup>) day following the opening of the Project to the general public and on each annual anniversary thereof. The annual payment shall continue for as long as Wynn, or any parent, subsidiary or related entity, owns, controls or operates a commercial gaming facility at the Project Site. The purpose of this annual payment is to enable Medford to make certain improvements to the Mystic River to facilitate water transportation and to fund staffing and other public safety initiatives related to increased use of water transportation on the Mystic River.

## 7. Medford Obligations

7.1. In consideration of the obligations hereunder to be taken by Wynn, and in further recognition of the many benefits the Project will bring to Medford, Medford shall do the following (with all reasonable costs incurred by Medford to be paid by Wynn, subject to prior written approval of such costs and Wynn's right to receive documentation of such cost):

7.1.A. Medford shall support the Project and agrees to actively work with and assist Wynn and its contractors and agents to obtain any and all permits, certifications, legislation or regulatory approvals from governmental entities and officials.

7.1.B. Medford, in coordination with Wynn and the City of Everett, shall exercise best efforts to petition the Massachusetts Gaming Commission for monies made available under the Act, including, but not limited to, those monies in the Community Mitigation Fund and the Transportation Infrastructure Fund.

## 8. Additional Terms and Conditions

8.1. **Term.** This Agreement shall remain in effect for such time as Wynn maintains, operates and controls the Project pursuant to the License.

8.2. **Definitions.** All definitions contained in the Act and regulations promulgated thereto are incorporated herein by reference as if fully set forth herein and shall be applicable hereto where relevant.

8.3. **Non-Transferable - Non-Assignable.** Neither Wynn nor Medford may transfer or assign its rights or obligations under this Agreement without the prior written consent of the other Party. In the event of a sale, transfer, assignment and/or conveyance of an unconditional, non-appealable License by Wynn to an unrelated entity, the Parties agree that this surrounding community agreement shall be treated consistently with all other surrounding community agreements as prescribed and required by the Commission in granting such transfer or assignment.

8.4. **Captions and Headings.** The captions and headings in this Agreement are inserted for convenience of reference only and in no way shall affect, modify, define, limit or be used in construing the scope or intent of this Agreement or

any of the provisions hereof. Where the context requires, all singular words in the Agreement shall be construed to include their plural and all words of neuter gender shall be construed to include the masculine and feminine forms of such words.

**8.5. Severability.** If any term of this Agreement or the application thereof to any person or circumstance shall, to any extent, be determined by a court of competent jurisdiction to be invalid or unenforceable, the remaining provisions of this Agreement, or the application of such term to persons or circumstances other than those as to which it is invalid or unenforceable, shall not be affected thereby, and this Agreement shall otherwise remain in full force and effect.

**8.6. Amendments-Modifications.** No amendment or modification of this Agreement shall be deemed valid unless mutually agreed upon and duly authorized by the Parties and effectuated by a written amendment signed by the Parties.

**8.7. Amendments-Modifications to the Act and Gaming Regulations.** The Parties acknowledge that from time to time following commencement of this Agreement that additional regulations may be promulgated, and/or statutes and regulations may be amended from time to time. The Parties agree to be bound by said amended and/or modified regulations and statutes, and further agree to renegotiate any terms and conditions contained herein which may be substantially and materially modified by any said amended and/or modified regulations and statutes.

**8.8. Compliance with Massachusetts and Federal Laws.** In the performance of this Agreement, Wynn agrees to comply with and shall use reasonable efforts to cause all agents, contractors, subcontractors and suppliers to comply with all applicable laws, ordinances, regulations and orders from time to time in effect relating to nondiscrimination, equal employment opportunity, contract compliance and affirmative action.

**8.9 Organizational Status in State of Organization and in the Commonwealth of Massachusetts.** Wynn acknowledges that it shall notify Medford promptly in writing in the event of any change in its organizational status and/or standing under the laws and regulations of its State of Incorporation and under the laws and regulations of the Commonwealth of Massachusetts. Wynn agrees to remain in good standing and maintain adherence to all laws, regulations and requirements applicable to licenses and permits issued to Wynn pursuant to the Act.

**8.10. Notices.** All notices required or permitted to be given hereunder shall be in writing and delivered by hand or courier service; by a nationally-recognized delivery service, by mailing, postage prepaid via certified mail, to the following addresses, or to other addresses as may be furnished by the parties from time to time in writing hereafter: In the case of notice to Medford:

In the case of notice to the City of Medford:

To: Mayor  
City of Medford  
85 George P. Hassett Dr.  
Medford, MA 02155

with copies to:

City Solicitor  
City of Medford  
Medford Legal Department  
85 George P. Hassett Drive  
Medford, MA 02155

Finance Auditor  
City of Medford  
Office of Finance/Auditor  
85 George P. Hassett Dr.  
Medford, MA 02155

In the case of notice to Wynn:

To: Wynn MA, LLC  
c/o Wynn Resorts, Limited  
3131 Las Vegas Blvd. South  
Las Vegas, NV 89109  
Attn: Klm Sinatra, Sr. VP and General Counsel

and in the case of either Party, to such other address as shall be designated by written notice given to the other Party in accordance with this section. Any such notice shall be deemed given when so delivered by hand, by courier delivery on date of service, or if mailed, when delivery receipt is signed by the party designated herein as accepting notice. Service to Medford shall not be deemed effective unless accomplished during normal business hours and days of operation of the City of Medford. Each Party shall ensure that the other party is notified in writing immediately of any changes in the contact and address information above.

**8.11. Failure and Waiver.** Failure of either Party to require strict performance of the terms and conditions herein shall not be deemed a waiver of any rights and remedies available to such Party, and shall not be deemed a waiver of subsequent default or nonperformance of said terms or conditions in the future. No actual waiver by a Party of performance of any terms, conditions or obligations under this Agreement shall be effective unless agreed upon and in writing signed by such Party. No waiver of either Party to require strict performance of any terms and conditions shall constitute a waiver of such Party's right to demand strict compliance with the terms and conditions of this Agreement.

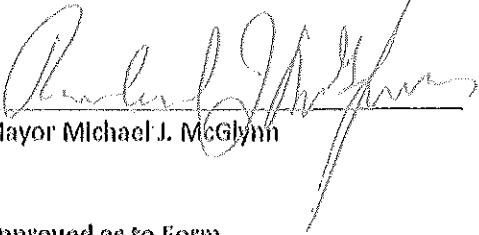
**8.12. Notice of Default and Rights in the Event of Default.** Each Party shall have thirty (30) days from receipt of written notice of failure, violation or default to cure said failure, violation or default. If such failure, violation or default cannot in good faith be cured within such thirty (30) day period, the defaulting Party shall notify the other Party immediately in writing and diligently pursue curing said default to completion. Except as expressly provided herein, the rights and remedies of the Parties, whether provided by law or by this Agreement, shall be cumulative, and the exercise by a Party of any one or more of such remedies shall not preclude the exercise by it, at the same or different times, of any other such remedies for the same default or breach or of any of its remedies for any other default or breach by the other Party.

**8.13. Governing Law and Forum in Event of Dispute.** This Agreement shall be subject to, governed under, and construed in accordance with the laws and regulations of the Commonwealth of Massachusetts, including any amendments thereto which may occur from time to time following execution of this Agreement, and said laws and regulations shall govern the validity, enforcement of terms, conditions, rights and obligations, and performance of this Agreement. The Parties further agree that any legal proceedings whether in law or equity arising hereunder shall be instituted in the Commonwealth of Massachusetts Middlesex County Superior Court. Nothing in this Agreement shall be construed to prohibit Medford from instituting actions or proceedings in law or equity. The prevailing Party in any action shall recover its litigation costs (including attorneys' fees and expert witness fees). Notwithstanding the foregoing provisions for forum selection, the Parties agree that before resorting to any formal dispute resolution process concerning any dispute arising from or in any way relating to this Agreement, the Parties will first engage in good faith negotiations in an effort to find a solution that services their respective and mutual interests.

**8.14. Escalation of Payments.** Beginning with the sixteenth (16) annual payment made by Wynn to Medford, the annual payments hereunder shall increase by five percent (5%) as set forth in Schedule A attached hereto and incorporated herein by this reference. Thereafter, during the term of this Agreement, such five percent (5%) increase shall be applied to the annual payments after the payment of every five (5) annual payments as more specifically set forth in Schedule A.

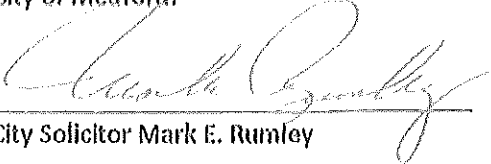
IN WITNESS WHEREOF, the parties, by and through the signatories below, acknowledge they are duly authorized and have the full power, right and authority to enter into, execute, deliver, and perform the terms and conditions of this Agreement, and hereto have herunto set their hands and seals on this 11<sup>th</sup> day of April, 2014.

City of Medford:


  
\_\_\_\_\_  
Mayor Michael J. McGlynn

Approved as to Form

City of Medford:

  
\_\_\_\_\_  
City Solicitor Mark E. Rumley

Wynn MA, LLC

  
\_\_\_\_\_  
ROBERT J. DESALVO  
SENIOR VICE PRESIDENT - DEVELOPMENT  
WYNN RESORTS DEVELOPMENT

Schedule A

Beginning with the sixteenth (16<sup>th</sup>) annual payment, each of the annual payments set forth herein shall increase by five percent (5.0%) as set forth below:

	First 15 Payments	Subsequent Five Payments, Beginning with 16 <sup>th</sup> Annual Payment
Community Fund Payment	\$125,000.00	\$131,250.00
Transportation Hub Payment	\$325,000.00	\$341,250.00
	\$100,000.00	\$105,000.00
Public Safety Payment	\$250,000.00	\$262,500.00
Cultural Fund Payment	\$100,000.00	\$105,000.00
Water Transportation	\$100,000.00	\$105,000.00
Total	\$1,000,000.00	\$1,050,000.00

Thereafter, during the term of this Agreement, after the payment of five additional payments, each of the annual payments set forth hereunder shall increase by five percent (5.0%) as set forth in the example below:

	20 <sup>th</sup> Annual Payment	Subsequent Five Payments, Beginning with 21 <sup>st</sup> Annual Payment
Community Fund Payment	\$131,250.00	\$137,812.50
Transportation Hub Payment	\$341,250.00	\$358,312.50
	\$105,000.00	\$110,250.00
Public Safety Payment	\$262,500.00	\$275,625.00
Cultural Fund Payment	\$105,000.00	\$110,250.00
Water Transportation	\$105,000.00	\$110,250.00
Total	\$1,050,000.00	\$1,102,500.00

	25 <sup>th</sup> Annual Payment	Subsequent Five Payments, Beginning with 26 <sup>st</sup> Annual Payment
Community Fund Payment	\$137,812.50	\$144,703.13
Transportation Hub Payment	\$358,312.50	\$376,228.13
	\$110,250.00	\$115,762.50
Public Safety Payment	\$275,625.00	\$289,406.25
Cultural Fund Payment	\$110,250.00	\$115,762.50
Water Transportation	\$110,250.00	\$115,762.50
Total	\$1,102,500.00	\$1,157,625.00

City of Medford, MA  
 2015 Community Mitigation Fund Application

need expenses

Planning and Design Improvements at Wellington Circle  
 Cost Estimate for Engineering Services  
 Initial Study through Preliminary Design

assume \$160/hr

Task	Description	Est. Cost
<b>1</b>	<b>Initial Investigations</b>	
1.1	Initial meetings, collection of existing roadway, utility, record plans, proposed Rt 16 bridge and road work, submission of PNF, etc	\$28,800
1.2	Instrument field survey of surface and subsurface features, and establishment of roadway rights of way, private property	\$55,000
1.3	Soils investigation, including review existing data, advancement of soil borings in each quadrant of the existing traffic circle, prepare geotechnical memorandum	\$45,000
1.4	Phase I environmental site assessment - public rights of way and adjacent private property	\$38,400
1.5	Review and analysis of existing traffic data, develop work plan to supplement	\$25,000
1.6	ENF, and misc environmental site assessment, including historic, archaeological, filled tidelands, rare and endangered species, etc.	\$28,800
1.7	Project management, public hearing meetings and coordination	\$48,000
	subtotal	<b>\$269,000</b>
<b>2</b>	<b>Evaluate Alternatives, Select Preferred Alternative (EIR, if required, to be budgeted separately, assume no contaminated sites)</b>	
2.1	Horizontal and vertical layout of up to three grade separation scenarios, establish project area boundaries, prepare draft plan and profiles	\$83,200
2.2	Utility relocations, private property impacts, property takings, per senario	\$96,000
2.3	Prepare draft and final design report summarizing findings, select preferred layout	\$38,400
2.4	Project management, meetings and coordination	\$44,800
		<b>\$262,400</b>
<b>3</b>	<b>25% Design and Submission</b>	

3.1	Supplemental instrument survey		\$20,000
3.2	Horizontal and vertical design, preliminary structural design, prepare base plans, pavement design, right of way plans, etc		\$256,000
3.3	Supplemental Geotechnical analyses and reports		\$80,000
3.4	Environmental permitting, including Conservation Commission, Ch 91, Section 4(f)		\$128,000
3.5	Additional traffic study, reports		\$60,000
3.6	Preliminary cost estimate		\$25,600
3.7	Functional Design Report, Design Exception Report		\$25,600
3.8	Complete, submit, 25% Design		\$19,200
3.9	Project management, 25% hearing, meetings, and coordination		\$57,600
		Sutotal	\$672,000
		Subtotal Labor	\$1,203,400
		Expenses	\$60,000
		Subtotal	\$1,263,400
		10% contingency	\$126,340
		Total Wellington Circle	\$1,389,740
	Add signal studies at 4 critical Medford intersections		\$100,000
		<b>Total</b>	<b>\$1,489,740</b>



**Massachusetts Gaming Commission  
101 Federal Street, 23rd Floor  
Boston, MA 02110**

**2015 COMMUNITY MITIGATION FUND APPLICATION**

**CHECK BOX IF REQUESTING THE CREATION OF A MITIGATION RESERVE FUND FOR A COMMUNITY**

**APPLICATIONS DUE NO LATER THAN FEBRUARY 2, 2015.**  
*For anyone with specific impacts, please complete the gray boxes 1-4 beginning on page 2. If you are not applying for mitigation of specific impacts by February 2, 2015, you do not need to complete grayed boxes 1-4.*

1.	City of Revere <b>NAME OF MUNICIPALITY/GOVERNMENT ENTITY/DISTRICT</b>
2.	Department of Planning and Community Development <b>DEPARTMENT RECEIVING FUNDS</b>
3.	Frank Stringi, Director of Planning and Community Development <b>NAME AND TITLE OF INDIVIDUAL RESPONSIBLE FOR HANDLING OF FUNDS</b>
4.	281 Broadway, Revere MA, 02151 <b>ADDRESS OF INDIVIDUAL RESPONSIBLE FOR HANDLING OF FUNDS</b>
5.	781-286-8181, fstringi@revere.org <b>PHONE # AND EMAIL ADDRESS OF INDIVIDUAL RESPONSIBLE FOR HANDLING OF FUNDS</b>
6.	Daniel Rizzo, Mayor <b>NAME AND TITLE OF INDIVIDUAL AUTHORIZED TO COMMIT FUNDS ON BEHALF OF MUNICIPALITY/GOVERNMENTAL ENTITY</b>
7.	281 Broadway, Revere MA, 02151 <b>ADDRESS OF INDIVIDUAL AUTHORIZED TO COMMIT FUNDS ON BEHALF OF MUNICIPALITY/GOVERNMENTAL ENTITY</b>
8.	781-286-8111, drizzo@revere.org <b>PHONE # AND EMAIL ADDRESS OF INDIVIDUAL AUTHORIZED TO COMMIT FUNDS ON BEHALF OF MUNICIPALITY/GOVERNMENTAL ENTITY</b>
9.	Category 1 Wynn Everett <b>NAME OF GAMING LICENSEE</b>



**1. IMPACT DESCRIPTION**

**Please describe in detail the impact that is attributed to the construction of a gaming facility. Please provide support for the determination that the construction of the gaming facility caused or is causing the impact.**

The city of Revere believes that the establishment of a gaming facility in Everett will impact traffic flow along Route 16 and Route 1. Because of these impacts the city would use Community Mitigation Dollars for strategies aimed at traffic and public safety impact mitigation as well as land use analysis and planning to address negative impacts stemming from the gaming facility in that adjoining city.

**2. PROPOSED MITIGATION**

**Please identify below the manner in which the funds are proposed to be used. Please provide documentation (e.g. - invoices, proposals, estimates, etc.) adequate for the Commission to ensure that the funds will be used for the cost of mitigating the impact from the construction of a proposed gaming establishment. Please describe how the mitigation request will address the specific impact indicated. Please attach additional sheets/supplemental materials if necessary.**

Community Mitigation dollars would be used for traffic and land use impact studies and for additional public safety enforcement actions necessitated by the gaming facility in the city next door.

**3. IMPACT CONTROLS/ADMINISTRATION OF IMPACT FUNDS**

**Please provide detail regarding the controls that will be used to ensure that funds will only be used to address the specific impact. If non-governmental entities will receive any funds, please describe what reporting will be required and how the applicant will remedy any misuse of funds.**

The City of Revere would document all mitigation funds received and ensure that these dollars are being spent for the above stated purposes.

**4. RELEVANT EXCERPTS FROM HOST OR SURROUNDING COMMUNITY AGREEMENTS**

Please describe and include excerpts from any relevant sections of any Host or Surrounding Community Agreement. Please explain how this impact was either anticipated or not anticipated in that Agreement.

N/A

**CERTIFICATION BY MUNICIPALITY/GOVERNMENTAL ENTITY**

On behalf of the aforementioned municipality/governmental entity I hereby certify that the funds that are requested in this application will be used solely for the purposes articulated in this Application.

\_\_\_\_\_  
Signature of Responsible Municipal  
Official/Governmental Entity

1/19/2015  
\_\_\_\_\_  
Date

**APPROVAL OF THE MASSACHUSETTS GAMING COMMISSION**

On behalf of the Massachusetts Gaming Commission, the Commission hereby authorizes the payment from the Community Mitigation Fund in accordance with M.G.L. c. 23K as outlined in this Application.

\_\_\_\_\_  
Executive Director

\_\_\_\_\_  
Date

\_\_\_\_\_  
Ombudsman

\_\_\_\_\_  
Date



**Massachusetts Gaming Commission  
101 Federal Street, 23rd Floor  
Boston, MA 02110**

**2015 COMMUNITY MITIGATION FUND APPLICATION**

CHECK BOX IF REQUESTING THE CREATION OF A  
MITIGATION RESERVE FUND FOR A COMMUNITY

**APPLICATIONS DUE NO LATER THAN FEBRUARY 2, 2015.**

*For anyone with specific impacts, please complete the gray boxes 1-4 beginning on page 2. If you are not applying for mitigation of specific impacts by February 2, 2015, you do not need to complete grayed boxes 1-4.*

	City of Springfield
1.	<b>NAME OF MUNICIPALITY/GOVERNMENT ENTITY/DISTRICT</b>
	Springfield Redevelopment Authority
2.	<b>DEPARTMENT RECEIVING FUNDS</b>
	Cathy Buono, Director of Administration and Finance
3.	<b>NAME AND TITLE OF INDIVIDUAL RESPONSIBLE FOR HANDLING OF FUNDS</b>
	1600 East Columbus Avenue, Springfield, Massachusetts 01103
4.	<b>ADDRESS OF INDIVIDUAL RESPONSIBLE FOR HANDLING OF FUNDS</b>
	413-787-6082; cbuono@springfieldcityhall.com
5.	<b>PHONE # AND EMAIL ADDRESS OF INDIVIDUAL RESPONSIBLE FOR HANDLING OF FUNDS</b>
	Kevin Kennedy, Chief Development Officer for the City of Springfield and SRA Administrator
6.	<b>NAME AND TITLE OF INDIVIDUAL AUTHORIZED TO COMMIT FUNDS ON BEHALF OF MUNICIPALITY/ GOVERNMENTAL ENTITY</b>
	70 Tapley Street, Springfield, Massachusetts 01104
7.	<b>ADDRESS OF INDIVIDUAL AUTHORIZED TO COMMIT FUNDS ON BEHALF OF MUNICIPALITY/ GOVERNMENTAL ENTITY</b>
	413-787-6020; kkennedy@springfieldcityhall.com
8.	<b>PHONE # AND EMAIL ADDRESS OF INDIVIDUAL AUTHORIZED TO COMMIT FUNDS ON BEHALF OF MUNICIPALITY/GOVERNMENTAL ENTITY</b>



**Massachusetts Gaming Commission**  
**101 Federal Street, 23rd Floor**  
**Boston, MA 02110**

MGM Springfield

9. **NAME OF GAMING LICENSEE**

**1. IMPACT DESCRIPTION**

Please describe in detail the impact that is attributed to the construction of a gaming facility. Please provide support for the determination that the construction of the gaming facility caused or is causing the impact.

See Attached Exhibit A

**2. PROPOSED MITIGATION**

Please identify below the manner in which the funds are proposed to be used. Please provide documentation (e.g. - invoices, proposals, estimates, etc.) adequate for the Commission to ensure that the funds will be used for the cost of mitigating the impact from the construction of a proposed gaming establishment. Please describe how the mitigation request will address the specific impact indicated. Please attach additional sheets/supplemental materials if necessary.

See Attached Exhibit A

**3. IMPACT CONTROLS/ADMINISTRATION OF IMPACT FUNDS**

Please provide detail regarding the controls that will be used to ensure that funds will only be used to address the specific impact. If non-governmental entities will receive any funds, please describe what reporting will be required and how the applicant will remedy any misuse of funds.



**Massachusetts Gaming Commission  
101 Federal Street, 23rd Floor  
Boston, MA 02110**

See Attached Exhibit A

**4. RELEVANT EXCERPTS FROM HOST OR  
SURROUNDING COMMUNITY AGREEMENTS**

Please describe and include excerpts from any relevant sections of any Host or Surrounding Community Agreement. Please explain how this impact was either anticipated or not anticipated in that Agreement.

See Attached Exhibit A

**CERTIFICATION BY MUNICIPALITY/GOVERNMENTAL ENTITY**

On behalf of the aforementioned municipality/governmental entity I hereby certify that the funds that are requested in this application will be used solely for the purposes articulated in this Application.

