



MASSACHUSETTS GAMING COMMISSION
PUBLIC MEETING #267

May 6, 2019
10:00 a.m.

Massachusetts Gaming Commission
101 Federal Street
Boston, MA



Massachusetts Gaming Commission



**NOTICE OF MEETING and AGENDA
May 6, 2019**

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:

**Monday, May 6, 2019
10:00 a.m.
Massachusetts Gaming Commission
101 Federal Street, 12th Floor
Boston, MA**

PUBLIC MEETING - #267

1. Call to order
2. Administrative Update – Ed Bedrosian, Executive Director
 - a. General Update
 - b. Massachusetts Gaming Commission Quarterly Budget and Diversity Spend Reports - **VOTE**
3. Ombudsman – John Ziemba and Joe Delaney, Construction Project Oversight Manager
 - a. Encore Boston Harbor - 2018 Fourth Quarter Report and 2019 First Quarter Report
 - Jacqui Krum, Vice President and General Counsel
 - Peter Campot, Director of Construction, Wynn Design and Development
 - b. Encore Boston Harbor - Independent Traffic Monitoring Approval - **VOTE**
 - Jim Folk, Executive Director of Transportation
 - Dustin Kerksieck – STV Incorporated
 - c. Encore Boston Harbor - Summary of Material Changes Since Design Approval
 - Jacqui Krum, Vice President and General Counsel
 - Peter Campot, Director of Construction, Wynn Design and Development
 - d. Encore Boston Harbor - Draft Detailed Construction Timeline
 - Jacqui Krum, Vice President and General Counsel
 - Peter Campot, Director of Construction, Wynn Design and Development
 - e. Draft Second Amended Encore Boston Harbor Section 61 Findings
 - Jacqui Krum, Vice President and General Counsel
 - Mina Makarious, Esq. – Andersen & Kreiger
 - f. Encore Boston Harbor - Opening Period Traffic & Public Safety Planning
 - Robert DeSalvio, President



Massachusetts Gaming Commission

4. Investigations and Enforcement Bureau – Bruce Band, Assistant Director – Gaming Agents Division Chief
 - a. Draft Revision to Gaming Establishment Boundary – T. Grossman, Deputy General Counsel
 - b. Draft Encore Boston Harbor Alcohol Permit – B. Curtis, Licensing Manager
5. Commissioners’ Updates
6. Other business – reserved for matters the Chair did not reasonably anticipate at the time of posting.

I certify that on this date, this Notice was posted as “Massachusetts Gaming Commission Meeting” at www.massgaming.com and emailed to: regs@sec.state.ma.us, melissa.andrade@state.ma.us.

05.02.19
Date

Cathy Judd-Stein
Cathy Judd-Stein, Chair

Date Posted to Website: May 2, 2019 at 10:00 a.m.



Massachusetts Gaming Commission



MASSACHUSETTS GAMING COMMISSION

MEMORANDUM

To: Chair Judd-Stein and Commissioners Cameron, O'Brien, Stebbins, and Zuniga
From: Edward Bedrosian, Jr., Executive Director and Derek Lennon, CFAO
Date: 5/1/2019
Re: Fiscal Year 2019 (FY19) Third Quarter Budget Review

Summary:

The Massachusetts Gaming Commission approved a FY19 budget for the Gaming Control Fund of \$33.4M composed of \$22.6M in regulatory costs and \$10.79M in statutorily required costs. The Gaming Control Fund required an initial assessment of \$28.32M on licensees. FY18 revenue exceeded FY18 expenses by \$947.3K, which resulted in the initial FY19 assessment being reduced from \$28.32M to \$27.37M.

The midyear update added \$3.1M in costs to the FY19 approved budget, increased revenue projections by \$860.9K, and required an increase to the licensee's assessments of \$2.24M. Included in the \$3.1M additional costs approved at the midyear update were \$1.17M for Everett casino preparations, \$396K for MGM Springfield public safety, \$750K for litigation and \$791K for IT migration to the cloud. Of note is that the legal department asked for funding above the \$750K. The Commission decided however to only fund the current bills and wait until the third quarterly update to get clarity on the composition of the additional legal bills.

For the third update, staff is recommending increasing the overall Gaming Control Fund by \$1.3M in legal costs, increasing revenue projections by \$1.1M, and not increasing the assessment on licensees. The combined impact of the increase in revenues and increase in spending would result in an FY19 Gaming Control Fund total budget of \$37.8M.