/s/ Kevin Kennedy

February 2, 2015

Signature of Responsible Municipal Official/  
Governmental Entity

Date

**APPROVAL OF THE MASSACHUSETTS GAMING COMMISSION**

On behalf of the Massachusetts Gaming Commission, the Commission hereby authorizes the payment from the Community Mitigation Fund in accordance with M.G.L. c. 23K as outlined in this Application.



**Massachusetts Gaming Commission**  
**101 Federal Street, 23rd Floor**  
**Boston, MA 02110**

Executive Director	Date
Ombudsman	Date



**Massachusetts Gaming Commission  
101 Federal Street, 23rd Floor  
Boston, MA 02110**

**INSTRUCTIONS FOR FILING FOR  
2015 COMMUNITY MITIGATION FUND APPLICATION**

If a Community is filing for a mitigation reserve fund only, **please check the box on page 1** and fill out all the boxes in blue. **Skip grayed boxes 1-4. Detail regarding the use of the reserve fund can be provided to the Commission on a rolling basis upon consultation with the Commission (See Guidelines on page 6).**

If a Community or other Applicant has a specific impact, **please fill out entire application form.**

If a Community or other Applicant is requesting both a reserve fund and has a specific impact, **please fill out the entire application form.**

**Any questions contact: John S. Ziemba, Ombudsman  
101 Federal Street, 23<sup>rd</sup> Floor, Boston, MA 02110  
(617) 979-8423  
[john.s.ziemba@state.ma.us](mailto:john.s.ziemba@state.ma.us)**

...

Applications must be sent electronically **and** via regular mail. An application received by the Commission either electronically or via regular mail by February 2, 2015 will meet the application deadline.

**Applications should be sent to the:**

**Massachusetts Gaming Commission  
2015 Community Mitigation Fund  
Attn: Ombudsman John Ziemba  
101 Federal Street, 23<sup>rd</sup> Floor, Boston, MA 02110**

**And via e-mail to:**

**[john.s.ziemba@state.ma.us](mailto:john.s.ziemba@state.ma.us)**



**Massachusetts Gaming Commission  
101 Federal Street, 23rd Floor  
Boston, MA 02110**

**Exhibit A**

**1. IMPACT DESCRIPTION**

In order to meet the requirements of the Gaming Act found under Section 96 of Chapter 194 of the Acts of 2011, a host community is required to take action to help coordinate and expedite local permitting of a gaming facility.

"The governing body of a host community which has accepted chapter 43D of the General Laws shall file a proposal with the interagency permitting board to designate the site proposed for a category 1 establishment as a priority development site. In a community which has not accepted said chapter 43D, the planning board shall designate a local permitting ombudsman, who shall be a planning board member of the host community or a member of the host community planning board's professional staff, to help coordinate and expedite local permitting of the category 1 establishment."

The City of Springfield has accepted Chap. 43D and will incur costs associated with these statutory requirements.

It had been contemplated that these costs would be covered by funds received by MGM, but the first prepayment of \$4,000,000 will not be received until February 2015 at the earliest. This delay in payment was a result of the court mandated statewide referendum which occurred in November 2014. In addition, the City has requested to accelerate the payment of future amounts due under the HCA from Feb. 2016 and Feb. 2017 to the prior November (Nov./2015 and Nov./2016) in order to accommodate DOR regulations concerning municipal budgeted revenue. In exchange, the City is willing to extend the date of the first payment from February 9, 2015 until July 1, 2015. This will allow the City to utilize these funds for any anticipated budget need in fiscal year 2016. As a result, the funds received as advanced payments will not be able to be programmed until the fiscal year 2016 beginning July 1, 2015. It is very important to get this office running as soon as possible. As such, we are seeking \$163,000 in grant funds to cover the months of operation from February through June of 2015. Thereafter, the City and SRA will seek to utilize other funds from the HCA.

**2. PROPOSED MITIGATION**

A proposed budget was established for the creation of a Casino Liaison Office to meet this statutory obligation as shown in the table below.





**Massachusetts Gaming Commission**  
**101 Federal Street, 23rd Floor**  
**Boston, MA 02110**

**Casino Liaison Office**

Position	Salaries	Overhead @ 20%	Miscellaneous	Total	Total for Office * 3.25 Years
Executive	\$85,000	\$17,000.00			
Assistant	\$30,000	\$6,000.00	\$25,600		
<b>Total</b>	<b>\$115,000</b>	<b>\$23,000</b>	<b>\$25,600</b>	<b>\$163,600</b>	<b>\$531,700</b>

In addition, the Law Department will be required to oversee all legal aspects associated with the casino and the Host Community Agreement. This will require an additional legal services to assist in this role.

**Law Department**

	Salaries	Overhead @ 20%	Miscellaneous	Total
<u>Attorney</u>	\$55,000	\$11,000	\$5,500	\$71,500

**3. IMPACT CONTROLS/ADMINISTRATION OF IMPACT FUNDS**

The fundamental purpose of Springfield’s financial management plan is to ensure the appropriate, effective, timely and honest use of funds. Specifically, Springfield ensures that:

- Internal controls for monitoring, reporting and management are in place and adequate; Documentation is available to support accounting record entries;
- Financial reports and statements are complete, current, reviewed periodically; and
- Audits are conducted in a timely manner and in accordance with applicable standards.

Certain financial activities and functions for these departments are performed by the following City departments:

- City Comptrollers
- City Treasurer/Collector
- Information Technology



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**101 Federal Street, 23rd Floor**  
**Boston, MA 02110**

- Internal Audit
- Office of Procurement
- Law
- Mayor
- Office of Management and Budget
- Payroll
- Personnel

#### **SECTION 1: FINANCIAL MANAGEMENT SYSTEM**

In establishing a financial management system, Springfield has complied with 24 CFR Part 85 “Administrative Requirements for Grants and Cooperative Agreements to State, Local, and Federally Recognized Indian Tribal Governments” (also known as the Common Rule) and 24 CFR Part 84 “Uniform Administrative Requirements for Grants and Agreements with Institutions of Higher Education, Hospitals, and other Non-Profit Organizations”.

Both the Common Rule and 24 CFR Part 570 govern grantee financial management systems. Springfield understands that failure to account for and manage grant funds accordingly may result in sanctions imposed by the funding agency.

The City of Springfield incorporates redundant systems to monitor duplication of benefits and financial compliance. The following parts detail financial and grant management systems that will be utilized to maximize compliance and efficiency.

#### **MUNIS Financial System**

In compliance with the Common Rule, Springfield utilizes the MUNIS Financial Management System. Based on delivering accurate and reliable financial data, MUNIS’s core business logic is built on proven, functionally mature and industry-specific metrics. Springfield’s MUNIS Financial Management System delivers accurate, transparent, and efficient financial operations. MUNIS Financial applications make it easy to streamline and simplify all of grant accounting operations throughout the program. With its versatile features and options, MUNIS connects financial data to the MUNIS General Ledger, a true multi-fund accounting system with automated Due To/Due From processing. The MUNIS system records Grant Awards, Obligations, Un-Obligated Balances, Assets, Liabilities, Expenditures and Program Income. Plus, a flexible chart of accounts is adaptable to the program and projects’ needs.

Additionally, MUNIS updates all balances in real-time with each transaction, connecting users to the most current, accurate information. MUNIS’ Project and Grant Accounting provides an optional method for multi-year tracking of budgets, expenditures and revenues for user-defined projects, such as capital improvements, special programs and more.

This customizable system allows the Springfield to provide the following:



**Massachusetts Gaming Commission**  
**101 Federal Street, 23rd Floor**  
**Boston, MA 02110**

- Accurate, current, and complete disclosure of financial results;
- Records that identify adequately the source and application of grant funds;
- Comparison of actual outlays with amounts budgeted for the grant;
- Procedures for determining reasonableness and allowable costs;
- Accounting records that are supported by appropriate source documentation such as cancelled checks, paid bills, payroll records, time and attendance records, contracts and sub grant award documents etc.; and
- A systematic method to assure timely and appropriate resolution of audit findings and recommendations.

## **SECTION 2: PREVENTING FRAUD, ABUSE OF FUNDS AND DUPLICATION OF BENEFITS**

In order to ensure the proper disbursement of grant funds, the City of Springfield plans to remain in compliance with applicable rules and regulations, as well as other applicable federal and state regulations such as Office of Management and Budget Circulars A-87, A-133 and 24 Code of Federal Regulations Part 85 (Uniform Administrative Requirements). The City of Springfield will particularly emphasize mitigation of fraud, abuse and mismanagement related to accounting, procurement and accountability which may also be investigated. The City of Springfield will monitor the compliance of funds.

### Steps to Avoid Mismanagement and Abuse of Funds

The City of Springfield will assess all program policies and procedures from an anti-fraud, waste, and abuse perspective. The City will work with the funding agency to provide anti-fraud training to program staff and the Compliance Officer.

On January 9, 2009, the Commonwealth enacted Chapter 468 of the Acts of 2008. This legislation contained a series of governance changes, including the creation of the Director of Internal Audit. The Office of Internal Audit conducts financial and performance reviews to prevent and detect waste, fraud and abuse and to improve the efficiency, effectiveness, and quality of public services provided in and by the City of Springfield.

The Office of the Internal Audit has a fraud hotline that can be used to report information about fraud, waste, or abuse of resources related to the City of Springfield. Anyone with information regarding known or suspected misappropriation of municipal funds or resources is encouraged to report the information to the City's Office of Internal Audit. Concerns and findings may be submitted in one of three ways:

- Complete a Fraud Information Report online; <http://www.springfield-ma.gov/finance/fraud-hotline.html> Leave a recorded voicemail message on the fraud hotline at (413)886-5125. This hotline is available 24 hours a day, 7 days a week; or



**Massachusetts Gaming Commission**  
**101 Federal Street, 23rd Floor**  
**Boston, MA 02110**

- Send a written report via U.S. mail to the following address: Office of Internal Auditor, 36 Court St , 4th Floor, Springfield, MA 01103.

The City of Springfield has a blanket crime policy for all employees who handle cash. The Treasurer, Assistant Treasurer, and the Assistant City Collector are also bonded per Massachusetts General Law (M.G.L.).

**4. RELEVANT EXCERPTS FROM HOST AGREEMENT**

In contemplation of this, the City's Host Community Agreement ("HCA") provides in Section 3.4 for the creation of a "Casino Liaison Office" which provides:

Casino Liaison Office

In order to facilitate and expedite Developer's obligations to develop and construct the Project, the City shall establish and maintain until Operations Commencement a casino liaison office which will coordinate the efforts of the various City departments involved in the development and construction of the Project and serve as an information resource for the Developer and as a representative and facilitator for Developer in the processing of its permitting, licensing and regulatory approvals, as more specifically set forth in Section 13.9. The City agrees that the casino liaison office will be charged with and authorized to perform the obligations provided hereunder.

This office would be in existence for a short time covering the period of construction and the first year of operation for a lifespan of 3.25 years.

The role of this office would be to work with MGM Springfield and their construction management team to resolve the myriad of issues likely to occur during the construction period. This office would help streamline City permitting, identify agencies and contacts, help administer the initiation of the HCA, and establish the lines of communication for operations during the first year. It is assumed thereafter that casino executives would be familiar enough with the complexities of working with the City that this role would no longer be needed.

The SRA intends to contract for services in line with the proposed budget considered during HCA negotiations for this office.



CITY OF SOMERVILLE, MASSACHUSETTS  
LAW DEPARTMENT

February 2, 2015

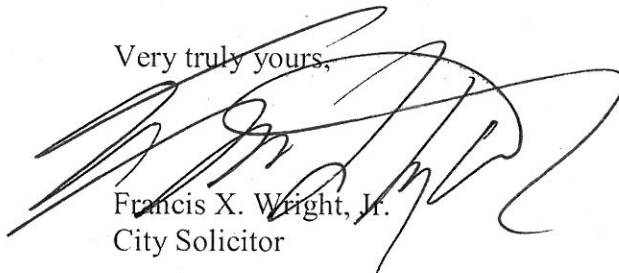
Massachusetts Gaming Commission  
2015 Community Mitigation Fund  
Attn: Ombudsman John Ziemba  
101 Federal Street, 23<sup>rd</sup> Floor, Boston, MA 02110

Re: 2015 Community Mitigation Fund Application

Dear Ombudsman Ziemba:

Enclosed please find the City of Somerville's 2015 Community Mitigation Fund Application. A copy has also been submitted electronically via e-mail to you on this date. Notwithstanding this application, the City of Somerville reserves all of its rights in connection with this matter.

Very truly yours,



Francis X. Wright, Jr.  
City Solicitor

cc: Honorable Joseph A. Curtatone, Mayor  
Michael Glavin, OSPCD Executive Director  
Jason Grossfield, Esq.



Massachusetts Gaming Commission  
101 Federal Street, 23rd Floor  
Boston, MA 02110

**2015 COMMUNITY MITIGATION FUND APPLICATION**

CHECK BOX IF REQUESTING THE CREATION OF A  
MITIGATION RESERVE FUND FOR A COMMUNITY

**APPLICATIONS DUE NO LATER THAN FEBRUARY 2, 2015.**

*For anyone with specific impacts, please complete the gray boxes 1-4 beginning on page 2. If you are not applying for mitigation of specific impacts by February 2, 2015, you do not need to complete grayed boxes 1-4.*

City of Somerville

1. NAME OF MUNICIPALITY/GOVERNMENT ENTITY/DISTRICT

Office of Strategic Planning & Community Development (OSPCD)

2. DEPARTMENT RECEIVING FUNDS

Michael Glavin, Director of OSPCD

3. NAME AND TITLE OF INDIVIDUAL RESPONSIBLE FOR HANDLING OF FUNDS

Somerville City Hall, 93 Highland Avenue, Somerville, MA 02143

4. ADDRESS OF INDIVIDUAL RESPONSIBLE FOR HANDLING OF FUNDS

(617)625-6600 x2510, mglavin@somervillema.gov

5. PHONE # AND EMAIL ADDRESS OF INDIVIDUAL RESPONSIBLE FOR HANDLING OF FUNDS

Joseph A. Curtatone, Mayor

6. NAME AND TITLE OF INDIVIDUAL AUTHORIZED TO COMMIT FUNDS ON BEHALF OF  
MUNICIPALITY/GOVERNMENTAL ENTITY

Somerville City Hall, 93 Highland Avenue, Somerville, MA 02143

7. ADDRESS OF INDIVIDUAL AUTHORIZED TO COMMIT FUNDS ON BEHALF OF  
MUNICIPALITY/GOVERNMENTAL ENTITY

(617)625-6600 x2100, mayor@somervillema.gov

8. PHONE # AND EMAIL ADDRESS OF INDIVIDUAL AUTHORIZED TO COMMIT FUNDS ON BEHALF  
OF MUNICIPALITY/GOVERNMENTAL ENTITY

Wynn MA, LLC

9. NAME OF GAMING LICENSEE

**1. IMPACT DESCRIPTION**

Please describe in detail the impact that is attributed to the construction of a gaming facility. Please provide support for the determination that the construction of the gaming facility caused or is causing the impact.

In its decision regarding the Wynn Everett Resort application, the Massachusetts Gaming Commission (“the Commission”) strongly urged the proponent to present a revised design to the Commission. On January 22, 2015 Wynn representatives made a presentation to the Commission of a revised design of the project. As described by the Wynn representatives, the revised design included the following modifications to the original proposal:

- Widening of the building and modifications to the roof feature to emulate the design of the Wynn resort in Las Vegas.
- An increase to 629 rooms and luxury suites.
- Relocation of the convention and meeting facility to the end of the lower height building component of the project putting the space in close proximity to the green space and waterside area of the site with the suggestion that the facility would be able to extend its activities onto the green space.
- Complete redesign of the façade of the building including changes to the materials and arrangement of details.
- Reduction of 300 parking spaces and removal of the nightclub component.

The presentation included only two artist renditions of the exterior of the facility. There were no floor plan drawings or other detailed elevation drawings of the building, or the site. Commission members requested more details regarding the revisions to the design. The Wynn representatives remarked that more details on the changes to the facility (including an assessment of the revised building design with respect to wind, shadow, and other potential impacts) would be included in the Supplemental Final Environmental Impact Report (SFEIR), a document that was originally scheduled to be released in October 2014.

**2. PROPOSED MITIGATION**

Please identify below the manner in which the funds are proposed to be used. Please provide documentation (e.g. - invoices, proposals, estimates, etc.) adequate for the Commission to ensure that the funds will be used for the cost of mitigating the impact from the construction of a proposed gaming establishment. Please describe how the mitigation request will address the specific impact indicated. Please attach additional sheets/supplemental materials if necessary.

The City of Somerville requests mitigation funds for costs to be incurred with respect to the review of the revised design of the Wynn Everett Resort proposal included the appropriate and necessary cost of the use of consultants for the purposes of the review of the SFEIR and other materials related to the revised proposal. A full cost estimate for the review of the revised design will be more accurately determined after the proponent has provided more detailed information regarding the revisions and OSPCD has had a sufficient opportunity to review detailed estimates of consultant costs. For the purposes of this application, OSPCD requests mitigation funds in the amount of \$80,000 to cover the costs of the intended review with the further request that the funded amount may be reasonably modified with the satisfactory documentation of incurred costs. The review of the revised design would include, where relevant, the following areas of assessment:

A. Compliance with standards including the standards of chapter 91 and/or its exceptions through the

**2015 COMMUNITY MITIGATION FUND APPLICATION**

**Page 3 of 6**

municipal harbor planning process.

B. Site and area compatibility with the natural features of the site, especially as seen from the mystic river and the opposite bank, and the way that scale and massing of buildings interacts with the river and natural environment.

C. Relation of the building to its environment, including compatibility in scale, design and use of the tower with the adjacent buildings as well as relation of the on-site buildings to buildings and open spaces located on other banks of the Mystic River with views the proposed project.

D. Size, location, design, material, and technology of signs, and their impacts on the environment, river views, and riverfront parkland.

E. Environmental impacts of the new design including but not limited to impacts on the Mystic River (including air quality, wind, and noise impacts).

F. Impact on public services including regional services such as water, sewer, storm drainage.

G. Stormwater drainage impact on the Mystic River.

H. Impact of the new design on the on-site and off-site recreational path systems and open space areas.

I. Lighting impacts, including impacts on surrounding properties, the Mystic River and reduction of overall light pollution on the night sky.

J. Functional design of the site and how it may impact off-site properties.

K. Impacts on pedestrian access to and from the site.

L. Impact on traffic circulation, and particularly how on-site circulation may or may not impact the access to the site, adjacent access roads, and off-site effects created by any changes to the on-site traffic system.

M. Location, size and screening of parking garages.

N. Access for emergency vehicles (including watercraft) and impact of emergency response on those vehicles; and

O. Consistency with regional planning goals, including the MAPC regional plan.



**3. IMPACT CONTROLS/ADMINISTRATION OF IMPACT FUNDS**

Please provide detail regarding the controls that will be used to ensure that funds will only be used to address the specific impact. If non-governmental entities will receive any funds, please describe what reporting will be required and how the applicant will remedy any misuse of funds.

The City of Somerville's Office of Strategic Planning & Community Development ("OSPCD") would control the administration of the funds to ensure that funds would only be used to address the specific impact. For the engagement of non-governmental entities for the prosecution of any of the intended design studies or related reviews of the revised proposal, OSPCD would follow all prevailing public procurement procedures including provisions pertaining to the rights to remedy any misuse of funds.

**4. RELEVANT EXCERPTS FROM HOST OR SURROUNDING COMMUNITY AGREEMENTS**

Please describe and include excerpts from any relevant sections of any Host or Surrounding Community Agreement. Please explain how this impact was either anticipated or not anticipated in that Agreement.

The impact involves a major revision to the design of the proposed facility. The impact was not anticipated in the agreement.

**CERTIFICATION BY MUNICIPALITY/GOVERNMENTAL ENTITY**

On behalf of the aforementioned municipality/governmental entity I hereby certify that the funds that are requested in this application will be used solely for the purposes articulated in this Application.



February 2, 2015

Signature of Responsible Municipal  
Official/Governmental Entity

Date

**APPROVAL OF THE MASSACHUSETTS GAMING COMMISSION**

On behalf of the Massachusetts Gaming Commission, the Commission hereby authorizes the payment from the Community Mitigation Fund in accordance with M.G.L. c. 23K as outlined in this Application.

Executive Director

Date

**2015 COMMUNITY MITIGATION FUND APPLICATION**

Page 5 of 6

Ombudsman	Date

*Wynn* RESORTS<sup>®</sup>



Wynn Resort in Everett | Executive Summary | February 5, 2015

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# **DESIGN & CONSTRUCTION DIVERSITY STRATEGY**

# Workforce

Wynn is proud of our commitment to diversity. Our workforce reflects the diversity of the community in which we operate.

## In Las Vegas, Wynn Resorts employs more than 12,000 people:

Minority team members comprise more than 62% of the total workforce.

Women comprise more than 46% of the total workforce.

36% of manager, director, and executive level positions are held by minority team members.

42% of manager, director, and executive level positions are held by women.

**Our diversity commitment is among the strongest of any gaming company in the U.S. The opportunities for growth and advancement provided to all employees are unprecedented, promoting from within on average over 66 employees every month.**



# Procurement

Wynn Resorts is committed to promoting diversity. **We have a proven track record of that commitment at our existing operations.**

In Las Vegas, Wynn Resorts has relationships with over 400 M/W/VBEs.

WLV directed 12% of procurement spending, nearly \$30 million, to these businesses in 2013.

Wynn has a long history of **fostering successful relationships** with local entrepreneurs, including partnerships for transportation, professional services, facilities, development and operations.





# Outreach & Strategy Development

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Massachusetts Gaming Commission Vendor Advisory Team

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Greater New England Minority Supplier Development Council (GNEMSDC)

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Massachusetts State Office of Supplier Diversity (SDO)

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New England Area NAACP

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Minority Business Development Agency Business Center (MBDA)

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Center for Women and Enterprise (CWE)

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Massachusetts Diversity Coalition

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Hispanic-American Chamber Institute

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Veterans with Vision

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Veteran Business Owners Initiative of Boston

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Action for Regional Equity

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Massachusetts Minority Contractor Association

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The Policy Group on Tradeswomen's Issues (PGTI)

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Boston Metropolitan District Building Trades Council

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The Massachusetts Department of Veteran's Services

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# Objectives

**Cultivate a strong  
diversity capability  
for Wynn.**

**Set an example for  
other corporations  
seeking to do  
business in the  
region and the  
Commonwealth of  
Massachusetts.**

**Reinforce regional  
diversity capacity.**





# Participation Goals

## Consultant / Contractor Participation – Design Contracts

Minority Business Enterprise (MBE): 7.9%

Women Business Enterprise (WBE): 10%

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## Contractor Participation – Construction Contracts

Minority Business Enterprise (MBE): 5%

Women Business Enterprise (WBE): 5.4%

Veteran Business Enterprise (WBE): 1%

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## Workforce Participation – Construction (% of workforce hours):

Minorities: 15.3%

Women: 6.9%

Veterans: 3%



# Implementation

**Clearly communicate** our standards.

Include **diversity goals** within relevant contracts and agreements.

**Engage diverse businesses and workforce populations** – launch proactive M/W/VBE design and construction of regional vendor expos and career information fairs.

Commit to robust, **regular oversight and reporting.**

**Support the development** of M/W/VBEs and a diverse workforce.

WYNN, MA LLC

# Diversity Strategy

Design & Construction

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## **INTRODUCTION & GOALS**

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The Wynn culture is founded on compassion. We care about our guests, our resorts and each other. Our actions define who we are as an organization and as a family united to provide the very best in hospitality and service. Wynn Resorts embraces the diversity of all team members, suppliers and business partners and firmly believes that a commitment to diversity contributes to business success. Wynn has a culture of inclusion and commitment to equal opportunity for people regardless of race, religion, gender, age, sexual orientation, national origin, physical or mental handicap or disability and a culture in which all aspects of diversity are acknowledged and respected. In preparation for the development of the Wynn Resort in Everett (the “Project”), Wynn has developed a Project Diversity Strategy (the “Strategy”) to promote and implement contracting and workforce diversity goals during the design and construction phases of the Project.

Wynn Resorts established a Diversity Council which is comprised of employees from all parts of our business – including representation from Senior Management as well as our Legal Counsel. The purpose of the group is to support our diversity commitment. The group meets on a quarterly basis to educate, provide input on how to better serve and build on and sustain our model. The Council is constantly working towards leveraging the resources we have to create a culture of inclusion, creating an inclusive work environment that makes full use of the contribution of all employees, fostering a workforce that reflects and embraces the diversity of our community and developing outside and vendor partnerships that support our commitment and help work toward to a fair and equal economy.

Wynn recognizes the importance of Minority-owned, Women-owned, and Veteran-owned Business Enterprises (M/W/VBEs) to the economies of the nation, the state, and the community, as well as the corporation itself. We are committed to pursuing business relationships with such enterprises and to continually improving business opportunities.

With this strategy, Wynn aims to support the vision for diversity put forth by the Commonwealth of Massachusetts: *“To create a workforce that reflects the diversity of the Commonwealth and one that embraces, values and respects difference. Our ultimate goal is to weave diversity into the fabric of the Commonwealth so that it becomes embedded in the culture of all we do.”*<sup>1</sup> Similarly, Wynn will comply with legislation included in the Gaming Act that calls for *“establishing, funding and maintaining human resource hiring and training practices that promote the development of a skilled and diverse workforce.”*<sup>2</sup> Wynn is confident that the Project will be a source of economic growth and opportunity for Everett, the greater-region and the entire Commonwealth. The Strategy supports Wynn’s best business interests and outlines a plan to ensure that the benefits of and opportunities created by the Project are as widespread as possible.

Wynn commends the Massachusetts Gaming Commission’s commitment to diversity and is committed to developing a strong working relationship with the MGC Workforce, Supplier, and Diversity Development Team, the Access and Opportunity Committee, the MGC Vendor Advisory Committee, and community-based groups focused on diversity, to implement and refine the Strategy as necessary. Wynn looks forward to collaborating with the Massachusetts Gaming Commission, its host community, surrounding communities, and neighboring communities to continually improve its diversity strategies, goals, and achievements.

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<http://www.mass.gov/anf/employment-equal-access-disability/diversity-access-and-opportunity/diversity-in-the-commonwealth.html>

<sup>2</sup> ALM GL ch. 23K, 18.9

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Wynn's Strategy has been developed through conversations with and support from numerous local and regional groups focused on workforce and procurement diversity including:

- Massachusetts Gaming Commission Vendor Advisory team
- Greater New England Minority Supplier Development Council (GNEMSDC)
- Massachusetts State Office of Supplier Diversity (SDO)
- New England Area NAACP
- Minority Business Development Agency Business Center (MBDA)
- Center for Women and Enterprise (CWE)
- Massachusetts Diversity Coalition
- Hispanic-American Chamber Institute
- Veterans with Vision
- Veterans Business Owners Initiative of Boston
- Action for Regional Equity
- Massachusetts Minority Contractor Association
- The Policy Group on Tradeswomen's Issues (PGTI)
- Boston Metropolitan District Building Trades Council
- The Massachusetts Department of Veterans' Services

Wynn and its Project Construction Manager will continue to engage with these organizations and others to facilitate outreach and engagement of diverse employees and businesses.

Wynn has set the following goals for the Design and Construction phases of the Project and this Strategy sets forth the means by which Wynn will attain these goals, as well as mechanisms for addressing and remedying shortfalls. These goals reflect the standards set by the Commonwealth of Massachusetts Division of Capital Asset Management (DCAMM) for large-scale public projects, the goals outlined by the Massachusetts Gaming Commission in 205 CMR 135,<sup>3</sup> and the 2010 DCAMM business disparity study: *Race, Sex, and Business Enterprise: Evidence from the Commonwealth of Massachusetts: Volume II*.<sup>4</sup>

- **Consultant and/or contractor participation- design contracts\*:**
  - Minority Business Enterprise (MBE): 7.9%
  - Women Business Enterprise (WBE): 10%
- **Contractor participation – construction contracts\*:**
  - Minority Business Enterprise (MBE): 5%
  - Women Business Enterprise (WBE): 5.4%
  - Veteran Business Enterprise (VBE): 1%
- **Workforce participation - construction (% of workforce hours):**
  - Minorities: 15.3%
  - Women: 6.9%
  - Veterans: 3%

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<sup>3</sup><http://massgaming.com/wp-content/uploads/205CMR135.pdf>

\* **Note:** The goals specified for MBE and WBE spend are a subset of the 17.9% combined goal for design contracts and 10.4% combined goal for construction contracts. Given that Wynn is still early in the process of bidding and awarding contracts; the specific sub-goals for MBE and WBE spending may shift slightly, but the overall goals of 17.9% and 10.4% combined M/WBE participation for design and construction will remain the same.

<sup>4</sup><http://www.mass.gov/anf/docs/dcam/dcam-disparity-study-executive-summary-8-11.pdf>

## Diversity Strategy: Design & Construction

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In developing its goals for diversity, Wynn has sought to be optimistically aggressive, but also realistic. These goals take into account the population and workforce diversity and availability of qualified Minority, Women, and Veteran Business Enterprises (M/W/VBEs) in Wynn's host and surrounding communities, its neighboring communities, and the greater region. Specific strategies are based on conversations with multiple community stakeholders and research including a review of other projects in the Commonwealth of a similar scale and the *UMass Boston Access & Opportunity Committee Workforce and Affirmative Market Subcommittee Best Practices Report*, and The PGTI manual: *Finishing the Job: Best Practices for a Diverse Workforce in the Construction Industry*.

While the Strategy focuses on goals for women, minority and veteran participation as consultants and/or contractors and as part of the workforce, Wynn's commitment to diversity and its culture of inclusion extends beyond these groups. Wynn is equally committed to engaging and including local businesses and employees from its host community, surrounding communities and neighboring communities.

## Diversity Strategy: Design & Construction

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### WYNN RESORTS BACKGROUND & PROJECT DESCRIPTION

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Wynn Resorts is the premier developer and operator of luxury integrated destination resorts and currently owns and operates properties in Las Vegas and Macau. Wynn's integrated resorts feature hotels, gaming areas, spa and health club facilities, recreational amenities (including an 18-hole golf course in Las Vegas), meeting and convention space, casual and fine dining restaurants, nightclubs, and luxury retail shopping. Each Wynn property has won prestigious Forbes Five Star awards for its hotel, restaurant and spa facilities.

The Wynn Resort in Everett is a proposed \$1.6 billion urban development located on an approximately 33-acre site in the City of Everett, Massachusetts. The Project includes a luxury hotel, a gaming area, retail space, food and beverage outlets, convention and meeting space, a spa and gym, and other recreational facilities. Extensive landscape and open space amenities including a public gathering area with an outdoor pavilion, a waterfront harbor walk and a water transportation dock will be key components of the Project. These outdoor features will be used to connect to existing green spaces and walking and biking paths.

The Project will generate significant economic and employment benefits for the City of Everett, the region, and the entire Commonwealth. The \$1.6 billion investment by Wynn will serve as a catalyst for millions of dollars of additional capital investment in transportation infrastructure and ancillary development as well as hundreds of millions of dollars of annual gaming and sales tax revenue. Annual procurement spending for ongoing operations will channel tens of millions of dollars to local businesses. The Project will create approximately 4,000 jobs during the construction phase and 4,000 direct, permanent, on-site jobs for ongoing resort operations as well as approximately 1,800 additional indirect and induced jobs.

In addition to generating tremendous economic and employment impacts, the Project will require a large-scale environmental clean-up as part of the overall development. As the first step in the development process, Wynn will undertake a six month effort to remediate contamination on the site remaining from previous industrial uses.

## Diversity Strategy: Design & Construction

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### OBJECTIVES

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Wynn is committed to fostering diversity, creating a culture of inclusion and ensuring that the economic benefits of the Project are as broadly shared as possible. As such, the Strategy is designed to support the diversity vision set forth by the Gaming Commission and the Commonwealth of Massachusetts as well as to achieve the following overarching goals:

1. **Cultivate a strong diversity capability for Wynn** as it works to develop a successful project in Everett, requiring that Wynn engage with M/W/VBEs and develop a workforce that reflects the diversity of the region. This capability will contribute to the success of the Project.
2. **Illustrate best practices for other corporations seeking to do business in the region and the Commonwealth of Massachusetts.** Wynn aims to set new standards for best practices for engaging M/W/VBEs, providing employment opportunities to a diverse population, and fostering a business culture of inclusion and diversity.
3. **Reinforce regional diversity capacity.** Wynn recognizes that it is building just one of many developments that are currently underway or will be built in Commonwealth in the next several years and that businesses and construction workers that participate in the Wynn development will likely gain experience that enhances their ability to contribute to other future developments.



## Diversity Strategy: Design & Construction

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### DEFINITIONS

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#### Definition of Women-, Minority-, and Veteran-Business Enterprises

Wynn will adhere to definitions set forth in the Commonwealth of Massachusetts General Laws, Chapter 7, Section 58, for Women- Minority- and Veteran- Business Enterprises.<sup>5</sup>

#### Qualified Spend

The *Qualified Spend* is defined as all work that is bid and contracted outside of the internal Wynn Resorts Design & Development team and is the total direct dollar amount of contracts for the design and construction of the Project, including any indirect subcontractor dollar amount, less the value of design and construction costs included therein for which there is no qualified M/W/VBE or workforce market available.

#### Certifying Agencies

Wynn will recognize and accept M/W/VBE certifications from the following certifying bodies:

- Massachusetts Supplier Diversity Office (SDO)
- Greater New England Minority Supplier Development Council (GNEMSDC)
- Women's Business Enterprise National Council (WBENC)
- Vendor Information Pages Verification Program located at [www.VetBiz.gov](http://www.VetBiz.gov)
- And, as verified by the MGC's Division of Licensing (for Veteran Business Enterprises)

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<sup>5</sup><https://malegislature.gov/Laws/GeneralLaws/PartI/TitleII/Chapter7/Section58>

## **Diversity Strategy: Design & Construction**

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### **DESIGN AND CONSTRUCTION - OVERVIEW**

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Over the course of the three-year design and construction phase (from the time of licensure through Project opening), Wynn will implement a robust, proactive affirmative action plan to ensure that the economic uplift from the Project is wide reaching and provides opportunities for disadvantaged businesses and persons.

Wynn is committed to hiring from local communities and to reaching out and actively including workers from diverse populations. Wynn is also committed to engaging M/W/VBEs as consultants and contractors throughout the design and construction phases.

The Strategy is divided into two sub-strategies: 1) Consultants / Contractors and 2) Workforce. Both sub-strategies have distinct implementation plans, but both rely on the following five action areas:

- 1. Clearly communicate goals.**
- 2. Include diversity goals within relevant contracts and agreements.**
- 3. Proactively engage diverse businesses and workforce populations.**
- 4. Support the development of M/W/VBEs and a diverse workforce.**
- 5. Commit to robust, regular oversight and reporting.**

#### **Role of the Construction Manager and Local Architect**

Wynn recognizes that the Construction Manager for the Project will play an important role in Wynn's Strategy and reaching its stated goals. In selecting its Construction Manager, Wynn will give strong consideration to an applicant's track record of exceeding workforce and subcontractor diversity goals on other large-scale projects and its commitment to support this Strategy.

Wynn will work actively with its Construction Manager to reach inclusion targets. In an effort to develop a reasonable and effective Strategy, Wynn engaged Gilbane Building Company ("Gilbane") for pre-construction services. Gilbane has a strong track record of exceeding workforce and subcontractor diversity goals on all of its large-scale projects and partnered with MBE firm Janey Construction to provide pre-construction services for the Project. This Strategy incorporates Gilbane's recommended and successful strategies. When Wynn selects a Construction Manager, this Strategy will be incorporated into the construction agreement.

For the design phase of the project, Wynn has engaged Jacobs as the local architect overseeing detailed design efforts under the internal Wynn Design and Development team. Jacobs is committed to including MBEs and WBEs in the design process and will play a significant role in implementing diversity goals for design.

#### **Diversity Coordinator and Oversight Meetings**

Wynn has designated a Diversity Coordinator to work with the Construction Manager to oversee the effective implementation of this plan and to serve as a liaison to the MGC's Vendor Advisory Committee, the Access and Opportunity Committee, and the point of contact for the MGC's Director of Workforce, Supplier and Diversity Development. The Diversity Coordinator will report directly to the President of the Project. Diversity efforts will be overseen by the Diversity Coordinator and the President of the Project. The Diversity Coordinator will also work closely and meet regularly with the Massachusetts State Supplier Diversity Office, the Department of Veterans' Services, GNEMSDC, MBDA, CWE, and other local community groups and stakeholders focused on workforce and contractor diversity. The Diversity Coordinator will proactively engage with M/W/VBE enterprises to provide support and guidance through the certification process.

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Project diversity meetings will be held monthly and will include the Diversity Coordinator, President of the Project, Wynn Design and Development, and representatives from the local architect and Construction Manager. The purpose of these meetings will be to assess progress toward goals, identify challenges and potential solutions, and ensure that diversity remains a priority throughout the design and construction phases of the Project.

### SUB-STRATEGY: DESIGN & CONSTRUCTION CONSULTANTS / CONTRACTORS

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#### Design and Construction Goals:

- **Consultant and/or contractor participation - design contracts\*:**
  - Minority Business Enterprise (MBE): 7.9%
  - Women Business Enterprise (WBE): 10%
- **Contractor participation – construction contracts\*:**
  - Minority Business Enterprise (MBE): 5%
  - Women Business Enterprise (WBE): 5.4%
  - Veteran Business Enterprise (VBE): 1%

#### ACTION AREA #1: CLEARLY COMMUNICATE GOALS.

Wynn is committed to proactive, up-front communication of goals as a key driver of success in reaching diversity targets for contractor spending.

- A. Wynn’s design team, local architects, and pre-construction manager have met to discuss and align strategies on reaching subcontractor participation goals.
- B. Wynn has communicated its contractor diversity goals to several key partners including the Massachusetts Office of Supplier Diversity, the GNEMSDC, MBDA, Veterans with Vision and the Center for Women and Enterprise and has worked with these groups to identify diverse vendors, consultants, and contractors.
- C. Wynn and/or the Construction Manager will include contractor diversity goals in all design and construction contract RFPs and request an M/W/VBE affirmative action plan and track record as part of the bid process.
- D. Wynn will include Project contractor / consultant and workforce diversity goals in informational Project presentations and Project reporting and marketing materials whenever possible and appropriate.
- E. Wynn and the Construction Manager will hold a pre-construction meeting to ensure that all prime subcontractors understand the contractor participation goals and are supported in developing their own strategies to reach Wynn’s goals.
- F. Wynn will seek feedback and suggestions from prime subcontractors on reaching out to and engaging diverse subsubcontractors.

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\***Note:** The goals specified for MBE and WBE spend are a subset of the 17.9% combined goal for design contracts and 10.4% combined goal for construction contracts. Given that Wynn is still early in the process of bidding and awarding contracts; the specific sub-goals for MBE and WBE spending may shift slightly, but the overall goals of 17.9% and 10.4% combined M/WBE participation for design and construction will remain the same.

## **Diversity Strategy: Design & Construction**

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### **ACTION AREA #2: INCLUDE DIVERSITY GOALS WITHIN RELEVANT CONTRACTS AND AGREEMENTS.**

Wynn will include diversity goals within relevant contracts and agreements to signal the importance of such goals and set expectations for contractors and consultants.

- A. Wynn will include the Strategy as an attachment to the Construction Agreement.
- B. The Construction Manager will include the Strategy as an attachment to all prime subcontractor contracts.
- C. Wynn and/or the Construction Manager will evaluate the M/W/VBE affirmative action plans of each bidder as part of the contractor / consultant selection process.

### **ACTION AREA #3: PROACTIVELY ENGAGE M/W/VBES.**

Wynn understands the importance of proactively reaching out to M/W/VBES and communicating its commitment to their involvement in the Project. Outreach and engagement efforts will be crucial for meeting Wynn's goals as will strong working relationships with groups representing M/W/VBES.

- A. Wynn has worked with partner organizations including chambers of commerce in its host, surrounding and neighboring communities, the SDO, GNEMSDC, MBDA, CWE, Veterans Business Owners Initiative, and Veterans with Vision to identify potential contractors that can meet needs for the design phase of the Project. Wynn will conduct similar outreach over the next several months to identify contractors for the construction phase of the Project.
- B. Wynn will request that the Construction Manager advertise design and construction contract needs and project specs through the Construction Manager's contractor database, and local and national partner organizations to reach qualified M/W/VBES.
- C. Wynn and the Construction Manager will work with partner organizations to host pre-construction events in 2015 to inform the M/W/VBE community of contract needs and to make connections between prime subcontractors (which may or may not be M/W/VBES) and potential M/W/VBE contractors. Wynn and the Construction Manager will work to identify a pool of qualified M/W/VBES prior to such events to facilitate efficient "matchmaking" between prime subcontractors and M/W/VBE subcontractor candidates.
- D. Wynn will seek to engage M/W/VBES for non-construction professional services and support work.
- E. Wynn, the local architect, and the Construction Manager will consider M/W/VBE status as part of the consultant and contractor evaluation process.

### **ACTION AREA #4: SUPPORT THE DEVELOPMENT OF M/W/VBES.**

- A. Wynn and its pre-construction manager and local architect have developed, and continue to expand, a database of diverse designers and contractors.
- B. Wynn will work with partner groups to identify gaps in the availability of qualified M/W/VBE contractors and will support capacity building efforts and entrepreneurs and businesses in those areas through training programs.
- C. Wynn will support programs that facilitate access to capital and technical assistance for M/W/VBES.
- D. Wynn's local architect will mentor and support MBE and WBE subcontractors through the design process.
- E. Wynn's Diversity Coordinator will provide support to unregistered M/W/VBES that wish to complete the certification process.
- F. Wynn and its Construction Manager will work to expand access to project opportunities for disadvantaged and smaller-scale contractors via the following methods:

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- Create at least 150 bid packages of varying sizes.
  - Provide wrap-up insurance for on-site Workers' Compensation, Employer's Liability, and General Liability primary and excess insurance.
  - Provide bonding / contractor default insurance on a case-by-case basis for subcontractors.
- G. Wynn and the Construction Manager will encourage bid collaboration between larger, well-established contractors and M/W/VBEs that may be smaller scale or less experienced.

### **ACTION AREA #5: COMMIT TO ROBUST, REGULAR OVERSIGHT AND REPORTING.**

Wynn is committed to oversight and reporting to ensure that diversity goals are met throughout the design and construction phases of the Project.

- A. Wynn will serve as a member of the MGC Access and Opportunity Committee created to oversee the Project. Wynn will use this forum to communicate its progress against goals and to identify any challenges and potential solutions.
- B. Wynn's local architect will report to Wynn monthly regarding M/W/VBE contracts and payments during the design phase.
- C. Subcontractors will report to Wynn's Construction Manager on a monthly basis regarding M/W/VBE contracts and payments during the construction phase. Subcontractors must provide proof of payment to M/W/VBEs.
- D. In turn, the Construction Manager will report on a monthly basis to Wynn regarding M/W/VBE contracts and payments.
- E. Subcontractors who are not meeting M/W/VBE contracting goals will need to provide evidence that they are utilizing reasonable best efforts to reach goals, and may be required to revise and update their strategy for reaching goals.
- ~~E-F.~~ Non-compliant subcontractors will be required to attend a corrective action meeting with Wynn and the Construction Manager.
- ~~F-G.~~ Wynn will report quarterly to the Massachusetts Gaming Commission on contractor diversity and provide additional reports and information as requested. These reports will be available to the public.

### **SUB-STRATEGY: CONSTRUCTION WORKFORCE**

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#### **Construction Workforce Participation Goals – % of Workforce Hours:**

- Minorities: 15.3%
- Women: 6.9%
- Veterans: 3%

### **ACTION AREA #1: CLEARLY COMMUNICATE GOALS.**

Wynn is committed to proactive, up-front communication of goals as a key driver of success in reaching workforce diversity targets. The following outlines actions taken to date and plans for the remainder of the design and construction period:

- A. Wynn met with the Boston Metropolitan District Building Trades Council leadership in December 2014 to communicate workforce diversity goals and discuss strategies for outreach to and inclusion of women, minorities and veterans in the construction trades.

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- B. Wynn will attend broader meetings with the heads of all the building trades in February and March 2015 to communicate workforce diversity goals and provide an overview of the Project.
- C. Wynn will notify building trade unions of specific workforce needs and timelines well in advance of construction workforce needs to allow trades to conduct outreach efforts to diverse groups and expand apprenticeship programs if necessary.
- D. Wynn will include workforce diversity goals in all contractor and subcontractor RFPs.
- E. Wynn will include Project workforce diversity goals in informational Project presentations and other Project-related reporting and marketing materials whenever possible and appropriate.
- F. Wynn and the Construction Manager will require subcontractors to submit a diversity track record as part of the bid process and will take into consideration the diversity track record of each subcontractor when making procurement decisions.