Additional Budget Needs:

The MGC legal division began fiscal year 2019 with a litigation budget of \$400K, which is the bare minimum required by our insurance policy. At the midyear the litigation budget item was increased by \$750K to pay the bills in hand as of 12/31/18 with the understanding it would be revisited at the third quarterly update when better information was available. At this time, it is staff's recommendation to increase this item by \$1.3M. However, based on increases in licensing revenues as well as the majority of the bills being reimbursable to the Wynn ongoing suitability investigation, staff is not recommending an increase to the assessment.

Revenue Update:

The FY19 Budget for the Gaming Control Fund relies on fees from licensing and slots, and an assessment on licensees to fund the spending needs. Licensing fees were initially projected to be \$535K. Those projections were revised up by \$185K at the midyear, and are being revised up again by an additional



Massachusetts Gaming Commission

\$295K. In addition, the Commission has billed for an additional \$817.9K in costs associated with the on-going suitability review of Wynn Resorts, Inc. The Commission has not received all of the final bills associated with the on-going suitability review, and is comfortably assured that at least \$190K of those bills will be reimbursable, which will close the gap between expected spending and expected revenue. Staff is not recommending an increase to the assessment.

Conclusion:

Staff is seeking a vote to increase the Gaming Control Fund budget to \$37.8M (a \$1.3M adjustment) which is offset by additional licensing revenue and reimbursement from the on-going suitability review.

Attachment A: FY19 Actuals Spending and Revenue as of 4/1/2019



Massachusetts Gaming Commission

QUARTERLY REPORT

MAY 6, 2019

ENCORE BOSTON HARBOR







CONSTRUCTION – MAJOR MILESTONES

SITE WORK

- ☑ Floating dock system installation – 99% complete
- ☑ Site Utilities – 100% complete
- ☑ EPS Block – 100% complete
- ☑ Plant selection and purchasing – 100% complete
- ☑ Site paving – 70% complete (top course left)







CONSTRUCTION – MAJOR MILESTONES

GARAGE

- ☑ B4– 100% complete
- ☑ B3 – 100% complete
- ☑ B2 – 95% complete
- ☑ B1 – 85% complete



CONSTRUCTION – MAJOR MILESTONES

PODIUM - NORTH/CENTRAL UTILITY PLANT

- ☑ TCO received to occupy space



CONSTRUCTION – MAJOR MILESTONES

PODIUM - GAMING

- ☑ Ceiling framing – 95% complete
- ☑ Wall framing – 100% complete
- ☑ Drywall – 98% complete
- ☑ Millwork – 100% complete
- ☑ Carpet – 99% complete



CONSTRUCTION – MAJOR MILESTONES

PODIUM - CONVENTION

- ☑ Wall framing – 100% complete
- ☑ AV/Telecom – 100% complete
- ☑ Wall trims and millwork – 100% complete