### **ACTION AREA #2: INCLUDE DIVERSITY GOALS WITHIN RELEVANT CONTRACTS AND AGREEMENTS.**

- A. Wynn will include diversity goals within relevant contracts and agreements to signal the importance of such goals and set expectations for contractors and consultants. As a first step towards ensuring that diversity is a focus for the Project, Wynn entered into a letter of intent to have its Construction Manager enter into a Project Labor Agreement with the Building and Construction Trades Council of the Metropolitan District and The New England Regional Council of Carpenters. The agreed upon Project Labor Agreement includes the following requirements for local hiring and reaching diversity goals that will be imposed contractually on contractors performing work on the Project:
  - **Section 10.** The Local Unions will exert their utmost efforts to recruit sufficient numbers of skilled craftspeople to fulfill the workforce requirements of the Contractor.
  - **Section 11.** The Contractors and Unions will work in good faith, legal and non-discriminatory manner to give work opportunities to (i) qualified Union Everett residents and (ii) qualified Union residents of Surrounding Communities, in accordance with the terms of Wynn's host and surrounding community agreements.
  - **Section 12.** The Contractors and Unions will also work in good faith to meet the Owner's goals, of hiring at a minimum, 15.3% ethnic minorities, 6.9% women, and 3% veteran, for construction labor.
- B. Wynn will include the Strategy as an attachment to the Construction Manager agreement.
- C. Wynn and/or the Construction Manager will include workforce diversity goals in all RFPs and request an affirmative action plan as part of the bid process.
- D. Wynn and/or the Construction Manager will evaluate past performance against workforce diversity goals and the affirmative action plans of each bidder as part of the contractor selection process.
- E. The Construction Manager will include the Strategy as an attachment to all prime subcontractor contracts.

### **ACTION AREA #3: PROACTIVELY ENGAGE DIVERSE WORKFORCE COMMUNITIES.**

Wynn understands the importance of proactively reaching out to groups that traditionally do not have strong representation in the union labor workforce. Outreach and engagement efforts will be crucial for meeting Wynn's goals as will the development of strong working relationships with community groups focused on facilitating access to job opportunities for women, minorities and veterans.

- B. Wynn will work with the building trades to host a job fair in the first half of 2015 in Everett. The job fair will provide an overview of the Project and the wide range of construction job opportunities. Representatives from each building trade will attend and describe their experiences and provide guidance for selecting a building trade to potential apprentices.

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- Wynn will advertise this event through traditional print media; social media; the building trade networks; and aggressive outreach to the local community through local groups representing minorities, women, and veterans; and educational institutions including high schools and colleges.
  - Materials advertising the event will be translated into multiple languages to encourage diverse populations to attend.
  - Materials advertising the event will feature women, minorities and veterans and specifically invite these individuals to attend.
  - Applications and timeline details for building trade apprenticeship programs will be available at the event as well as support for completing the applications.
  - Pre-requisites for apprenticeship programs will be clearly communicated including age, GED or high school degree, and clean drug test.
- C. Additional construction job fairs with similar format and representation from the building trades will be held during the first half of 2015.
- D. Wynn will leverage relationships with local community groups to communicate opportunities to diverse populations that may not be easily reached through traditional print and social media advertising.
- E. Wynn will work alongside the building trades and community groups to provide information about apprenticeship timelines, requirements for joining an apprenticeship program, and provide application support when necessary.
- F. Wynn will encourage the building trades to conduct specific outreach to diverse employees to facilitate an expanded workforce base and will support outreach efforts.
- G. The Construction Manager and subcontractors will give priority consideration to minorities, women, and veterans to the extent permitted by law, when hiring construction workers.

### **ACTION AREA #4: SUPPORT THE DEVELOPMENT OF A DIVERSE WORKFORCE**

Wynn recognizes that the scale of the Project presents an opportunity to expand representation of women, minorities and veterans in the construction workforce and therefore increase access of these individuals to future public and private development projects.

- A. Wynn and the Construction Manager will work with partner organizations including unions to provide access to pre-apprenticeship programs and apprenticeship training opportunities for minorities, women, and veterans interested in joining a building trade.
- B. Wynn and the Construction Manager will support the Building Pathways pre-apprenticeship program and its work in engaging local schools to encourage more women and minorities to enter the trades.
- Wynn will work with the building trades to expand the Building Pathways program to Everett, its surrounding and neighboring communities.
- C. Wynn will work with the Construction Manager to support programs to engage local high school students.
- D. Contractors will be instructed to keep a log of walk-ons (those coming onto the site) seeking employment and connect qualified walk-ons to relevant unions and subcontractors. Walk-ons lacking the necessary training and experience will be referred to applicable pre-apprenticeship programs.
- E. Wynn and the Construction Manager will encourage subcontractors to build and utilize diverse core crews.

### **ACTION AREA #5: COMMIT TO ROBUST, REGULAR OVERSIGHT AND REPORTING.**

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Wynn is committed to oversight and reporting to ensure that diversity goals are met throughout the construction phase of the Project.

- A. The Construction Manager will dedicate a full-time employee to serve as the Compliance Officer for the Project to support inclusion efforts and to carry out reporting against diversity goals. Wynn's Diversity Coordinator will communicate regularly with the Compliance Officer.
- B. The Construction Manager will require subcontractors to provide payroll reports on a weekly basis to demonstrate progress against workforce diversity goals.
- C. A verification process will be implemented to ensure that all subcontractors are working towards the diversity goals included in their contracts. Identities of diverse, female, and veteran workers will be verified as part of the safety orientation process.
- D. The Construction Manager will submit payroll reports to Wynn on a monthly basis to track progress against goals.
- E. Subcontractors who are not meeting minority, women, and veteran participation goals will need to provide evidence that they are utilizing reasonable best efforts to reach goals, and may be required to revise and update their strategy for reaching goals.
- ~~D-F.~~ Non-compliant subcontractors will be required to attend a corrective action meeting with Wynn and the Construction Manager.
- ~~E-G.~~ Wynn will report quarterly to the Massachusetts Gaming Commission on workforce diversity and provide additional reports and information as requested. Reports provided to the Massachusetts Gaming Commission will be made available to the public.

## CONCLUSION

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Wynn believes that diversity in contracting and employment will contribute to the successful development of the Project as it not only makes good business sense, but is the right thing to do in support of diverse economies and populations.

Wynn looks forward to engaging with the local community as it commits to work with diverse businesses and a diverse workforce on the Project and ensure that the opportunities created by the Project are as widespread as possible. Wynn is committed to seeking and engaging M/W/VBEs for the design and construction phases of the Project and to developing this Strategy to be a model for other corporations to use for how to best engage a broadly diverse workforce and set of vendors, consultants, and contractors.



Thursday, February 5, 2015

## Wynn Everett's Diversity Strategy-Design and Construction

### Public Comments

On Jan 14, 2015, at 1:40 PM,  
From: "Susan Moir" <Susan.Moir@umb.edu>  
To: "Griffin, Jill (MGC)" <Jill.Griffin@MassMail.State.MA.US>  
Cc: "ESkidmore2@aol.com Skidmore" <eskidmore2@aol.com>  
Subject: Re: Wynn Diversity Strategy - Design & Construction

Jill

This is excellent. Easy to follow, clear on the commitment, concrete on implementation. Jennie integrated our suggestions. For example, the last draft called for monthly reporting. We said monthly reporting has too much lag time in construction and weekly reporting has become the area standard. She changed it.

MGM should look at this.

I will be at Thurs meeting and glad to give my support.  
susan

Susan Moir  
Labor Resource Center, UMass Boston  
100 Morrissey Blvd., Boston MA 02125  
[www.umb.edu/lrc](http://www.umb.edu/lrc)  
[www.policygroupontradeswomen.org](http://www.policygroupontradeswomen.org)

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From: Warren Bacon <wbacon@BOSTONMBDACCENTER.COM>  
Date: January 23, 2015 at 8:46:16 AM EST  
To: "Griffin, Jill (MGC)" <Jill.Griffin@MassMail.State.MA.US>  
Subject: Comments on Wynn

Jill,

I had previously given comments to Jennie Peterson, before they submitted their plan. So no further comments at this time.

Warren

Thursday, February 5, 2015

From: Porter, André (OSBE) <andre.porter@MassMail.State.MA.US>  
Date: January 29, 2015 at 5:02:40 PM EST  
To: "Griffin, Jill (MGC)" <Jill.Griffin@MassMail.State.MA.US>  
Subject: RE: Wynn Diversity Strategy - Design & Construction

Jill,

Wynn's updated plan is a considerable improvement over their previous plan. This current plan has more specifics and strategic actions that they can be measured on; I am supportive of their moving forward to the next stage of the approval process.

Regards,

André M. Porter  
Executive Director  
Office of Small Business and Entrepreneurship  
10 Park Plaza, Suite 3730  
Boston, MA 02116  
Phone Number: (617) 973-8543  
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Web Page: [www.mass.gov/business](http://www.mass.gov/business)



**Action for Regional Equity comments on the  
Wynn Diversity Strategy for Design and Construction dated January 13, 2015**

January 29, 2015

Contacts: Marvin Martin, [marvinaction@hotmail.com](mailto:marvinaction@hotmail.com)  
Weezy Waldstein, [weezy.waldstein@gmail.com](mailto:weezy.waldstein@gmail.com)

We want to thank you and the Commission for the Opportunity to comment on the Diversity Strategy at this time. We continue to be in an active dialogue with Jennie Peterson and John Tocco from Wynn Resorts, and we remain positive about the potential for diversity results from the construction phase of this big project. We do want to highlight two key opportunities that we believe need expansion within the plan to reach our shared goals.

**Diversity Standards:** State diversity standards reflect the overall numbers within the state. As we all know, the region around the Region A casino has significant diversity—in fact, about 50% diverse populations in the towns and cities right around the casino.

While Wynn's plan acknowledges a commitment to the regional diversity levels in several specific places, it only cites the much lower state goals as quantitative measures.

- **Page 3.** These goals take into account the population and workforce diversity and availability of qualified Minority, Women, and Veteran Business Enterprises (M/W/VBEs) in Wynn's host and surrounding communities, its neighboring communities, and the greater region.
- **Page 5. Cultivate a strong diversity capability for Wynn** as it works to develop a successful project in Everett, requiring that Wynn engage with M/W/VBEs and develop a workforce that reflects the diversity of the region.

We also know that Boston has been able to achieve about 25% diverse construction hours in monitored projects, so we are confident that we can develop the needed workforce.

We suggest that Wynn identify the specific diversity percentage based on the host and surrounding communities and be required to provide a workforce recruitment plan geared to achieving those results.

**Recruitment of a Diverse Workforce, including Women:** We want to acknowledge that Wynn Resorts has committed to working with us to develop a practical plan for a community-based recruitment program that feeds to their efforts at job fairs, apprenticeship applications, and finally placement and retention. We are delighted that we are taking this first step together.

367 Washington St.  
Dorchester, MA, 02124  
Tel (617) 620-9904  
[www.action4equity.org](http://www.action4equity.org)

Asian Community Development Corporation  
Boston Tenant Coalition  
City Life/Vida Urbana  
Conservation Law Foundation  
Fair Housing Center of Greater Boston

Greater Four Corners Action Coalition  
SEIU 32BJ District 615  
Somerville Community Corporation  
Tri-City Community Action Program  
United for a Fair Economy



Community organizations in Everett, Chelsea, Malden, Boston, and Cambridge, representing Haitian, Latino, Portuguese-speaking and Black communities have joined together to draft a realistic, concrete, performance-based program. All of these organizations have relevant workforce service delivery experience. We have already connected to the local public workforce system, and we are connecting to the City of Everett, as well as Malden. All community organizations in the program will focus on recruiting women in particular.

Experts with experience in major workforce development programs agree that this model of community-based recruitment is a key component in success. It is even more critical in construction when the application dates for job entry may be months away and sometimes only open once a year or when a significant share of the parents of the younger applicants may not speak English well.

We look forward to sharing this proposed work plan for community-based recruitment with you in the next few days.

We appreciate that we are named in the Diversity Plan and that Wynn will “leverage relationships” with us.

- **Page 12: Action Area #3, D.** Wynn will leverage relationships with local community groups to communicate opportunities to diverse populations that may not be easily reached through traditional print and social media advertising.

However, community organizations are not currently funded to carry out the work plan we are putting together.

Currently, there is no real community capacity to leverage. Job counseling, helping people do online applications, tracking interested applicants, arranging for community leaders new to the industry to meet experienced trades people—this takes time. We have raised the issue of funding with Wynn Resorts who has committed to working with us, but as of yet there is no funding.

Advertising will be paid for. Building trades union and contractor staff are being paid. Meeting rooms will be rented. Community-based recruitment also needs a funding source.

We suggest that the Diversity Plan identify sources and amounts of funding designated for community-based recruitment in order to assure the Commission that this workforce recruitment component will be implemented.

205 CMR: MASSACHUSETTS GAMING COMMISSION  
205 CMR 136.00: SALE AND DISTRIBUTION OF ALCOHOLIC BEVERAGES  
AT GAMING ESTABLISHMENTS

Section

- 136.01: Definitions
- 136.02: General Provisions
- 136.03: Issuance of License and Permit
- 136.04: Gaming Beverage License Application
- 136.05: Fees
- 136.06: Term and Renewal of License
- 136.07: Practices and Conditions of License
- 136.08: Form of the Gaming Beverage License
- 136.09: Hearing Process and Procedures

136.01: Definitions

As used in 205 CMR 136.00, the following words and phrases shall have the following meaning, unless the context clearly requires otherwise. Moreover, the definitions contained in M.G.L. c.138, §1, to the extent to which they are not in conflict with 205 CMR 136.00 or M.G.L. c.23K, §2, are fully incorporated by reference herein. In the event of any definitional conflict, 205 CMR 136.01 shall prevail, followed by M.G.L. c.23K, followed by M.G.L. c.138:

- (1) ABCC means the Alcoholic Beverage Control Commission
- (2) Added ingredient means any substance that is not a natural constituent of one or more of the ingredients of that beverage.
- (3) Cover charge means any admission fee assessed on a patron prior to entrance into a licensed area.
- (4) Gaming beverage license means a license issued in accordance with M.G.L. c. 23K, § 26 for the sale and distribution of alcoholic beverages to be drunk on the premises of a gaming establishment.
- (5) Gaming beverage licensee means the gaming licensee that is issued a gaming beverage license pursuant to 205 CMR 136.03(3).
- (6) Jointly responsible person means an entity licensed or registered as a vendor in accordance with 205 CMR 134.00 that operates a licensed area under agreement with the gaming licensee and is designated by the gaming beverage licensee pursuant to 205 CMR 136.04 to be responsible for the sale and distribution of alcoholic beverages within a particular licensed area.
- (7) Licensed area means a specific, limited and defined space within a gaming establishment wherein the sale or distribution of alcoholic beverages to be drunk on the premises is

136.01: Definitions

permitted pursuant to a gaming beverage license as determined by the commission pursuant to 205 CMR 136.03(3).

- (8) Manager or other principal representative means an individual who the gaming beverage licensee or jointly responsible person has delegated to ensure compliance with 205 CMR 136.00 and all terms and conditions of the gaming beverage license applicable in the licensed area.
- (9) Special event means an event for which the consumption of alcoholic beverages is permitted by the commission in an area of the gaming establishment that is not a licensed area for a specific limited period of time.

136.02: General Provisions

- (1) No person may sell or distribute alcoholic beverages to be drunk on the premises of a gaming establishment except as allowed by a gaming beverage license.
- (2) A gaming beverage licensee shall be responsible for compliance with 205 CMR 136.00 in all licensed areas and the gaming establishment as a whole. A gaming beverage licensee may allow a jointly responsible person to operate a licensed area but shall remain responsible for compliance with 205 CMR 136.00 within the licensed area. A gaming beverage licensee or jointly responsible person shall designate at least one manager or other principal representative to oversee compliance with 205 CMR 136.00 and the terms of the gaming beverage license in the licensed area for which they are responsible.
- (3) A gaming beverage licensee shall not transfer a gaming beverage license, transfer operations of a licensed area to a new jointly responsible person, add a new manager or other principal representative, or add, delete or materially alter the size, configuration or use of a licensed area without the commission's prior written approval.

136.03: Issuance of License and Permit

- (1) Authority. Pursuant to G.L. c. 23K, § 26, the commission may grant a gaming beverage license to a gaming licensee for purposes of allowing the sale and distribution of alcoholic beverages within all licensed areas of the gaming establishment as identified and defined in the license subject to 205 CMR 136.00.
- (2) Hearings and Additional Information. After reviewing a gaming beverage license application submitted pursuant to 205 CMR 136.04(1), an application to amend a licensed area, or an application for a special event beverage permit submitted pursuant to 205 CMR 136.04(3), and prior to taking action on the application the commission or the commission's Division of Licensing may request additional information from the applicant to complete or supplement the application, may request that the applicant modify the application in the interests of the integrity

of gaming and/or public health, welfare, or safety, or may schedule a hearing for the applicant to address any issues that relate to the application.

(3) Gaming Beverage License and Licensed Areas. Applications for licensure shall be submitted to the commission's Division of Licensing. Upon receipt of a complete application for a gaming beverage license, a complete application to amend, alter, or add a licensed area, and the fees required by 205 CMR 136.05, the Division of Licensing shall review the application to determine whether it contains all of the elements required in accordance with 205 CMR 136.04. If the Division of Licensing is satisfied that the application meets the requirements of 205 CMR 136.04 and M.G.L. c.23K, §26 it shall forward the application to the commission with a recommendation that it be approved. If it is not satisfied that the application meets the requirements of 205 CMR 136.04 it shall engage in the process outlined in 205 CMR 136.03(2) or deny the application and advise the applicant that it may appeal the decision to the commission.

(4) The commission shall review the application upon receipt from the Division of Licensing and may approve the application, or parts thereof, if it meets all of the requirements of 205 CMR 136.00 and M.G.L. c.23K, §26, or deny or condition the gaming beverage license, or parts thereof, if it determines that the application does not meet all of the requirements of 205 CMR 136.00 and M.G.L. c.23K, §26 or would in some way compromise the integrity of gaming and/or public health, welfare, or safety.

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136.04: Gaming Beverage License Application

(1) Gaming Beverage License Application. A gaming licensee may apply to the commission for a gaming beverage license or renewal of a gaming beverage license by filing with the commission an application form prescribed by the commission, which application form must contain at least the following information:

- (a) The gaming licensee name and contact information;
- (b) Proof of insurance in accordance with 205 CMR 136.07(1); and
- (c) A licensed area application form as specified in 205 CMR 136.04(2) for each area of the gaming establishment in which the gaming licensee seeks to sell or distribute alcoholic beverages.

(2) Licensed Area Application. A gaming licensee shall file, as part of its application for a gaming beverage license, as part of a renewal of a gaming beverage license, or as an independent application to amend a licensed area of a gaming beverage license, a licensed area application on a form prescribed by the commission, which application form must contain at least the following information:

- (a) A map showing the location of the area which the applicant seeks to establish as a licensed area and a floor plan of that area;

- (b) A description of the licensed area including the proposed capacity and number of bars, tables, chairs and exits;
- (c) A description of the business concept and the hours of operation for the business;
- (d) The identity of the manager or other principal representatives for the licensed area including their employee license or registration number issued in accordance with 205 CMR 134.00;
- (e) The identity of the jointly responsible person, if any, for the licensed area including the contact information and vendor license or registration number issued in accordance with 205 CMR 134.00; and
- (f) If a jointly responsible person will be operating a licensed area, evidence satisfactory to the commission that the gaming beverage licensee maintains at all times during the life of the license the legal authority to monitor the jointly responsible person's compliance with and ability to remove a jointly responsible person from the gaming establishment for material violations of 205 CMR 136.00.

(3) Special Event Beverage Permit. A gaming beverage licensee seeking to serve alcoholic beverages on the premises of a gaming establishment in a location that is not a licensed area may submit a special event beverage permit application to the Division of Licensing for the sale of wines and malt beverages only, or either of them, or for all alcoholic beverages, on a form prescribed by the commission in order to request approval to do so for a temporary duration. The Division of Licensing may approve the application and issue the special event beverage permit if it determines that the application contains all of the required information and issuance would not compromise the integrity of gaming, or the public health, welfare, or safety. The application should be submitted at least 10 calendar days prior to the proposed event. The application form shall contain, at a minimum, the following information:

- (a) Name and description of the event;
- (b) A description and mapped location of the event;
- (c) Date, time, and duration of the event;
- (d) A copy of the advertisement, program and promotional material for the event;
- (e) Number of persons anticipated to attend the event;
- (f) Admission price to the event;
- (g) Type of alcoholic beverages to be served;
- (h) Security and staffing arrangements;



#### 136.04: Gaming Beverage License Application

- (i) The identity of the jointly responsible person, if any, for the special event area including the contact information and vendor license or registration number issued in accordance with 205 CMR 134.00;
- (j) The identity of the managers or other principal representatives for the licensed area including their employee license or registration number issued in accordance with 205 CMR 134.00; and
- (k) A copy of the written agreement, if any, between an entity for which the special event beverage permit was applied and the gaming beverage licensee.

#### 136.05: Fees

- (1) The application fee and renewal fee for the gaming beverage license application pursuant to 205 CMR 136.04(1) is \$15,000.
- (2) The fee for an application to amend a licensed area pursuant to 205 CMR 136.04(2) or an application for special event beverage permit pursuant to 205 CMR 136.04(3) is \$100.
- (3) If the commission's costs for reviewing a gaming beverage application, application to amend or add a licensed area, or an application for a special event beverage permit, in accordance with the fee schedule posted by the commission to its website, exceed the application fees provided in 205 CMR 136.05(1) and (2), the gaming beverage licensee shall pay the additional amount within 30 days after notification of insufficient fees or the application shall be rejected.
- (4) All fees pursuant to 205 CMR 136.05 must be submitted to the commission's Division of Licensing in the form of a certified check, cashier's check, or electronic funds transfer payable to the Commonwealth of Massachusetts. All fees pursuant to 205 CMR 136.05(1) and (2) must be submitted to the Division of Licensing prior to or along with the application.

#### 136.06: Term and Renewal of License

- (1) Gaming Beverage License. A gaming beverage license shall expire 3 years from the date of issuance. To ensure uninterrupted use of the license, the gaming beverage licensee shall submit an application for renewal in the form prescribed in 205 CMR 136.04(1) at least 45 days prior to expiration.
- (2) Special Event Beverage Permit. The special event beverage permit shall be valid for the dates and times specified by the permit, but in no case longer than 7 days.

#### 136.077: Practices and Conditions of License

- (1) Insurance. The gaming beverage licensee must at all times maintain liquor liability insurance for bodily injury or death for a minimum amount of \$250,000 on account of injury to or death of

1 person, and \$500,000 on account of any 1 accident resulting in injury to or death of more than 1 person. The policy shall have no aggregate limit.

(2) Price Restrictions. The gaming beverage licensee, or jointly responsible person, shall maintain a schedule of the prices charged for all alcoholic beverages to be served in a licensed area. Such prices shall be effective and remain constant for not less than one calendar week. An alcoholic beverage must be either served free of charge in the gaming area in accordance with a gaming licensee's complimentary distribution program consistent with 205 CMR 138.09 or at the price set in the schedule. The distribution of a free alcoholic beverage may not be conditioned on the purchase of an alcoholic beverage. 205 CMR 136.077(2) shall not apply to private functions not open to the public. Moreover, the provision of alcoholic beverages free of charge in the gaming area shall be for on-premises consumption in the gaming area only.

Nothing contained in 205 CMR 136.00 shall be construed to prohibit licensees from offering free food or entertainment at any time; or to prohibit licensees from including a drink as part of a meal package; or to prohibit the sale or delivery of wine by the bottle or carafe when sold with meals or to more than one person; or to prohibit a licensee from offering free wine tastings; or to prohibit a licensee from offering room services to registered guests.

(3) Vendor and Employee License and Registration. Each jointly responsible person must possess a vendor license or registration issued pursuant to 205 CMR 134.00 and each manager or other principal representative of a jointly responsible person must possess an employee license or registration issued pursuant to 205 CMR 134.00. No gaming beverage licensee or jointly responsible person may receive alcoholic beverages from a supplier unless the supplier possesses a valid vendor license or registration pursuant to 205 CMR 134.04. Moreover, said supplier of alcoholic beverages must first possess the legal authority, pursuant M.G.L. c.138 to supply alcoholic beverages to a retailer licensed to operate an "on-premises" license under M.G.L. c. 138, §12.

(4) Distribution of Alcoholic Beverages Free of Charge. Pursuant to M.G.L. c. 23K, § 26(c), a gaming beverage licensee or jointly responsible person may distribute alcoholic beverages free of charge for on-premises consumption to patrons in the gaming area. Complimentary distribution must be offered in accordance with the gaming licensee's complimentary distribution program submitted in accordance with 205 CMR 138.09.

(5) Postings. The gaming beverage licensee shall post in a location continuously conspicuous to the public within each licensed area and wherever alcoholic beverages are served:

(a) a copy of the licensed area addendum pursuant to 205 CMR 136.09(2) for the licensed area, and

(b) a summary of M.G.L. c. 90, §24 prohibiting driving while intoxicated and stating the maximum penalties provided therefore, in a format prescribed by the ABCC.

(6) Cover Charge.

(a) The gaming beverage licensee and jointly responsible person shall not require a cover charge unless a sign is conspicuously posted at every entrance to any licensed area, or

portion thereof, where such a charge is required, in letters no less than one inch in height, stating that a cover charge is required and the amount of the charge. No cover charge may be required of a person under thirteen years of age.

(b) The gaming beverage licensee and jointly responsible person shall not impose a minimum charge for alcoholic beverages or a minimum alcoholic beverage drinking requirement upon any customer. Any minimum charge for food or non-alcoholic beverages must be accompanied by a specific statement specifying that there is no minimum charge for alcoholic beverages.

(7) Prohibited Distribution. A gaming beverage licensee, jointly responsible person, and their respective agents and employees:

- (a) may not offer or deliver more than two drinks to one person at a time;
- (b) may not sell, offer to sell or deliver to any person or group of persons any drinks at a price less than the price regularly charged for such drinks during the same calendar week, except at private functions not open to the public;
- (c) may not sell, offer to sell or deliver to any person an unlimited number of drinks during any set period of time for a fixed price, except at private functions not open to the public;
- (d) may not sell, offer to sell or deliver drinks to any person or group of persons on any one day at prices less than those charged the general public on that day, except at private functions not open to the public;
- (e) increase the volume of alcoholic beverages contained in a drink without increasing proportionately the price regularly charged for such drink during the same calendar week;
- (f) may not offer or deliver malt beverages or mixed drinks by the pitcher except to two or more persons at any one time;
- (g) may not encourage or permit any game or contest which involves drinking or the awarding of drinks as prizes;
- (h) may not serve an alcoholic beverage to any person who is intoxicated; and
- (i) may not serve an alcoholic beverage to any person who is under age 21.

(8) Forms of Identification.

(a) A gaming beverage licensee or jointly responsible person may rely on the following forms of identification to demonstrate proof that a person has attained the age of 21:

- (1) a liquor purchase identification card issued pursuant to M.G.L. c.138, §34B or a motor vehicle driver's license issued pursuant to M.G.L. c. 90, §8, or the

equivalent issued by another State in the United States or government of a foreign country, or district therein, recognized by the United States government;

- (2) an identification card issued pursuant to M.G.L. c. 90, §8E or the equivalent issued by another State in the United States;
- (3) a valid passport issued by the United States government, or by a government of a foreign country recognized by the United States government; or
- (4) a valid United States issued military identification card;

(b) If a gaming beverage licensee or jointly responsible person relies on the forms of identification described in 136.07(8)(a) for proof of person's identity and age, the gaming beverage licensee or jointly responsible person shall not suffer any disciplinary action for delivering or selling alcoholic beverages to a person less than twenty-one years of age if such reliance was reasonable. If reliance was reasonable, such reliance creates a rebuttable presumption that the person so relying exercised due care in making such delivery or sale of alcoholic beverages to a person under twenty-one years of age for purposes of 205 CMR 136.08.

(9) Employee Policies.

(a) The gaming beverage licensee or the jointly responsible person must appoint in writing one or more managers or other principal representatives for each licensed area.

(b) At least one manager or other principal representative must be present in each licensed area at all times that alcoholic beverages are available for sale or distribution, and shall be available to the division of gaming liquor enforcement of the ABCC, the IEB, the Division of Licensing, and the gaming enforcement unit at any time.

(c) Before beginning employment, the gaming beverage licensee or jointly responsible person must receive proof that managers or other principal representatives successfully completed an accredited alcoholic beverage server training program, such as Training for Intervention Procedures (TIPS). The gaming beverage licensee and jointly responsible person must ensure that all other employees involved in the service or delivery of alcoholic beverages complete such program within thirty days of hire. Any employee who fails to obtain such training within thirty days of hire shall not be eligible to serve alcoholic beverages until such time as said training is completed. The gaming beverage licensee and jointly responsible person shall be responsible for ensuring that all employees read, understand, and comply with the rules and regulations of the commission and 205 CMR 136.00. The gaming beverage licensee must ensure that all employees abide by the gaming beverage licensee's policy for responsible alcoholic beverage services.

(d) No gaming beverage licensee or jointly responsible person may take any adverse employment action against an employee for declining to serve, or refusing to allow another to serve, a patron who he or she believes, in good faith, is under the age of 21, intoxicated, engaged in illegal activity, or causing a disturbance.

(100) Cleanliness and Quality of Beverages.

(a) Cleanliness. All premises of a gaming establishment where alcoholic beverages are served or licensed to be served shall be kept in a clean and sanitary condition at all times.

(1) No service of alcoholic beverages shall be made to any person in a glass or any other container which has not been thoroughly cleansed and properly sterilized prior to such service.

(2) All pipes, coils, hose, faucets and other appliances used in the drawing of draught beer shall be thoroughly cleansed and flushed at least twice in each week, and shall be kept in a clean and sanitary condition at all times.

(b) Substitution of Beverages. The substitution of any alcoholic beverages of a kind or brand different from that ordered by a purchaser is prohibited unless it is done with the consent of the person making the purchase.

(c) Malt Beverages. All malt beverages sold pursuant to 205 CMR 136.00 containing not more than three and two tenths per cent of alcohol by weight shall be expressly sold as such. No malt beverage shall be sold on draught from a tap, faucet or other draughting device, unless there shall plainly appear on or attached to such device, in legible letters, the brand or trade name of the malt beverage so sold therefrom.

(d) Dilution. No gaming beverage licensee or jointly responsible person shall dilute, change, or in any manner tamper with any alcoholic beverage authorized to be sold under such license so as to change its composition or alcoholic content. Possession on the premises of the gaming establishment or a licensed area of any alcoholic beverage differing in composition or alcoholic content from such beverage when received from the manufacturer or wholesaler and importer from whom it was purchased, except cocktails and other mixed drinks, shall be prima facie evidence that the said beverage has been diluted, changed or tampered with in violation of 205 CMR 136.077(100)(d).

(e) Entry and Samples. The commission, or its agents, including agents of the gaming liquor enforcement unit of the ABCC, may at any time enter upon any area of the gaming establishment, including any licensed area, for purposes of enforcement of 205 CMR 136.00. The commission or its agents, including agents of the gaming liquor enforcement unit of the ABCC, may at any time take samples for analysis from any beverages or alcohol kept on such premises, and the vessel or vessels containing such samples shall be sealed on the premises in the presence of a representative of the gaming beverage licensee or jointly responsible person.

(112) Resealing of Partially Consumed Bottles of Wine.

(a) No gaming beverage licensee or jointly responsible person shall permit a patron to retain and take off the premises of the gaming establishment so much of a bottle of wine purchased by that patron with a meal and not totally consumed by that patron during the meal, except when the bottle is re-sealed in compliance with 205 CMR 136.077(12).

(b) Only one partially consumed bottle of wine per patron may be resealed and removed from gaming establishment.

(c) A receipt that prominently displays the date of the purchase of the meal must be furnished to the patron. The receipt must show both the purchase of the meal and the purchase of the bottle of wine.

(d) Proper re-sealing requires:

- (1) securely resealing the bottle of wine;
- (2) placing the resealed bottle in a one-time use tamper proof transparent bag that insures the patron cannot gain access to the bottle while in transit after the bag is sealed;
- (3) securely sealing the bag; and
- (4) affixing the receipt to the sealed bag.

(123) Public Safety. No gaming beverage licensee or jointly responsible person shall permit disorder, disturbance, or illegality of any kind in the gaming establishment. A gaming beverage licensee must maintain and exercise close supervision and control over the service of alcoholic beverages in the licensed areas at all times. The commission or its agents, including agents of the gaming liquor enforcement unit of the ABCC, may, as required in cases of public disturbance, order gaming beverage licensees and jointly responsible persons not to sell, give away, or deliver any alcoholic beverages on the licensed premises, or part thereof, for a period not exceeding three days at any one time.

(14) Purity and Quality of Alcohol. No alcoholic beverage may be distributed by a gaming beverage licensee or jointly responsible person if:

- (a) the beverage contains caffeine as an added ingredient;
- (b) the beverage is a malt beverage and contains guarana, taurine, ginkgo biloba, ginseng or other herbal stimulant or chemical stimulant substances as an added ingredient;
- (c) the beverage is labeled or in any manner displays the term “malt beverage” or “malt beverages” on any label or container if the contents contain guarana, taurine, ginkgo biloba, ginseng or other herbal stimulant or chemical stimulant substances as an added ingredient;  
or
- (d) the beverage cannot be resealed after being opened and contain guarana, taurine, ginkgo biloba, ginseng or other herbal stimulant or chemical stimulant substances as an added ingredient.

136.088: Form of the Gaming Beverage License

(1) Gaming Beverage Licensee. The commission, after granting a gaming beverage license application for one or more licensed areas in a gaming establishment shall issue a formal license document that contains the following:

- (a) A complete identification of the gaming beverage licensee's identity, and the contact information for a responsible individual;
- (b) The term of the license;
- (c) An official commission serial number;
- (d) A statement that all conditions set forth in M.G.L. c. 23K and 205 CMR 136.00 are incorporated by reference, included as if completely set forth therein and made a part of the issued form of the gaming beverage license;
- (e) A statement that all additional conditions set forth by the commission shall also be incorporated by reference, included as if completely set forth therein and also made a part of the issued form of the gaming license;
- (f) The official seal of the Commonwealth of Massachusetts;
- (g) The signature of the chair or his designee after receiving a commission resolution authorizing such license issuance and signature execution;
- (h) A condition that alcoholic beverages may not be sold or distributed at the gaming establishment between 2:00 A.M. and 8:00 A.M.;
- (i) Such other conditions, limitations, or restrictions on the sale or distribution of alcoholic beverages at the gaming establishment as determined by the commission;
- (j) The location of all licensed areas covered by the gaming beverage license, the jointly responsible person, if any, for each licensed area, and the manager(s) or other principal representatives for the licensed area; and
- (k) A statement incorporating by reference all licensed area addenda issued pursuant to 205 CMR 136.08(2).

(2) Licensed Area Addendum. As part of the Gaming Beverage License, the commission shall issue a licensed area addendum for each licensed area approved pursuant to 205 CMR 136.03(3) through (5). Each licensed area addenda shall contain the following:

- (a) A precise, complete and defined description of the of the licensed area;
- (b) A complete identification of the gaming beverage licensee's identity;
- (c) The term of the license;
- (d) An official commission serial number;
- (e) The official seal of the Commonwealth of Massachusetts;
- (f) The signature of the chair or his designee after receiving a commission resolution authorizing such licensed area;

- (g) A statement incorporating by reference all conditions attached to the gaming beverage license;
- (h) Any unique conditions, restrictions or limitations which apply to the licensed area;
- (i) The identity of the jointly responsible person, if any; and
- (j) The identity and contact information for all managers or other principal representatives.

REGULATORY AUTHORITY

205 CMR 136.00: M.G.L. c. 23K, §§ 4, 5, 26, 36; M.G.L. c. 138, § 34B.

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205 CMR: MASSACHUSETTS GAMING COMMISSION  
205 CMR 150.00: PROTECTION OF MINORS & UNDERAGE YOUTH

Section

- 150.01: Preventing Gaming and Access to Gaming by Underage Persons
- 150.02: Monitoring the Premises for Unattended Minors
- 150.03: Advertising and Marketing Guidelines
- 150.04: Reporting Requirements Related to Minors and Underage Persons

150.01: Preventing Access to Gaming by Underage Persons

Each gaming licensee shall implement policies, procedures, and practices designed to prevent persons under the age of 21 from gaming and, except for employees licensed pursuant to M.G.L. c. 23K and 205 CMR and acting in the performance of the duties the employee is licensed to undertake, from entering gaming areas. The policies, procedures, and practices shall include but not be limited to an ongoing program of training for personnel at the gaming establishment that emphasizes the responsibility of personnel for identifying and preventing such activity by persons under the age of 21. Gaming wins and losses by persons under the age of 21 shall be transferred to the Commission's Gaming Revenue Fund.

150.02: Monitor the Premises for Unattended Minors

- (1) Each gaming licensee shall establish policies, procedures, and practices requiring its security and surveillance personnel to conduct regular checks of parking areas for minors left in motor vehicles and for the immediate report of any such finding to the local and state police in the municipality where the gaming establishment is located.
- (2) Each gaming licensee shall establish policies, security procedures, and security practices to ensure the safety of minors on the premises of a gaming establishment, including but not limited to monitoring the premises of the gaming establishment for unattended minors.

150.03: Advertising and Marketing Guidelines

No gaming licensee or gaming establishment shall authorize or conduct marketing and/or promotional communications relative to gaming to target persons under the age of 21. Each gaming licensee shall implement policies, procedures, and practices to ensure that:

- (1) Advertising and marketing materials relative to gaming are not directed to or intended to appeal to persons under the age of 21.
- (2) Advertising and marketing materials relative to gaming do not contain cartoon figures, symbols, celebrity/entertainer endorsements, and/or language designed to appeal specifically to persons under the age of 21.
- (3) Advertising and marketing materials relative to gaming are not advertised or promoted by anyone who is or appears to be under the age of 21.

- (4) Advertising and marketing materials relative to gaming are not advertised in media where most of the audience is reasonably expected to be below the age of 21.
- (5) Where reasonably possible, advertising and marketing materials relative to gaming advertisements are not placed adjacent to or in close proximity to comics or other features targeted to persons under the age of 21.
- (6) Advertising and marketing materials relative to gaming are not advertised in or promoted at any venue where most of the audience is normally expected to be under the age of 21.
- (7) Unless in response to a charitable request, clothing, toys, games, or other materials that appeal primarily to persons under the age of 21 are not given away at events where most of the audience is reasonably expected to be under the age of 21.
- (8) Advertising, marketing, and promotional materials and activities relative to gaming are not promoted on college or university campuses or in college or university publications.
- (9) Advertising and marketing materials relative to gaming are not placed on billboards or other outdoor displays that are adjacent to schools or other primarily youth-oriented locales.

150.06: Reporting Requirements Related to Minors and Underage Persons

Each gaming licensee shall submit an underage person report to the IEB by the 10<sup>th</sup> day of each month reporting the following information:

- (1) The number of persons under the age of 21 found in the gaming area;
- (2) The number of persons under the age of 21 found gaming at tables;
- (3) The number of persons under the age of 21 found gaming at slot machines or other electronic gaming devices;
- (4) The number of persons under the age of 21 found consuming alcohol;
- (5) The number of persons under the age of 21 turned over to the proper law enforcement authority; and
- (6) The number of persons under the age of 21 escorted from the gaming area.

205 CMR: MASSACHUSETTS GAMING COMMISSION  
205 CMR 140.00: GROSS GAMING REVENUE TAX REMITTANCE AND REPORTING

Sections

- 140.01: Description of Tax and Assessment
- 140.02: Computation of gross gaming revenue
- 140.03: Remittance
- 140.04: Reports and reconciliation regarding gross gaming revenue tax
- 140.05: Examination of accounts and records for Certification of Gross Gaming Revenues

140.01: Description of Tax and Assessment

Pursuant to M.G.L. c.23K, §55 the following taxes and assessment shall be calculated and remitted to the commission on a daily basis:

- (1) A category 1 licensee shall pay a daily tax of 25 per cent on gross gaming revenue computed in accordance with 205 CMR 140.02.
- (2) A category 2 licensee shall pay:
  - (a) A daily tax of 40 per cent on gross gaming revenue computed in accordance with 205 CMR 140.02; and
  - (b) A daily assessment of 9 per cent of its gross gaming revenue computed in accordance with 205 CMR 140.02 which shall be credited by the commission to the Race Horse Development Fund.

140.02: Computation of gross gaming revenue

- (1) In accordance with M.G.L. c.23K, §2, gross gaming revenue shall be the total of all sums actually received by a gaming licensee from gaming operations less the total of all sums paid out as winnings to patrons. Gross gaming revenue shall be calculated as follows:
  - (a) Gross gaming revenue shall include the gross gaming revenue from table games, calculated in accordance with 205 CMR 140.02(2), plus the gross gaming revenue from slot machines and other electronic gaming devices, calculated in accordance with 205 CMR 140.02(3).
  - (b) Gross gaming revenue shall be calculated by *gaming day* as the term is set forth in the gaming licensee's approved system of internal controls in accordance with 205 CMR 138.28.
  - (c) In calculating gross gaming revenue, no adjustments shall be allowed for any amounts that a gaming licensee is unable to collect pursuant to any credit issued to a patron to take part in gaming activity in accordance with 205 CMR 138.40-138.46.

- (d) Gross gaming revenue shall not include any amount received by a gaming licensee from simulcast wagering or from credit extended or collected by the gaming licensee for purposes other than gaming.
  - (e) Treatment of promotional gaming credit For purposes of calculating gross gaming revenue, the total of all sums actually received shall not include amounts that the gaming licensee can demonstrate were issued to or wagered by patrons of a gaming establishment of any promotional gaming credit as defined by M.G.L. c.23K, §2. No such credit shall be reported as a promotional gaming credit by a gaming licensee unless the licensee can establish that the credit was issued by the licensee and received from a patron as a wager at a slot machine or table game in the gaming establishment.
- (2) Table Games Gross gaming revenue from table games shall be the sum of that for each banked table game, poker and other non-banked table game, and contest or tournament calculated as follows:
- (a) Banked table games Gross gaming revenue for banked table games equals the closing table inventory including chips, plaques, and coin, plus chip credits, plus *drop*, minus the opening table inventory, any chip fills, complimentary vigorish forms, and table game payout slips. For purposes of 205 CMR 140.02(2), *drop* means the total value of currency, coin, and counter checks in the table drop box.
  - (b) Poker and other non-banked table games Gross gaming revenue for each table game in which the gaming licensee is not a party to a wager equals all money received by the gaming licensee as compensation for conducting the game including the total value of *rake* charged to patrons at a poker table pursuant to 205 CMR.
  - (c) Contests and tournaments Gross gaming revenue for a contest or tournament equals the sum of all entry fees, buy-ins, re-buy-ins and administrative fees imposed by the gaming licensee on the contest or tournament participants, minus the money paid by the gaming licensee to a contest or tournament winner(s) as prizes. A gaming licensee shall not include the cash equivalent value of any merchandise or thing of value as part of the sum paid to a contest or tournament winner(s) as prizes. If the gross gaming revenue from a contest or tournament results in a loss to the gaming licensee, that loss may only be recognized to the extent it offsets the sum of all entry fees, buy-ins, re-buy-ins and administrative fees imposed by the gaming licensee on the contest or tournament participants for the particular contest or tournament and in no way shall negatively impact gross gaming revenue.
- (3) Slot machines and other electronic gaming devices For purposes of complying with 205 CMR 140.01 relative to the gross gaming revenue payment for slot machine and other electronic gaming device gross gaming revenue, a gaming licensee shall pay the amount calculated by the commission's Central Monitoring System vendor. Disputed amounts shall be reconciled on a monthly basis as described in 205 CMR 140.04(1). Gross gaming revenue

equals *drop*, minus jackpot payouts, including vouchers issued by the gaming device, and any hopper fills to the machine, subject to the following:

- (a) For purposes of 205 CMR 140.02(3), *drop* means the total value of coins, slot tokens, and foreign slot tokens in a slot drop bucket or a slot drop box, plus the value currency, and gaming vouchers in a slot cash storage box.
- (b) The initial hopper load, if any, shall not be considered a fill.
- (c) A gaming licensee shall not include the cash equivalent value of any merchandise or thing of value as part of the sum paid out as winnings or a jackpot.