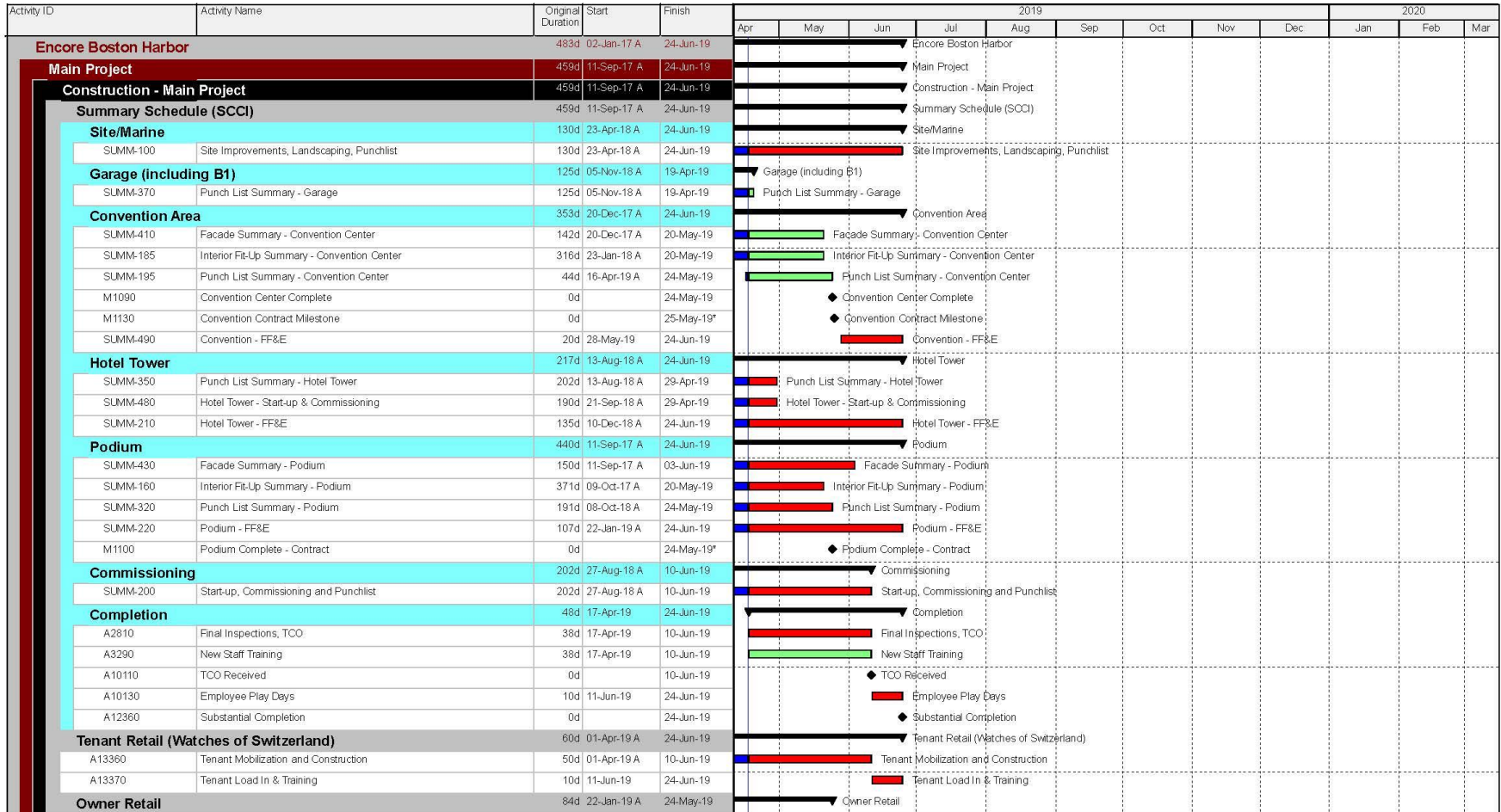
CONSTRUCTION – MAJOR MILESTONES

HOTEL TOWER

- ☑ Curtain Wall – 99% complete
- ☑ Wall coverings – up to L27
- ☑ Paint– up to L27
- ☑ Stone- up to L27
- ☑ Carpet (rooms) – 100% complete, up to L27
- ☑ Overall completed floors – up to L27
- ☑ Furniture– up to L27



PROJECT SCHEDULE



Data Date: 17-Apr-19
 Print Date: 17-Apr-19
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Encore Boston Harbor
 Project Master Schedule
 Schedule Update #50



PROJECT SCHEDULE

Activity ID	Activity Name	Original Duration	Start	Finish	2019												2020		
					Apr	May	Jun	Jul	Aug	Sep	Oct	Nov	Dec	Jan	Feb	Mar			
A13430	Mobilization and Construction (Collection)	84d	22-Jan-19 A	24-May-19	Mobilization and Construction (Collection)														
A13450	Mobilization and Construction (Sundries)	74d	22-Jan-19 A	24-May-19	Mobilization and Construction (Sundries)														
A13470	Mobilization and Construction (Men's)	74d	22-Jan-19 A	24-May-19	Mobilization and Construction (Men's)														
A13490	Mobilization and Construction (Beauty)	74d	22-Jan-19 A	24-May-19	Mobilization and Construction (Beauty)														

PROJECT SCHEDULE

Activity ID	Activity Name	Original Duration	Start	Finish	2019												2020		
					Apr	May	Jun	Jul	Aug	Sep	Oct	Nov	Dec	Jan	Feb	Mar			
	Service Road and Utilities Projects	33d	17-Apr-19	03-Jun-19	Service Road and Utilities Projects														
	Service Road Construction	33d	17-Apr-19	03-Jun-19	Service Road Construction														
12120	Final Roadway Top, Striping, Landscaping	33d	17-Apr-19*	03-Jun-19	Final Roadway Top, Striping, Landscaping														