#### 140.03: Remittance

- (1) A gaming licensee shall make daily deposits of the tax and assessment in accordance with 205 CMR 140.01 by 5 p.m. the day following each day of wagering, under such conditions, and in such depositories as shall be prescribed by the commission. If the day following a day of wagering is a legal holiday, the deposit shall be made on the next business day.
- (2) Pursuant to M.G.L. c 23K, §§55, 59, and 60 collected tax revenues and assessments will be deposited or made payable to the Commonwealth of MA, Gaming Revenue Fund and Racehorse Development Fund, as applicable. Collected taxes will be transferred to the Gaming Revenue Fund. Collected assessments will be transferred to the Racehorse Development Fund. Once funds are available in the Gaming Revenue Fund, the Office of the Comptroller will perform operating transfers to the funds as required under M.G.L. c.23K, §59. A daily remittance report in a format prescribed by the commission setting forth the amount of gross gaming revenue upon which the daily tax payment and assessment is based shall be filed with the commission concurrently with the remittance to the Gaming Revenue Fund and Racehorse Development Fund.
- (3) Gaming licensees shall estimate slot machine drop provided that such estimates are calculated through a system of reading and recording slot machine meters, which methodology has been submitted by the gaming licensee and approved by the commission. Gaming licensees shall submit to the commission a daily slot machine drop estimate, calculated in accordance with such approved methodology, with each daily required tax deposit.
- (4) In the absence of use of a central monitoring system by the commission, a gaming licensee may use the estimated slot machine drop outlined in 205 CMR 140.03(3) provided that the approved methodology is utilized for purposes of all daily remittances.
- (5) If a gaming licensee estimates slot drop in accordance with 205 CMR 140.03(3), a gaming licensee shall perform a monthly reconciliation with respect to slot machine gross gaming revenues actually received during the preceding month.

#### 140.04: Reports and reconciliation regarding gross gaming revenue tax

- (1) On or before the 15th calendar day of each month, the gaming licensee shall file a monthly gross gaming revenue report with the commission, in a format acceptable to the commission, which shall reflect the amount of gross gaming revenue actually derived on a daily basis during the preceding month, the amount of daily tax deposits required for that month, the amount of gross gaming revenue derived during the year to the end of the preceding month, and the tax liability for the year calculated to the end of the preceding month. In the event that the total amount of gross gaming revenue tax deposits made for the month is determined to be less than the daily gaming revenue tax liability for that month, the gaming licensee shall remit the requisite additional payment to the commission at the time of submission of the monthly report. In the event that the total amount of the deposit made by the gaming licensee for the month is determined to be greater than the gross revenue tax liability due, the gaming licensee may reduce the amount of its daily deposits in the succeeding month by the amount of the overpayment, which adjustment must be reflected on the daily remittance reports. Nothing in 205 CMR 140.04(1) shall limit any authority of the commission to determine the insufficiency of any gross revenue tax deposit or deposits, to require payments of penalties and interest, or to allow or disallow any claim for refund due to overpayment as may be determined by the commission pursuant to any audits performed for the certification of gross gaming revenues.
- (2) Each gaming licensee shall file with the commission an annual report relative to its gross gaming revenues and the taxation and assessments due and remitted in accordance with 205 CMR 140.00. The report shall be filed no later than March 15 following the tax year. The annual gaming revenue tax report shall be in a format acceptable to the commission.

140.05: Examination of accounts and records for Certification of Gross Gaming Revenues

- (1) The commission or its designee may perform audits of the books and records of a gaming licensee, at such times and intervals as it deems appropriate, in order to certify gross gaming revenues.
- (2) The gaming licensee shall permit duly authorized representatives of the commission to examine the gaming licensee's accounts and records for the purpose of certifying gross gaming revenues. In the event that any records or documents deemed pertinent by a commission examiner are in the possession of another person or entity, the gaming licensee shall be responsible for making those records or documents available to the commission examiner within the time period provided by the commission.

(3) The gross gaming revenue certification process may incorporate audit work performed by a gaming licensee's internal audit department or its independent accountant or auditor provided that:

- (a) Such audit work is conducted in accordance with minimum standard internal audit procedures which have been submitted to and approved by the commission, including, at a minimum, a detailed description of the audit tests to be performed;
- (b) The gaming licensee submits to the commission by January 31 of each year a gross gaming revenue audit plan specifying the scheduled audit dates for that upcoming calendar year; and
- (c) The gaming licensee submits to the commission no later than March 15 of each year, copies of all internal audit reports and any other reports directly relating to the reporting of gross revenue for the preceding tax year.

(4) The commission shall notify the gaming licensee of any gross gaming revenue tax deficiencies disclosed during the gross revenue certification process. Any additional amounts due by the gaming licensee shall be remitted within 15 days of completion of the audit, except that in the event the gaming licensee disagrees with the commission's audit results, the time for payment shall be extended for an additional 30 days during which time the gaming licensee shall be provided an opportunity to respond to the commission's audit results.

205 CMR: MASSACHUSETTS GAMING COMMISSION  
205 CMR 139.00: CONTINUING DISCLOSURE AND REPORTING OBLIGATIONS OF  
GAMING LICENSEES AND QUALIFIERS

Section

- 139.01: Records regarding company ownership
- 139.02: Accounting system
- 139.03: Standard financial and statistical reports
- 139.04: Monthly and quarterly financial statements
- 139.05: Financial stability filings by a gaming licensee
- 139.06: Annual audited financial statements and other reports
- 139.07: Tax return filings
- 139.08: Minutes of meetings of board and committees
- 139.09: Governing documents
- 139.10: Compliance plan
- 139.11: Securities filings
- 139.12: Audit of gaming licensee operations by commission
- 139.13: Capital expenditure plan
- 139.14: Access to premises and production of records

139.01: Records regarding company ownership

A gaming licensee and its holding companies shall maintain up to date records regarding the equity structure and ownership of the gaming licensee, including, at a minimum:

- (1) Certified copies of incorporation and formation documents and any amendments thereto.
- (2) By-laws, shareholders agreements, operating agreements, partnership agreement, intercompany transactions, joint venture agreements, merger and acquisition agreements, and other relevant corporate documents.
- (3) Current listing of officers, directors, members, partners.
- (4) Minutes of all meetings of shareholders, directors or members.
- (5) Current list of all equity owners, stockholders and stockholders of affiliates.
- (6) Detailed records regarding all capital contributions.
- (7) Detailed records regarding distributions to all equity holders.
- (8) Detailed records regarding all remuneration paid to officers, directors, partners and members.



- (9) Detailed records regarding any equity transfers.
- (10) Detailed records regarding all record holders of any or all classes of publicly traded securities issued by any holding company or by any other affiliated entity which is required to qualify as a financial source in connection with the gaming licensee's gaming license.
- (11) Any other records as the commission deems appropriate.

139.02: Accounting system

- (1) Each gaming licensee shall maintain and submit to the commission for approval, in accordance with 205 CMR 138.02, a system of financial accounting that results in the licensee accurately reporting its assets, liabilities, equity, income and expenses.
- (2) The system of financial accounting shall comply with generally accepted accounting principles and shall provide adequate detail so as to allow the commission to fully understand the gaming licensee's statement of condition and results of operations. To this extent, the gaming licensee shall submit a proposed full chart of accounts which shall be maintained and updated with the commission within 30 days of any changes.
- (3) The gaming licensee's system of financial accounting shall provide a level of detail so as to allow it to accurately compute gross gaming revenue in accordance with 205 CMR 140.02 and to report the gaming licensee's drop, win, and hold percentage for each form of gaming activity, the value of complimentary goods or services and promotional play issued during the accounting period, and any other information necessary to allow the commission to understand the licensee's results of operations.
- (4) The gaming licensee shall maintain detailed information and documentation to support all amounts reported to the commission as being the gaming licensee's assets, liabilities, equity, income and expenses.

139.03: Financial and statistical reports

- (1) Each gaming licensee shall file the following reports electronically, on a set of standard reporting forms to be prescribed by the commission, or in any other manner prescribed by the commission:
  - (a) Pursuant to G.L. c. 23K, § 21(a)(12), a detailed annual statistical report on the number, job titles, benefits and salaries of employees hired and retained in employment at the gaming establishment.
  - (b) Pursuant to G.L. c. 23K, § 21(a)(24), a detailed annual statistical report on the total dollar amounts contracted with and actually paid to minority business enterprises, women business enterprises and veteran business enterprises in:
    - (1) Design contracts;
    - (2) Construction contracts; and

(3) Contracts for every good and service procured by the gaming establishment.

The annual statistical report shall also identify the amounts so contracted as a percentage of the total dollar amounts contracted with and actually paid to all firms.

- (c) Pursuant to M.G.L. c. 23K, § 21(a)(23), on a quarterly basis, a detailed statistical report, on the number, gender and race of individuals hired to perform labor as part of the construction of the gaming establishment.
- (d) Pursuant to M.G.L. c. 23K, § 21(a)(15), on an annual basis, and at other times as directed by the commission, aggregate demographic information with respect to the gaming licensee's customers in a format provided by the commission.
- (e) Pursuant to M.G.L. c. 23K, § 23(a), on an annual basis, and at other times as directed by the commission, a report explicitly stating the gaming licensee's progress on meeting each of the stated goals and stipulations put forth in its RFA-2 application.
- (f) Pursuant to M.G.L. c.23K, §28(b), on a quarterly basis, and at other times as directed by the commission, a report covering all complimentary services offered or engaged in by the gaming licensee during the immediately preceding quarter. The reports shall identify regulated complimentary services and the costs of those services, the number of people who received each service or item and such other information as the commission may require. The report shall also document any services or items valued in excess of \$2,000 that were provided to patrons, including detailed reasons as to why they were provided. Valuation shall be performed in accordance with G.L. c.23K, §28(c).
- (g) Pursuant to M.G.L. c.23K, §29, a gaming licensee who has implemented a player card/rewards card program in accordance with 205 CMR 138.13, or cashless wagering system, shall annually report to the commission the amount of money spent and lost by patrons who have been issued a player card or rewards card or who participated in a cashless wagering system, aggregated by zip code.
- (g) Reports prescribed in accordance with 205 CMR 138.05(2) relative to registered and licensed employees;
- (h) The Disbursement Report relative to vendors in accordance with 205 CMR 138.06(2);
- (i) Counter check and slot counter check information maintained in accordance with 205 CMR 138.43(2)(l)-(n).
- (j) Pursuant to St. 2011, c. 194, §97, as directed by the commission, customer tracking data collected or generated by loyalty programs, player tracking software, player card systems, online gambling transactions or any other information system.
- (k) Daily remittance report required in accordance with 205 CMR 140.03.

(l) Quarterly and annual gross gaming revenue reports required in accordance with 205 CMR 140.04.

(m) Any other report or information requested by the commission or IEB.

(2) The reports shall be attested to by any of the following: the Chief Executive Officer, Chief Gaming Executive, Chief Financial Officer, Treasurer, Financial Director, Controller, or their functional equivalent.

(3) Annual reports to the commission shall be based on a calendar year, beginning January 1, and ending December 31; Quarterly reports shall be based on calendar quarters ending March 31, June 30, September 30, and December 31 and Monthly reports shall be based on calendar months.

(4) Each report to the commission shall be made in a format acceptable to the commission and electronically filed not later than the following applicable filing date unless the gaming licensee makes a written request for an extension and the extension is granted to the gaming licensee in writing by the commission. The commission may request that any report be provided at any time notwithstanding any specific timing requirement. Any filing date that falls on a Saturday, Sunday, or Federal or State holiday shall be extended until the next business day. The filing dates shall be as follows:

(a) Monthly gross gaming revenue tax reports shall be due not later than 9:00 a.m. on the 10th calendar day following the end of the month.

(b) All quarterly reports for the quarters ended March 31, June 30, and September 30 shall be due not later than the 15th calendar day of the second month following the end of the quarter.

(c) All quarterly reports for the quarter ended December 31 shall be due not later than March 31 of the following year.

(d) All annual reports shall be due not later than March 31 of the following year.

(5) To the extent possible, any adjustments resulting from the annual audit required in accordance with 205 CMR 139.06 shall be recorded in the accounting records of the year to which the adjustment relates. In the event the adjustments were not reflected in the licensee's quarterly report for the quarter ended December 31 and the commission concludes the adjustments are significant, a revised quarterly report for the quarter ended December 31 may be required from the gaming licensee. The revised filing shall be due within 30 calendar days after notification to the licensee, unless an extension is granted by the commission.

#### 139.04: Monthly and quarterly financial statements

(1) Each gaming licensee shall submit monthly internal financial statements that at a minimum provide detailed income and expense statements within five days of completion and in no event later than the end of the subsequent month.

(2) Each gaming licensee shall submit quarterly ~~unaudited~~ financial reports of the gaming

licensee when prepared and in no event later than the 15th calendar day of the second month following the end of the quarter.

(3) Each gaming licensee shall submit annual internal budgeting documents and monthly updates.

139.05: Financial stability filings by a gaming licensee

(1) Each gaming licensee shall file with the commission a statement that the gaming licensee is in compliance with 205 CMR 139.05(1)(a) through (e); which statement shall accompany each quarterly financial report filed pursuant to 139.04(2):

- (a) Maintenance of a gaming bankroll or equivalent provisions adequate to pay winning wagers to gaming patrons when due. A gaming licensee shall be deemed to have met this standard if it maintains, on a daily basis, a gaming bankroll, or a gaming bankroll and equivalent provisions, in an amount which is at least equal to the average daily minimum gaming bankroll or equivalent provisions, calculated on a monthly basis, for the corresponding month in the previous year. For any gaming licensee which has been in operation for less than a year, such amount shall be determined by the commission based upon the gaming licensee's projections, which may take into consideration levels maintained by gaming licensee in comparable properties in other jurisdictions.
- (b) Ability to achieve positive Earnings Before Interest, Taxes and Amortization (EBITA), measured on an annual basis.
- (c) The ability to pay, as and when due, all local, state and federal taxes, including the tax on gross gaming revenues imposed by M.G.L. c.23K, §55 and any fees imposed under M.G.L. c.23K or 205 CMR.
- (d) The ability to make annual capital expenditures to its gaming establishment in a minimum aggregate amount equal to 3.5 per cent of the net gaming revenues derived from the establishment or in accordance with a multi-year capital expenditure plan approved by the commission pursuant to 205 CMR 138.27.
- (e) The ability to pay, exchange, refinance or extend debts, including long-term and short-term principal and interest and capital lease obligations, which will mature or otherwise come due and payable during the license term, or to otherwise manage such debts and any default with respect to such debts.

(2) Prior to the end of each calendar year, a gaming licensee shall file with the commission financial projections for the upcoming calendar year in a format acceptable to the commission which will, at a minimum, provide a statement of income, balance sheet, and statement of cash flows.

(3) At the end of each calendar year, each gaming licensee shall file with the commission a detailed analysis with respect to its compliance with subsection 205 CMR 139.05(1) (a) through (e) and provide such other information as the commission shall deem material to a showing of financial stability.

(4) A gaming licensee shall file with the commission copies of any compliance certificates when provided to lenders pursuant to any loans or debt instruments of each gaming licensee, affiliate, or holding company thereof.

(5) A gaming licensee shall file with the commission essential details of any loans, covenants, borrowings, installment contracts, guarantees, leases, capital contributions, or any other debt no later than 10 days after the end of the month in which the transaction or event occurs.

(6) Any event of default, or potential default event, related to any debt obligation maintained by the gaming licensee, affiliate, or holding company thereof shall be immediately reported to the commission, in writing, along with any plans to address or cure such default.

(7) In the event that the commission determines that a gaming licensee has failed to demonstrate financial stability, the commission may take such action as is necessary to protect the public interest, including, but not limited to:

- (a) establishing an appropriate cure period;
- (b) imposing reporting requirements in excess of those otherwise mandated by M.G.L. c.23K and 205 CMR;
- (c) placing such restrictions on the transfer of cash or the assumption of liabilities as is necessary to insure future compliance with the standards set forth in subsections 205 CMR 139.05(a)(1) through (5);
- (d) requiring the maintenance of reasonable reserves or the establishment of dedicated or trust accounts to insure future compliance with financial stability standards;
- (e) impose additional license conditions; and/or
- (f) revoking the gaming licensee's gaming license.

#### 139.06: Annual audit and other reports

(1) A gaming licensee shall submit to the commission, at its own expense, an annual audit of its fiscal year prepared in accordance with generally accepted auditing standards within the United State by an independent certified public accountant attesting to the financial condition of the gaming licensee and disclosing whether the accounts, records and control procedures examined are maintained by the gaming licensee as required M.G.L. c.23K and 205 CMR. To ensure the independence of the annual audit, a gaming licensee shall rotate accounting firms/partners at least every five years.

(2) The annual financial statements shall be prepared on a comparative basis for the current and prior calendar year, and present the financial position and results of operations in conformity with generally accepted accounting principles in the United States.

(3) The annual financial statements shall include footnotes reconciling and explaining any differences between the financial statements included in the gaming licensee's quarterly financial report for the quarter ended December 31 and the audited financial statements, with such footnote, at a minimum, disclosing the effect of such adjustments on:

- (a) Gaming revenues.
- (b) Revenues net of complimentary services.
- (c) Total costs and expenses.
- (d) Income before extraordinary items.
- (e) Net income.
- (f) Large book to tax differences or reconciliations.

(4) The annual financial statements shall include a study of the gaming licensee's system of internal accounting control, as designed, conducted by the independent certified public accountant, for the purpose of expressing an opinion as to the adequacy of said internal controls, and for the purpose of conducting compliance tests to determine whether material aspects of the system of internal control are in place and being followed. The gaming licensee's independent certified public accountant shall issue a written report, or opinion, as to the adequacy of the licensee's system of internal accounting control, and as to the gaming licensee's level of compliance therewith. In the event that the gaming licensee's independent certified public accountant makes recommendations to improve the system of internal accounting control, or to increase the gaming licensee's level of compliance, the gaming licensee's Chief Financial Officer shall respond, in writing, to the recommendations of the independent certified public accountant and provide the commission with a copy of its response.

(5) One copy of the audited financial statements, together with the management letter or report prepared thereon by the gaming licensee's independent certified public accountant, shall be filed with the commission by April 30 following the end of the calendar year or the end of the quarter following the end of a fiscal year.

(6) In the event the gaming licensee's independent certified public accountant shall resign or be removed as the gaming licensee's principal accountant or auditor, the gaming licensee shall submit a written report to the commission within 20 days of such resignation or removal, signed by its Chief Financial Officer and Chairman of its Audit Committee, outlining the cause or nature of the resignation or removal, stating whether the resignation or removal was related to material differences between the parties as to financial statement presentation issues, disclosures, or the adequacy of the gaming licensee's system of internal accounting control and, if so, a complete and detailed description of the differences for consideration by the commission. The gaming licensee shall submit as an exhibit to this report a letter from the former independent certified public accountant stating whether he or she agrees with the statements made by the gaming licensee in the report submitted to the commission.

#### 139.07: Tax return filings

If requested by the commission, a gaming licensee, holding company, intermediary company, qualifying subsidiary or entity qualifier thereof, shall provide the commission with copies of its Federal and/or State Tax Returns and any related forms.

#### 139.08: Minutes of meetings of board and committees

(1) A gaming licensee or holding company thereof shall file with the commission copies of the minutes of all board of directors or equivalent governing authority meetings and committee meetings including, without limitation, the audit and compliance committee, by no later than 45 days of the meeting regardless of formal adoption and that upon formal adoption of previously-submitted board and committee minutes, a copy of such final minutes shall be filed with the commission.

(2) A gaming licensee or holding company thereof shall file, with the commission, the schedule for its board and committee meetings on an annual basis.

#### 139.09: Governing documents

A gaming licensee or holding company thereof shall file with the commission copies of any amendments to, restatements of, or superseding versions of the governing documents of the gaming licensee or holding company within seven days of formal adoption.

#### 139.10: Compliance plan

A gaming licensee or holding company thereof shall file with the commission copies of any amendments to its written compliance plan within seven days of formal adoption.

#### 139.11: Securities filings

If requested by the commission, a gaming licensee, holding company, intermediary company, qualifying subsidiary and entity qualifier thereof, shall file with the commission copies of any securities filings submitted to Federal, State, or other domestic or foreign securities regulatory authorities, regarding any of the securities, either in existence or proposed, including, but not limited to, forms S-1, 8-K, 10-Q and 10-K, proxy or information statements and all registration statements filed at the time of filing with such authority.

#### 139.12: Audit of gaming licensee operations by Commission

In accordance with M.G.L. c.23K, §65 the commission shall audit on an annual basis, and at other times the commission determines necessary the accounts, programs, activities, and functions of a gaming licensee and/or any aspect of the gaming establishment. To conduct the audit, authorized officers and employees of the commission shall be given access by the gaming licensee to such accounts at reasonable times and may require the production of books, documents, vouchers and other records relating to any matter within the scope of the audit; provided however, that a gaming licensee's tax returns will not be audited by the commission. All audits shall be conducted in accordance with generally accepted auditing standards established by the American Institute of Certified Public Accountants and the standards established by the Public Company Accounting Oversight Board. In any audit report of the accounts, funds, programs, activities and functions of a gaming licensee issued by the commission containing adverse or critical audit results, the commission may require a response, in writing, to the audit results. The response shall be forwarded to the commission within 15 days

of notification by the commission.

138.13: Capital expenditure plan

A gaming licensee shall make, or cause to be made, capital expenditures to its gaming establishment in a minimum aggregate amount equal to 3.5 per cent of the net gaming revenues derived from the gaming establishment; provided, however, that a gaming licensee may make capital expenditures in an amount less than 3.5 per cent per year as part of a multi-year capital expenditure plan approved by the commission. For purposes of 205 CMR 138.13, net gaming revenue means gross gaming revenue as calculated in accordance with 205 CMR 140.02 minus taxes remitted to the commonwealth in accordance with 205 CMR 140.03. If the gaming licensee intends to make capital expenditures as part of a multi-year capital plan, the plan shall be submitted to the commission as part of its system of internal controls in accordance with 205 CMR 138.02. Provided, however, such plan shall provide for the establishment of and contribution to a capital reserve account.

138.14: Access to premises and production of records

- (1) No gaming licensee shall neglect or refuse to produce records or evidence or to give information relative to the gaming establishment upon proper and lawful demand by the commission, the IEB, or a designee, or shall otherwise interfere, or attempt to interfere, with any proper and lawful efforts by the commission, the IEB, or any designee to procure such information.
- (2) A gaming licensee shall immediately make available for inspection by the commission, IEB, or a designee all papers, books and records produced or maintained by the gaming licensee and all portions of the gaming establishment and its systems. The commission, IEB, or designee shall be given immediate access to any portion of the gaming establishment for the purpose of inspecting or examining any records or documents required to be kept by such licensee in accordance with 205 CMR.
- (3) Access to the gaming establishment shall be granted to the commission, IEB, or a designee who displays proper commission issued credentials.

REGULATORY AUTHORITY

205 CMR 138: M.G.L. c. 23K, §§4(28), 4(37), 5



**Slots Gross Gaming Revenue**

Revenue			Expense	
Drop				
	Cash Box(es)	+	Tickets Out	-
	Tickets In	+	Hand Paid Jackpots	-
	Coins	+	Free Play (Complimentary Play)	-
	Money Transfers from Player Account	+		
<b>Total Revenue</b>		<b>+</b>	<b>Total Expense</b>	<b>-</b>

= **Gross Gaming Revenue**

### Table Games Gross Gaming Revenue

Revenue	+	Expense	-	
Drop Box Cash	+	Chip Fills (chips transferred from cage)	-	
Markers Issued and Outstanding	+	Beginning Table Inventory	-	
Chip Credit (chips transferred to cage)	+	Complimentary Play (Free Play)	-	
Ending Table Inventory	+	Complimentary Vigorish	-	
		Hand Paid Jackpots	-	
<b>Total Revenue</b>	<b>+</b>	<b>Total Expense</b>	<b>-</b>	<b>= Gross Gaming Revenue</b>

# REGION C MATERIALS

February 4, 2015

**By E-Mail and U.S. Mail**

Stephen Crosby  
Chairman  
Massachusetts Gaming Commission  
101 Federal Street, 23rd Floor  
Boston, Massachusetts 02109

Re: KG Urban

Dear Chairman Crosby:

KG Urban submits this letter as further support for its January 26, 2015 request for an additional 60 days to submit a “substantially complete” RFA 1 Application beyond the January 30 deadline. We believe the following additional information bears directly on the Commission’s consideration of KG Urban’s request.

KG Urban’s Cannon Street proposal has enjoyed and continues to enjoy broad local support in New Bedford. As an example, we are attaching a letter signed by eight New Bedford City Councilors expressing support for the Cannon Street project. This public support was also revealed during the election last November, when nearly 70% of New Bedford residents voted in favor of retaining the gaming law.

The widespread support for this project can be tied directly to KG Urban’s continuing and pro-active engagement with municipal officials, business leaders and residents in New Bedford. Several years before the Expanded Gaming Act was passed, KG Urban came to New Bedford in search of a casino site. KG Urban was attracted to this part of southeastern Massachusetts for the same reasons the Commission continues to promote a commercial casino for Region C: the potential to create economic growth, additional tax revenues and permanent skilled jobs in a region suffering from chronic high unemployment rates and flagging economic opportunities.

After considering several other sites in New Bedford, KG Urban chose the Cannon Street site specifically because of its remarkable potential to create a chain reaction for the New Bedford’s central business district -- bringing a robust increase in economic activity to all downtown businesses and significant job creation for the entire downtown area.

Extensive input from local political and business leaders played a critical role in KG Urban’s selection of the Cannon Street site and development of its project plans. KG

February 4, 2015

Page 2

Urban's principals, architects, engineers and historic preservation consultants spent many hours in meetings throughout New Bedford, gathering local input to ensure the Cannon Street project would reflect what New Bedford's residents wanted. These discussions at the local level continue to this day, the latest iteration of which is KG Urban's agreement to fund additional evaluation of the Cannon Street site by Mayor's chosen consulting firm, Sasaki & Associates.

But perhaps the best evidence of KG Urban's confidence in the local support that Cannon Street continues to enjoy is the \$12 million it has invested to date in due diligence, design, engineering and public outreach costs to bring the Cannon Street to this stage in the application process. That due diligence confirms that no other commercial use of the Cannon Street property could possibly fund the more than \$50 million dollars of decommissioning and environmental remediation costs needed to convert an obsolete industrial facility into a resort casino and associated mixed-use commercial development that will open this portion of New Bedford's historic waterfront to the public for the first time in decades.

KG Urban continues to discuss Cannon Street with three casino operators, and remains confident that it can secure in the near term an operator and equity investors to develop a successful commercial casino on New Bedford's waterfront – a project that will activate New Bedford's waterfront, bring more tourists to downtown New Bedford and provide tax revenues and permanent employment to a city deserving of a brighter economic future.

Sincerely,



Kevin C. Conroy

KCC

**JOHN M. DONNELLY**  
jdonnelly@donnellyclark.com  
609-347-1199

February 2, 2015

Karen Wells  
Director, Investigations and Enforcement Bureau  
Massachusetts Gaming Commission  
101 Federal Street, 23<sup>rd</sup> Floor  
Boston, MA 02110

RE: RFA-1 Region C

Dear Ms. Wells:

We understand that certain entities failed to timely submit their RFA-1 applications by the established deadline and now seek to extend the deadline. We do not support such an extension.

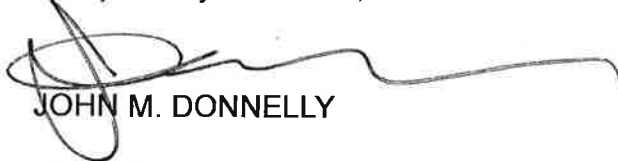
The RFA-1 deadline was appropriately established and communicated to all potential applicants.

Mass Gaming & Entertainment, LLC has the financial resources and operational expertise to develop and operate a successful project in accordance with the deadlines established by the Commission.

We are concerned that this extension could result in a further delay of the job creation, economic development and other benefits of a Region C casino resort.

We respectfully suggest that the requests for extensions be denied.

Respectfully submitted,



JOHN M. DONNELLY

JMD/lat



*Investigations & Enforcement Bureau*

January 23, 2015

Attorney Kevin Conroy  
Foley Hoag LLP  
Seaport West  
155 Seaport Boulevard  
Boston, Massachusetts 02210-2600

RE: KG New Bedford Region C Scope of Licensing

Dear Attorney Conroy,

The Investigations and Enforcement Bureau (IEB) at the Massachusetts Gaming Commission (MGC) is in receipt of the materials submitted by KG New Bedford, LLC relevant to scope of licensing for the Region C RFA(1) application process. After reviewing all submitted materials, participating the original scoping meeting with KG New Bedford on September 3, 2013, subsequent conversations with KG New Bedford, and participating in an additional scoping conference call on January 16, 2015, the IEB cannot complete the scope of licensing process.

As we have discussed, the Commission required for the Region C RFA(1) process that applicants submit a substantially complete application that includes qualifiers, the operator and financing by the January 30, 2015 deadline. The scope of licensing process is designed to assist the applicant in determining what materials need to be submitted for a complete application. This requirement was first addressed by the Commission at the open public meeting on June 26, 2014 and subsequently addressed on November 6, 2014, and November 20, 2014 at open public meetings. In the November 20, 2014 meeting, it was clarified that the applicant's equity in order to obtain proper financing for the project must be in place by the deadline and that the full ownership structure and table of organization needed to be identified in order to complete the scope of licensing process. Additionally, any potential applicant must identify the operator of the proposed gaming establishment, so that the IEB may comply with the statutory requirement to evaluate the suitability of the applicant to run a destination resort casino.

KG New Bedford has at all times been extremely forthright with the IEB in this scope of licensing process and has consistently reported that KG New Bedford has neither identified an operator nor an additional partner for the equity required for the project. As such, KG New Bedford has not identified a complete list of proposed qualifiers.



Massachusetts Gaming Commission

101 Federal Street, 23rd Floor, Boston, Massachusetts 02110 | TEL 617.979.8400 | FAX 617.737.8066 | [www.massgaming.com](http://www.massgaming.com)

For the above reasons, the IEB is unable to complete the scope of licensing process for KG New Bedford. Accordingly, I expect to report that status to the Commission shortly after the January 30, 2015 deadline. I certainly appreciate the honesty that the principals at KG New Bedford have shown when communicating with the IEB on the status of the Region C application. If you have any questions or concerns, please do not hesitate to contact me directly.

Very truly yours,



Karen Wells  
Director  
Investigations and Enforcement Bureau  
Massachusetts Gaming Commission



Massachusetts Gaming Commission

101 Federal Street, 23rd Floor, Boston, Massachusetts 02110 | TEL 617.979.8400 | FAX 617.737.8066 | [www.massgaming.com](http://www.massgaming.com)





Seaport West  
155 Seaport Boulevard  
Boston, MA 02210-2800

617 832 1000 *main*  
617 832 7000 *fax*

Kevin C. Conroy  
617 832 1145 *direct*  
kconroy@foleyhoag.com

January 9, 2015

**By E-Mail**

Ms. Karen Wells  
Director  
IEB  
Massachusetts Gaming Commission  
101 Federal Street, 23rd Floor  
Boston, Massachusetts 02109

Re: KG Urban

Dear Ms. Wells:

This will confirm our discussion yesterday that KG Urban need not provide a letter to the Investigation and Enforcement Bureau (IEB) today detailing the six requested factors because KG Urban has supplied this information through the applications and other materials it has already submitted including the August 27, 2013 letter from KG Urban's counsel detailing KG's qualifying entities and individuals.

In addition, KG Urban would like to propose its scoping meeting with the IEB take place on Friday, January 16, 2015 at 9:30 AM via conference call. Please confirm this works for the IEB.

Please let me know if you have any questions. Thank you.

Sincerely,

A handwritten signature in blue ink, appearing to read "Kevin C. Conroy", with a long horizontal flourish extending to the right.

Kevin C. Conroy

KCC

cc: Hamilton Hackney, Esquire  
Martha Sabol, Esquire



Seaport West  
155 Seaport Boulevard  
Boston, MA 02210-2600

617 832 1000 *main*  
617 832 7000 *fax*

Kevin C. Conroy  
617 832 1145 *direct*  
kconroy@foleyhoag.com

January 30, 2015

**By E-Mail and United States Mail**

Ms. Karen Wells  
Director  
IEB  
Massachusetts Gaming Commission  
101 Federal Street, 23rd Floor  
Boston, Massachusetts 02109

Re: KG New Bedford, LLC

Dear Ms. Wells:

This will confirm that KG New Bedford, LLC is an applicant for a Category 1 gaming license in Region C. KG New Bedford previously submitted its RFA 1 applications and its \$400,000 application fee.

Please let me know if you have any questions. Thank you.

Sincerely,

A handwritten signature in blue ink, appearing to read "Kevin C. Conroy", written over a printed name.

Kevin C. Conroy

KCC

cc: Hamilton Hackney, Esquire  
Martha Sabol, Esquire



Seaport West  
155 Seaport Boulevard  
Boston, MA 02210-2600

617 832 1000 *main*  
617 832 7000 *fax*

Kevin C. Conroy  
617 832 1145 *direct*  
kconroy@foleyhoag.com

January 26, 2015

**By E-Mail and U.S. Mail**

Stephen Crosby  
Chairman  
Massachusetts Gaming Commission  
101 Federal Street, 23rd Floor  
Boston, Massachusetts 02109

Re: KG Urban

Dear Chairman Crosby:

On behalf of KG Urban, we are writing to request that the Gaming Commission permit additional time beyond the January 30 deadline for KG Urban to submit a "substantially complete" RFA 1 Application for the reasons discussed below.

Since our last briefing of the Commission, we can report that KG Urban has begun discussions with two experienced gaming companies who are interested in operating a resort casino at Cannon Street. In addition, as part of its ongoing discussions with Mayor Mitchell, KG Urban has agreed to fund a study of its Cannon Street site, which will be conducted for the Mayor by Sasaki & Assoc. (the "Study"). We expect that the Study will lead to successful HCA negotiations with Mayor Mitchell, which in turn will allow KG Urban to enter into definitive agreements with an operator and equity investors.

KG is requesting that it be permitted an additional 60 days to substantially complete its Phase I application, in light of the particular circumstances arising in Region C. KG Urban's commitment to the Cannon Street site predates passage of the Expanded Gaming Act – a commitment that is evidenced by its investment of over \$12 million in support of its waterfront resort casino proposal and its submission of the \$400,000 RFA 1 application fee two years ago. KG Urban has remained committed to its Cannon Street project, notwithstanding the statewide gaming referendum campaign last summer and fall, the Mashpee Wampanoag's ongoing attempts to chill the development of a commercial casino in Region C, and the distractions of the Region A and B licensing process. We would also note that the Commission's requirement of "substantially complete" RFA 1 applications is being applied only in Region C and applicants in other regions were permitted to add additional investors, operators and land owners after their RFA 1 applications were filed.

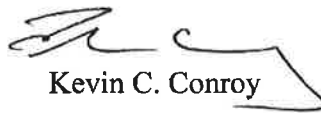
January 26, 2015

Page 2

As part of this request, KG Urban acknowledges that, in order for the Investigation and Enforcement Bureau to have the appropriate period to conduct its suitability investigations, there will likely need to be an extension to the RFA 2 application due date and the license award date. The additional time KG is requesting should not materially affect the Commission's overall goal of awarding a license that will bring revenue to the Commonwealth and significant economic development to Region C in a timely manner.

Thank you for your consideration of our request. Please let us know if we can answer any questions or provide additional information.

Sincerely,



Kevin C. Conroy

KCC



City of New Bedford  
MASSACHUSETTS

RECEIVED  
SEP 2 2014

BY: *[Signature]*

Office of City Council  
133 William Street · New Bedford · Massachusetts 02740  
TEL 508-979-1455 · FAX 508-979-1451

August 21, 2014

Mr. Barry M. Gosin, Principal  
KG Urban Enterprises, LLC  
125 Park Avenue  
6<sup>th</sup> Floor  
New York, NY 10017

Dear Mr. Gosin:

The undersigned members of the New Bedford City Council wish to express our sincere gratitude for your continued interest, commitment and investment in our great city as you pursue the redevelopment of the NStar and Sprague properties. We well understand the unfair challenges placed on Region C and the continued delays you have had to confront because of the uneven playing field the legislation created.

This Council recognizes and truly appreciates the millions of the dollars you and KG Urban have invested in New Bedford and your commitment to the revitalization of our downtown is commendable. Economic redevelopment and business creation is a top priority of this Council and no other proposed project comes close to achieving that objective as KG's Cannon Street Station casino initiative.

An urban casino, as you have proposed, presents a unique opportunity to grow and promote our downtown businesses, and will induce overall economic development and revitalization by creating thousands of jobs that generate millions of dollars in tax revenue.

This Council's unanimous passage of the Waterfront Economic Development and Revitalization Overlay District (WEDROD) is strong evidence that we understand and support the type of urban redevelopment KG proposes for the waterfront and any suggestion that a casino could be sited anywhere else in the City will only further cripple the fragility of our downtown economy, and will eliminate the one site that could make New Bedford truly unique and competitive in the eyes the Massachusetts Gaming Commission.

We fully believe and recognize that the proposed Cannon Street Station development along the waterfront can be accomplished in harmony with existing and proposed maritime uses, and could in fact help address some of the fishing hardships that industry is facing.

We appreciate the strong and effective effort's KG's project design team has taken to develop plans that allows the proposed location of Cannon Street Station to co-exist with and complement current maritime uses while opening the waterfront to public use as well.

We further recognize and understand that given the substantial costs to remediate and rehabilitate the NStar and Sprague sites, a casino development represents the only true opportunity to transform those obsolete brownfield sites, sites that are now off-limits to the public, into a vibrant waterfront amenity open to and enjoyed by future customers and guests at the casino as well as the general public.

This City Council is prepared to support KG's Cannon Street Station efforts to recruit investors and an operator for the casino, and to support negotiations of a Host Community Agreement. We will commit to a good faith working relationship/partnership with you and the casino operator's leadership team and staff.

We stand ready to assist.

Sincerely,

*[Signature]*  
City Council President 2013

*[Signature]*

*[Signature]*

*[Signature]*

*[Signature]*  
Chairman, Special Committee on Gaming  
and Casinos

*[Signature]*

*[Signature]*

*[Signature]*

**CONSIDINE & FUREY, LLP**

COUNSELORS AT LAW

ONE BEACON STREET, 23<sup>rd</sup> FLOOR  
BOSTON, MA 02108

Kevin M. Considine, Esq.  
kconsidine@considinefurey.com

Telephone (617) 723-7200  
Telecopier (617) 723-5700  
www.considinefurey.com

August 27, 2013

**BY HAND DELIVERY & EMAIL**

Ms. Karen Wells  
Director of Investigations and Enforcement Bureau  
Massachusetts Gaming Commission  
84 State Street, 10<sup>th</sup> Floor  
Boston, MA 02109

**Re: Massachusetts Gaming Commission (the "Commission") – Region C  
Applicant – KG New Bedford, LLC/Scoping Meeting Requested Information**

Dear Ms. Wells:

Thank you for scheduling a scoping meeting on September 3, 2013 at 1:00 pm to discuss the ownership and organizational structure of KG New Bedford, LLC (the "Applicant"), a gaming applicant for Region C, in order to determine which entities and individuals will be required to qualify in the RFA 1 application phase.

Pursuant to your request, please find below and attached the information you requested to receive in advance of the meeting.

- 1. A list of entities and individuals that the Applicant believes are qualifiers in accordance with the regulations;***

Please see the organizational chart for the Applicant attached as Exhibit A. The entity and individual qualifiers include:

KG New Bedford, LLC - Applicant

KG New Bedford HoldCo., LLC – Sole member of Applicant

KG Urban NB Member, LLC – Sole member of KG New Bedford HoldCo., LLC and indirect owner of Applicant

Barry M. Gosin  membership interest in Applicant

James D. Kuhn [REDACTED] membership interest in Applicant

- 2. A list of entities having more than a nominal ability to exert control over the Applicant;**

KG New Bedford HoldCo., LLC – Sole member of Applicant

KG Urban NB Member, LLC – Sole member of KG New Bedford HoldCo., LLC and indirect owner of Applicant

**A list of entities owning greater than a 5% interest, either voting or financial, in the Applicant or in an entity owning a 5% interest, whether voting or financial, in the Applicant;**

KG New Bedford HoldCo., LLC – Sole member of Applicant

KG Urban NB Member, LLC – Sole member of KG New Bedford HoldCo., LLC and indirect owner of Applicant

**An organizational chart showing upper level positions held by individuals in each entity noted above;**

Please see Exhibit A.

- 3. An ownership chart showing the owners of each entity noted above; and**

Please see Exhibit A

- 4. A list of entities and individuals for which the Applicant is requesting a waiver from the qualification process.**

Pursuant to 20 CMR 116.03, the Commission may in its discretion waive qualification requirements for the following persons under the following conditions: Persons who: (1) hold less than a 5% interest in the Applicant, or (2) in the opinion of the Commission, cannot exercise control or provide direction to the Applicant or a holding, intermediary or subsidiary company thereof.

As noted on the attached organizational chart, we believe that the following three individuals meet conditions that permit the Commission to waive qualification requirements as the interests held are non-voting interests. In addition, each of these individuals does not now nor will they have the ability to vote, direct, or exercise control or influence over the Applicant or any person or entity noted on the organizational chart. Mr. Gosin and Mr. Kuhn have complete control over the Applicant.

Andrew M. Stern - [REDACTED] non-voting common interest in Applicant

Michael L. Lifland - [REDACTED] non-voting common interest in Applicant

John J. Toohey - [REDACTED] non-voting common interest in Applicant

Please also note that if new equity owners or operators buy into the ownership of the Applicant, then the non-voting common interests held by Messrs. Stern, Lifland and Toohey would be further diluted.

Please do not hesitate to call should you have any questions or would like us to provide any additional information either prior to or at the scoping meeting.

Sincerely,



Kevin M. Considine

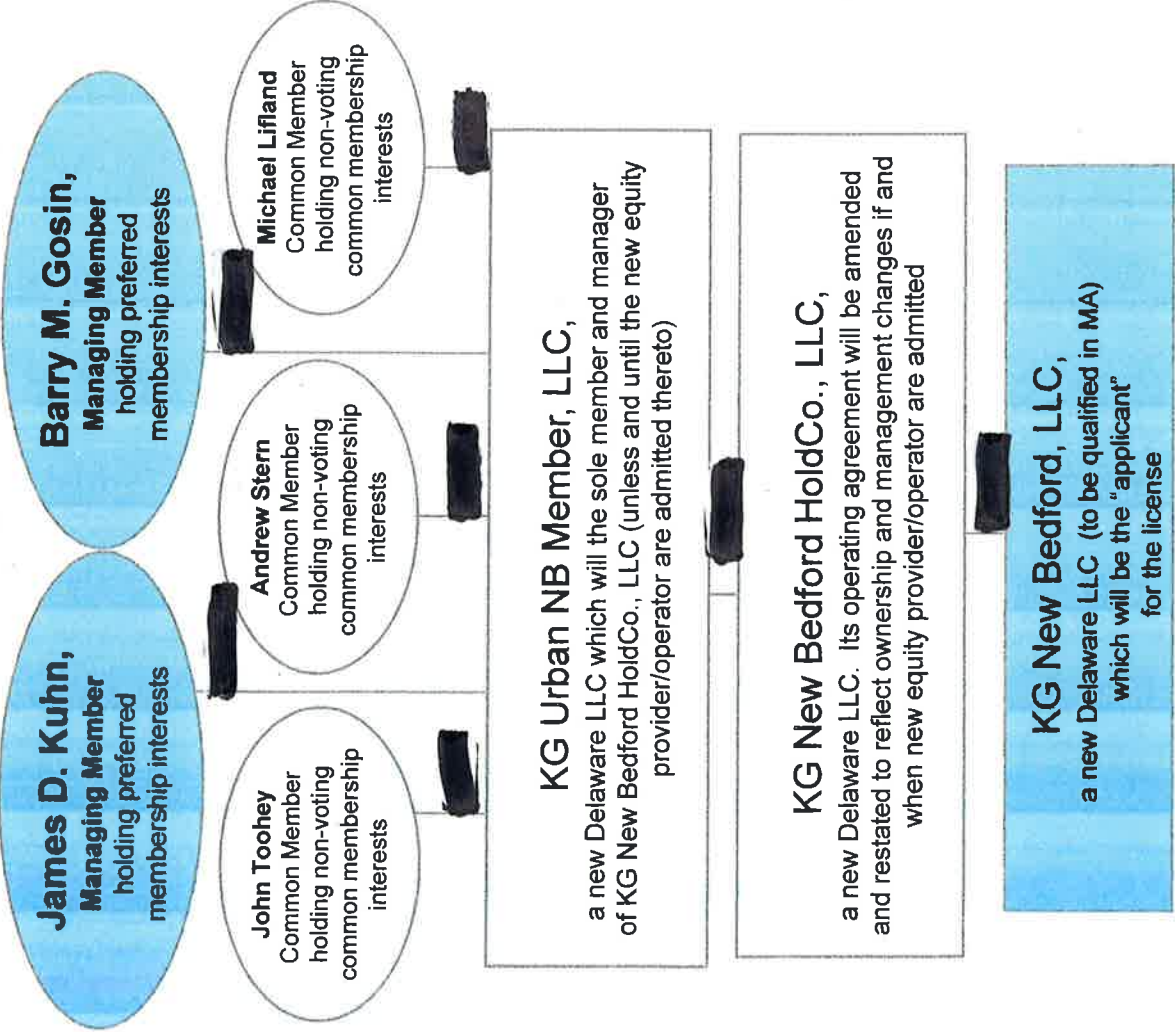
KMC:hp

Enclosure

cc: Artem Shtatnov (*via email*)  
Barry M. Gosin (*via email*)  
James D. Kuhn (*via email*)  
Mark R. Lehrer (*via email*)  
Martha A. Sabol (*via email*)



# KG New Bedford, LLC Structure





*Investigations & Enforcement Bureau*

January 26, 2015

David P. Hanlon  
Somerset on the Move, LLC

RE: Somerset on the Move, LLC Region C Scope of Licensing

Dear Mr. Hanlon,

The Investigations and Enforcement Bureau (IEB) at the Massachusetts Gaming Commission (MGC) is in receipt of the materials submitted by the Somerset on the Move, LLC relevant to scope of licensing for the Region C RFA(1) application process. After reviewing all submitted materials, and participating in a scoping conference call with you on January 14, 2015, the IEB cannot complete the scope of licensing process.