PROJECT SCHEDULE

Activity ID	Activity Name	Original Duration	Start	Finish	2019												2020		
					Apr	May	Jun	Jul	Aug	Sep	Oct	Nov	Dec	Jan	Feb	Mar			
Off-Site Transportation Improvements					Off-Site Transportation Improvements														
Milestone					Milestone														
Package #1 (Lower Broadway and Truck Route)					Package #1 (Lower Broadway and Truck Route)														
AMS 800.1140	CP#1 Construction (Lower Broadway and Truck Route)	260d	13-Oct-17 A	07-Jun-19	CP#1 Construction (Lower Broadway and Truck Route)														
Package #2 (Santilli, Sweetser, Wellington, Bell and C/M Signals)					Package #2 (Santilli, Sweetser, Wellington, Bell and C/M Signals)														
AMS 800.1220	CP#2 Construction (Sweetser Circle)	251d	09-Nov-17 A	17-May-19	CP#2 Construction (Sweetser Circle)														
AMS 800.1230	CP#2 Construction (Wellington Circle)	251d	09-Nov-17 A	17-May-19	CP#2 Construction (Wellington Circle)														
Package #4 (Sullivan Square)					Package #4 (Sullivan Square)														
AMS 800.1300	CP#4 Construction (Sullivan Square)	255d	01-Nov-17 A	07-Jun-19	CP#4 Construction (Sullivan Square)														
Land Transfers, Easements					Land Transfers, Easements														
Proposed Dexter Realignment (CP #1)					Proposed Dexter Realignment (CP #1)														
14950	Previous Owner/Tenant Legal Agreement Reached (TBD)	110d	02-Jan-17 A	19-Apr-19	Previous Owner/Tenant Legal Agreement Reached (TBD)														
14960	Tenant Vacates (TBD)	20d	22-Apr-19	17-May-19	Tenant Vacates (TBD)														
Final Planning Board Approval					Final Planning Board Approval														
14970	Final Planning Board Approval	38d	17-Apr-19	10-Jun-19*	Final Planning Board Approval														
Construction Package #1 - Lower Broadway & Truck Route					Construction Package #1 - Lower Broadway & Truck Route														
Lower Broadway & Truck Route					Lower Broadway & Truck Route														
CP#1 Construction					CP#1 Construction														
ALB 900.1250	Dexter and Robin Streets	140d	16-Feb-18 A	17-May-19	Dexter and Robin Streets														
ALB 900.1110	Beacham Street at Robin Street Intersection	93d	10-Sep-18 A	07-Jun-19	Beacham Street at Robin Street Intersection														
ALB 900.1280	Broadway Overall	35d	25-Mar-19 A	17-May-19	Broadway Overall														
ALB 900.1270	Alford Street at Dexter Street Intersection	35d	01-Apr-19 A	17-May-19	Alford Street at Dexter Street Intersection														
ALB 900.1070	CP #1 Completed	0d		07-Jun-19	◆ CP #1 Completed														
Construction Package #2 - Route 16					Construction Package #2 - Route 16														
CP#2 Construction					CP#2 Construction														
ALB 900.1200	Wellington	160d	17-Apr-18 A	17-May-19	Wellington														
ALB 900.1220	Sweetser	125d	17-Apr-18 A	17-May-19	Sweetser														
ALB 900.1260	Bell Circle	125d	23-Apr-18 A	17-May-19	Bell Circle														
ALB 900.1060	CP #2 Completed	0d		17-May-19	◆ CP #2 Completed														
Construction Package #4 - Sullivan Square Charlestown					Construction Package #4 - Sullivan Square Charlestown														
ALB 900.1120	Phase 1 - Alford Street Southbound	150d	27-Nov-17 A	17-May-19	Phase 1 - Alford Street Southbound														
ALB 900.1140	Phase 3 - Sullivan MBTA Station	165d	22-Jan-18 A	24-May-19	Phase 3 - Sullivan MBTA Station														
ALB 900.1130	Phase 2 - Alford Street Northbound	121d	17-Apr-18 A	10-May-19	Phase 2 - Alford Street Northbound														
ALB 900.1180	Phase 8 - D Street and Spice Street	44d	16-Jul-18 A	10-May-19	Phase 8 - D Street and Spice Street														
ALB 900.1170	Phase 6 - Cambridge Street	54d	17-Sep-18 A	17-May-19	Phase 6 - Cambridge Street														
A7560	Overall Finishes, Signal Fine Tune, Testing	50d	01-Apr-19 A	07-Jun-19	Overall Finishes, Signal Fine Tune, Testing														
A7550	Sullivan Square Completed	0d		07-Jun-19	◆ Sullivan Square Completed														