As we have discussed, the Commission required for the Region C RFA(1) process that applicants submit a substantially complete application that includes qualifiers, the operator and financing by the January 30, 2015 deadline. The scope of licensing process is designed to assist the applicant in determining what materials need to be submitted for a complete application. This requirement was first addressed by the Commission at the open public meeting on June 26, 2014 and subsequently addressed on November 6, 2014, and November 20, 2014 at open public meetings. In the November 20, 2014 meeting, it was clarified that the applicant's equity in order to obtain proper financing for the project must be in place by the deadline and that the full ownership structure and table of organization needed to be identified in order to complete the scope of licensing process. Additionally, any potential applicant must identify the operator of the proposed gaming establishment, so that the IEB may comply with the statutory requirement to evaluate the suitability of the applicant to run a destination resort casino.

You have at all times been extremely forthright with the IEB in this scope of licensing process and have reported that you are still in the process of identifying both an operator and equity funding for the project. As such, Somerset on the Move, LLC has not identified a complete list of proposed qualifiers.



Massachusetts Gaming Commission

101 Federal Street, 23rd Floor, Boston, Massachusetts 02110 | TEL 617.979.8400 | FAX 617.737.8066 | [www.massgaming.com](http://www.massgaming.com)

For the above reasons, the IEB is unable to complete the scope of licensing process for Somerset on the Move, LLC. Accordingly, I expect to report that status to the Commission shortly after the January 30, 2015 deadline.

Please note that for the application to be deemed complete, a non-refundable \$400,000 application fee must be received by the Commission. It is particularly important that you are aware that the fee is non-refundable since you have already failed to meet the deadline for identification of qualifiers.

Please feel free to contact me if you have any questions.

Very truly yours,



Karen Wells  
Director  
Investigations and Enforcement Bureau  
Massachusetts Gaming Commission



Massachusetts Gaming Commission



January 29, 2015

Lt. Brian Connors  
Massachusetts Gaming Commission  
Investigation and Enforcement Bureau  
84 State Street, Floor 10  
Boston, Massachusetts 03109  
617-979-8424

Re: Submission of Application for David Hanlon and Somerset On The Move, LLC

Dear Mr. Connors:

Enclosed please find two copies of the application documents submitted on behalf of Somerset On The Move, LLC. The documents consist of the Multi Jurisdictional Personal History Disclosure Form for David P. Hanlon; the Massachusetts Supplemental Form for David P. Hanlon and the Business Entity Disclosure Form for Somerset On The Move, LLC.

If you have any questions or need additional information please contact David Hanlon, Managing Member of Somerset On The Move, LLC at [REDACTED]

Thank you for your consideration and time in this application process.

Very Truly Yours,

A handwritten signature in blue ink, appearing to be "D. Hanlon", with a long horizontal flourish extending to the right.

David P. Hanlon

Cc: Stephen A. Crystal, Esq.



Karen Wells  
Director of Investigations and Enforcement Bureau  
84 State Street, Floor 10  
Boston, Massachusetts 03109

**Re: Submission of Application for David P. Hanlon and Somerset On The Move, LLC and Formal Request for Extension of Time.**

Dear Ms. Wells:

On behalf of Somerset On The Move LLC we are pleased to submit our Phase 1 application to the Massachusetts Gaming Commission for its consideration regarding the gaming license for Region C Massachusetts.

We have enjoyed several interactions with the staff of the Gaming Commission over the last several weeks. From the beginning we have acknowledged to the staff that we were late getting involved in this process. Nevertheless, we have strong interest in developing a significant project in the Town of Somerset, which would bring a first-class gaming and entertainment operation to the people of Massachusetts and surrounding jurisdictions. We anticipate the Project would represent the best in destination and local gaming entertainment.

We seek the opportunity in Somerset because of the strong support locally, the regional impact from an economic development standpoint and because of the superior location in terms of being a distinct market that does not compete with other surrounding markets. There is the additional benefit of partnering with the Town of Somerset on the Town-owned parcel in order to promote economic development.

Based on correspondence we received from the staff at the Gaming Commission, we recognize that our application is not complete, in that we have not identified all the equity sources.

We attach for your consideration a highly confident letter from Jeffries & Company, one of the leading investment banks involved in gaming finance, regarding their support and interest in providing funding for the Project. Additionally we continue to finalize our discussions with additional equity providers who would have to come forward and complete the application process.

We submit at this time our application which consists of the personal disclosure of myself, David Hanlon, and our entity Somerset On The Move, LLC. We understand that the Commission is meeting

February 5<sup>th</sup> and may consider a request for additional time from one or more applicants. We request a decision on granting Somerset On The Move, LLC an extension of time so we might complete our application. In consideration of this request we believe we bring strong resources to the process consisting of over 30 years of experience developing and operating casinos in many jurisdictions. During those years we have a stellar track record of transparency and forthrightness in dealing with gaming regulators. We believe we have a superior location in the Town of Somerset, and look forward to pursuing the project in partnership with the Town.

We appreciate your consideration of our formal request of an extension of time to complete our application.

Very Truly Yours,



David P. Hanlon



Cc: Stephen A. Crystal, Esq.

DAVID P. HANLON  
SOMERSET ON THE MOVE, LLC

January 9, 2015

Karen Wells, Director  
Investigations and Enforcement Bureau  
Massachusetts Gaming Commission  
101 Federal Street, 23<sup>rd</sup> Floor  
Boston, MA 02110

Re: Somerset On The Move, LLC (a to be formed Special Purpose LLC) , Applicant: Town of  
Somerset

Dear Director Wells:

Please accept this letter as a request to schedule a scoping meeting on January 16, 2015.  
In accordance with the Commission's request, the applicant submits the following:

(a). A list of entities and individuals that the applicant believes are qualified under  
2015 CMR 116.02 are:

- i. Somerset On The Move, LLC (a to be formed Special Purpose LLC)
- ii. David P. Hanlon

(b). Entities and individuals having more than a nominal ability to exert control over  
the applicant entity:

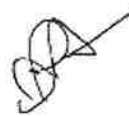
- i. David P. Hanlon
- ii. There may be other entities and/or individuals who may be added once financing  
is finalized in conjunction with the casino development process.

(c). The entities owning greater than a 5% interest, either voting or financial, in the  
applicant:

- i. David P. Hanlon
- ii. There may be other entities and/or individuals who may added once financing is  
finalized in conjunction with the casino development project.

**EXHIBIT - PROPOSED ORGANIZATIONAL CHART**

- I. PROJECT DEVELOPMENT & OPERATIONS - CEO - DAVID P. HANLON**
- II. PROJECT LEGAL AND DEVELOPMENT - STEPHEN A. CRYSTAL**
- III. PROJECT DEVELOPMENT - SITE DEVELOPMENT & PROGRAMMING  
AND CONSTRUCTION - GERARD SHORE**







*Investigations & Enforcement Bureau*

January 26, 2015

Kathryn A. Wheaton  
[REDACTED]

RE: The Seafan Trust, dba Sun Moon Resort Region C Scope of Licensing

Dear Ms. Wheaton,

The Investigations and Enforcement Bureau (IEB) at the Massachusetts Gaming Commission (MGC) is in receipt of the materials submitted by the Seafan Trust, dba Sun Moon Resort relevant to scope of licensing for the Region C RFA(1) application process. After reviewing all submitted materials, and participating in a scoping meeting with you on January 13, 2015, the IEB cannot complete the scope of licensing process.

As we have discussed, the Commission required for the Region C RFA(1) process that applicants submit a substantially complete application that includes qualifiers, the operator and financing by the January 30, 2015 deadline. The scope of licensing process is designed to assist the applicant in determining what materials need to be submitted for a complete application. This requirement was first addressed by the Commission at the open public meeting on June 26, 2014 and subsequently addressed on November 6, 2014, and November 20, 2014 at open public meetings. In the November 20, 2014 meeting, it was clarified that the applicant's equity in order to obtain proper financing for the project must be in place by the deadline and that the full ownership structure and table of organization needed to be identified in order to complete the scope of licensing process. Additionally, any potential applicant must identify the operator of the proposed gaming establishment, so that the IEB may comply with the statutory requirement to evaluate the suitability of the applicant to run a destination resort casino.

You have only identified yourself and the Seafan Trust as proposed qualifiers for your application. You indicated that the trust will have four billion dollars to invest in your proposal but admit that the money is not currently in the trust and you declined to indicate the identity of the donors of the equity for the project. Your documents show that you propose bringing in contractors as casino planners, operators and managers, but have not identified those individuals or entities. As such, Seafan Trust, dba Sun Moon Resort has not identified a complete list of proposed qualifiers.



Massachusetts Gaming Commission

101 Federal Street, 23rd Floor, Boston, Massachusetts 02110 | TEL 617.979.8400 | FAX 617.737.8066 | [www.massgaming.com](http://www.massgaming.com)

For the above reasons, the IEB is unable to complete the scope of licensing process for Seafan Trust, dba Sun Moon Resort. Accordingly, I expect to report that status to the Commission shortly after the January 30, 2015 deadline.

Please note that for the application to be deemed complete, a non-refundable \$400,000 application fee must be received by the Commission. It is particularly important that you are aware that the fee is non-refundable since you have already failed to meet the deadline for identification of qualifiers.

Very truly yours,



Karen Wells  
Director  
Investigations and Enforcement Bureau  
Massachusetts Gaming Commission



Massachusetts Gaming Commission

101 Federal Street, 23rd Floor, Boston, Massachusetts 02110 | TEL 617.979.8400 | FAX 617.737.8066 | [www.massgaming.com](http://www.massgaming.com)



January 30, 2015

Lt. Brian Connors  
Massachusetts Gaming Commission  
Investigations and Enforcement Bureau  
101 Federal Street Floor 23  
Boston, MA 02110

MASSACHUSETTS GAMING  
COMMISSION  
2015 JAN 30 PM 12:18

RE: Continuation of the Phase I Application for the Category I Casino License  
filed on January 15, 2013 by the Applicant- The Seafan Trust dba  
Sun Moon Resort, Kathryn A. Wheaton, Trustee, for Region C

Dear Lt. Connors:

The Seafan Trust dba, Sun Moon Resort, Kathryn A. Wheaton, Trustee, Applicant filed on January 15, 2013, hereby continues its Phase I Application for the Category I Gaming License to the Massachusetts Gaming Commission (the "Gaming Commission"). The Application is for the Category I Gaming License for Region C.

The Seafan Trust dba Sun Moon Resort Applicant hereby provides two copies of its Application already on file since January 15, 2013 with the Gaming Commission; one copy of each Application is contained in each of the two (2) accompanying USB drives, described below:

1. Massachusetts Business Entity Disclosure Form of The Seafan Trust;
2. Multi-Jurisdictional Personal History Disclosure Form of Kathryn A. Wheaton;
3. Massachusetts Supplemental Form to the Multi-Jurisdictional Personal History Disclosure Form of Kathryn A. Wheaton.

Payment of the Application Fee of \$400,000.00 is hereby made to the Massachusetts Gaming Commission.

By having available funds of \$500,000,000.00 and \$85,000,000.00, plus, The Seafan Trust dba Sun Moon Resort, Kathryn A. Wheaton, Trustee, meets the minimum qualification of financial ability, for the acceptance and furthering of this Applicant by the Gaming Commission.

Please be advised that the name of the resort and casino entity is Sun Moon Resort. Please bear this in mind during your review of the Application filed on January 15, 2013.

The Seafan Trust<sup>®</sup> dba Sun Moon Resort<sup>®</sup>

www.sunmoonresort.com

Although two copies of the Design Map illustrating the plans and offerings of Sun Moon Resort, were filed with your office on January 15, 2013, it is understood that this information is pertinent to Phase 2 of the Application. However, said Design Map is still material and relevant, and intended for development in Region C. Said Design Map is to continue to be kept Confidential and Not to be Disclosed by your office; being a trade secret, proprietary information, confidential information, and competitive sensitive information, in accordance with MGLc.23K§9(b), 205 CMR103, 102. Thank you for your continued cooperation on this matter.

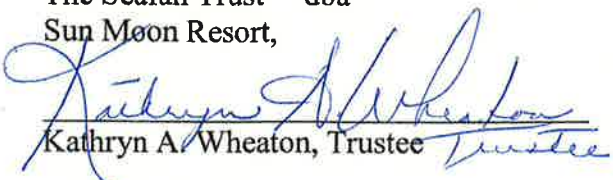
Other Qualifiers have filed their application, and or shall in short due course (within thirty days). As you know, individual experts and professionals shall be employed as independent contractors and consultants to work for The Seafan Trust dba Sun Moon Resort, Kathryn A. Wheaton, Trustee, on this four billion dollar resort and casino project. Sun Moon Resort is establishing itself as an independent casino and resort owner, operator, and licensee, of and by Massachusetts.

You are also aware that the purpose of The Seafan Trust, Kathryn A. Wheaton, Trustee, a Public Trust, as authorized by the Federal and State governments, is to benefit Nipmuk People (of the Nipmuk Indian Tribe of central MA), other Indians, and the Public. Seafan's Sun Moon Resort is designed, intended and shall fulfill this purpose. In accordance with MGL c. 23K §67: "The commission shall continue to evaluate the status of Indian tribes in the commonwealth, including, *without limitation*, gaining federal recognition or taking land into trust for tribal economic development..." Nipmuks, always Acknowledged by the Government of Massachusetts, were also Acknowledged by the Federal Government in 2000 (with action pending), and is an Indian Tribe of Massachusetts. By accepting and furthering this Applicant, The Seafan Trust dba Sun Moon Resort, Kathryn A. Wheaton, Trustee, for the State Category I Gaming License, the State and the Gaming Commission shall be supporting its Beneficiaries, Nipmuks, other MA Indians, and the Public, in keeping with the intent of the law(s). Additionally, The Seafan Trust dba Sun Moon Resort, Kathryn A. Wheaton, Trustee, is a Native American entity, a minority controlled entity, a woman controlled entity, a Native American woman controlled entity, a Massachusetts resident entity. Federal laws and orders, State laws and orders, and MGL c.23K itself, require, encourage and support The Seafan Trust dba Sun Moon Resort, Kathryn A. Wheaton, Trustee, as an Applicant for the State Category I Gaming Licensee, as a Gaming Licensee.

If you have any questions, or require any additional information, please contact me by telephone at [REDACTED] or by e-mail at [REDACTED]

Thank you for your consideration. Best wishes for this New Year.....

Sincerely,  
The Seafan Trust dba  
Sun Moon Resort,



Kathryn A. Wheaton, Trustee

Enclosure: 2 USBs



January 9, 2015

Massachusetts Gaming Commission  
101 Federal Street Floor 23  
Boston, MA 02110  
Attention: Karen Wells, Director  
Investigations and Enforcement Bureau

RE: Continuation of the Phase 1 Application for the Category 1 Casino & Resort License filed on January 15, 2013 by the Applicant -The Seafan Trust, dba Sun Moon Resort, Kathryn A. Wheaton, Trustee For Region C

Dear Director Wells and the Mass Gaming Commission:

The Seafan Trust, dba Sun Moon Resort, Kathryn A. Wheaton, Trustee, the January 15, 2013 Applicant of the RFA Phase I Application in accordance with MGL c.23K§§2, 15(11), does hereby continue its application for the Category 1 Casino & Resort License. This Applicant is for consideration of the Category 1 License for a Casino and Resort in Region C.

The purpose of this letter is to provide you with the following information, prior to the scoping meeting:

(a) A list of entities, and individuals that the applicant believes are qualifiers under 205 CMR 116.02:

Answer: The Seafan Trust, dba Sun Moon Resort, Kathryn A. Wheaton, Trustee.

The Seafan Trust<sup>™</sup> dba Sun Moon Resort<sup>™</sup>

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

(b) A list of entities having more than a nominal ability to exert control over the applicant entity:

Answer: None.

(c) A list of entities owning greater than a 5% interest, either voting or financial, in the applicant, or in an entity owning a 5% interest, either voting or financial, in the applicant:

Answer: None.

(d) An organizational chart showing upper level positions held by individuals in each entity noted above:

Answer: See attached Organizational Chart.

(e) An ownership chart showing the owners of each entity noted above:

Answer: Not Applicable.

(f) A list of entities and individuals for which the applicant is requesting waiver under 205 CMR 116.03 and the reasons for the request:

Answer: Not Applicable. None.

Request is hereby made for the scheduling of the scoping meeting with Karen Wells, Director, IEB, to occur no later than January 15, 2015.

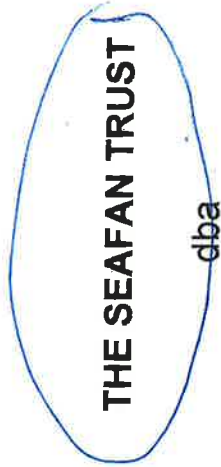
Thank you. Best wishes for this New Year.....

Sincerely,  
The Seafan Trust dba  
Sun Moon Resort

  
Kathryn A. Wheaton, Trustee

Enclosed: Organizational Chart

ORGANIZATIONAL CHART



SUN MOON RESORT

KATHRYN A. WHEATON, TRUSTEE

STAFF

CASINO PLANNERS, OPERATORS, MANAGERS  
Independent Contractors

CONSULTANTS

RESORT PLANNERS, OPERATORS, MANAGERS  
Independent Contractors

EMPLOYEES

BOARD OF ADVISORS

Mary Jane Nunes

January 29, 2015

Massachusetts Gaming Commission  
101 Federal Street, 23<sup>rd</sup> Floor  
Boston, MA 02110

Dear Massachusetts Gaming Commissioners,

My name is Mary Jane Nunes. As you may or may not know, my husband, David H. Nunes, became seriously ill in late November 2014 and passed away on December 30, 2014 in Washington DC. David's funeral service was held just two weeks ago on Cape Cod.

David worked passionately and tirelessly for many years to help bring casino gaming to the Commonwealth of Massachusetts. As the Commission knows, David, through one of his operating entities, submitted an RFA-1 Application for Region A, along with the required application fee, back in January of 2013. When the Host Community Referendum regarding the Milford project was not approved, David turned his attention to Southeastern Massachusetts and the potential of applying for a Category 1 License in Region C. David had several conversations with IEB Director Karen Wells about the Region C Application and was in the process of putting together the required components for the proposal when he became ill and subsequently passed away.

Needless to say, because of the seriousness of his illness and untimely passing, David's operating entity missed the mid-January deadlines for the Region C Application. As a result of these extraordinary circumstances, I am fervently requesting that the Commission extend the deadline for Applications seeking a Category 1 license in Region C, to allow David's operating entity the ability to complete its compilation of the necessary background and suitability documentation required by the Commission and to then submit their application. Understanding that time is of the essence, I deeply appreciate your thoughtful consideration of this request.

Respectfully,



Mary Jane Nunes





*The Commonwealth of Massachusetts*

HOUSE OF REPRESENTATIVES  
STATE HOUSE, BOSTON 02133-1054

Committees:  
Judiciary

Economic Development & Emerging Technologies  
Veterans and Federal Affairs

STATE HOUSE, ROOM 130  
TEL. (617) 722-2130  
Claire.Cronin@MAhouse.gov

**CLAIRE D. CRONIN**  
STATE REPRESENTATIVE  
ELEVENTH PLYMOUTH DISTRICT

February 4, 2015

Massachusetts Gaming Commission  
101 Federal Street, 23<sup>rd</sup> Floor  
Boston, MA 02110

Dear Chairman Crosby and fellow Commissioners,

Thank you for your recent efforts in moving along the category 1 licensing process in Region C. This licensing will be crucial to bringing construction, and jobs to our districts in Plymouth County.

We ask that the Commissioners continue the licensing process and adhere to the current schedule of Region C licensing deadlines. Section 1 of the Expanded Gaming Act outlined legislative policy objectives that would greatly help our communities. This included providing new employment opportunities, promoting local businesses, and expanding the tourism industry by requiring applicants to foster new construction projects through capital investments. These objectives; however, cannot be met unless the Commissioners continue to move forward with the licensing process.

It is our understanding that a few applicants have shown interest in Region C, including at least one highly qualified applicant has now paid the \$400K fee and has met the current RFA-1 deadline for a possible project in Brockton. We are eager for the opportunities that a casino would bring to Region C, and the families and small businesses in our districts that would benefit from it. We respectfully suggest that the Commissioners move forward in the licensing procedure and work towards meeting the needs of constituents in the Commonwealth.

Sincerely,

Michael D. Brady  
State Representative  
Ninth Plymouth District

Claire D. Cronin  
State Representative  
Eleventh Plymouth District