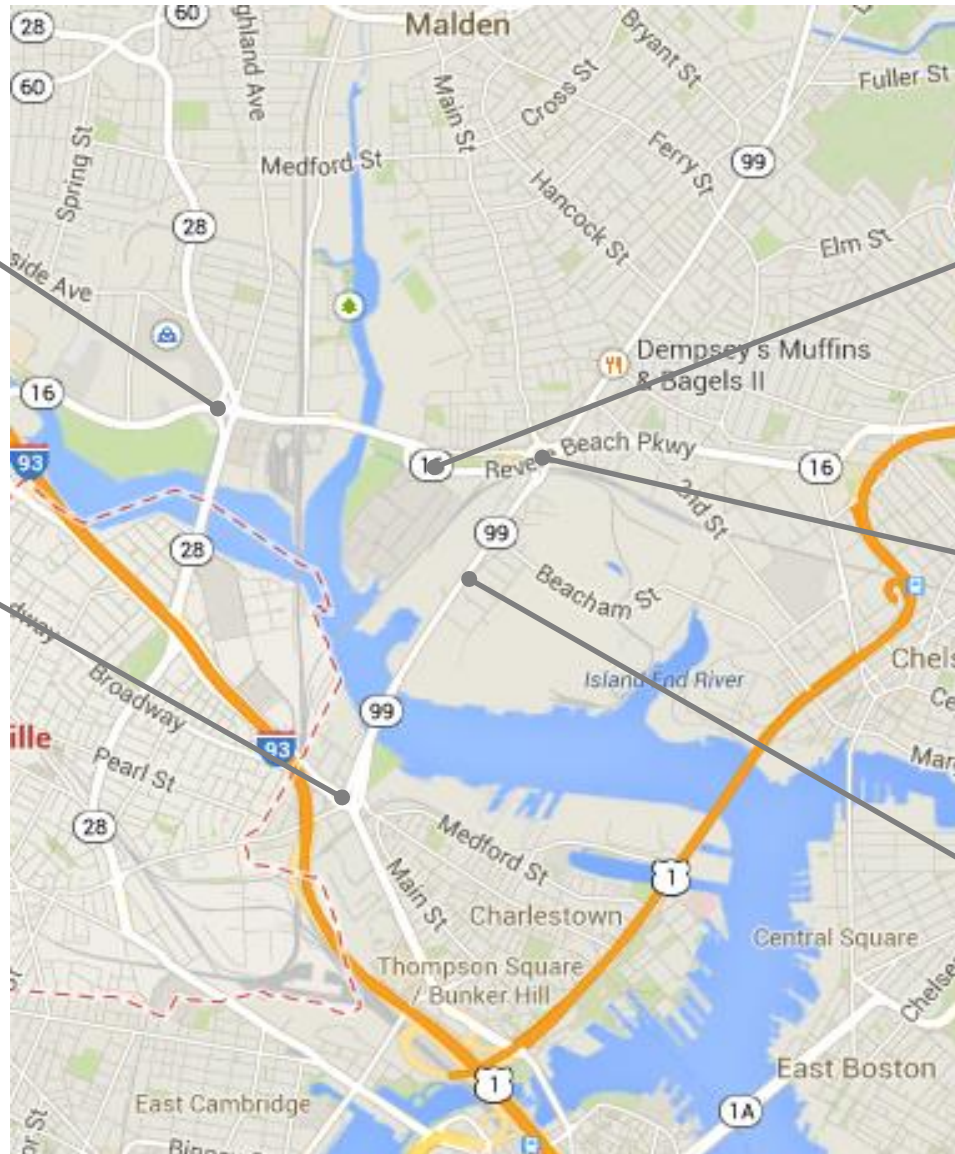
Data Date: 17-Apr-19
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Encore Boston Harbor
 Project Master Schedule
 Schedule Update #50

OFFSITE INFRASTRUCTURE IMPROVEMENTS

Wellington Circle,
MEDFORD

Sullivan Square,
BOSTON



Santilli Circle,
EVERETT

Sweetser Circle,
EVERETT

Lower Broadway,
EVERETT



CP#1 BROADWAY AND TRUCK ROUTE

CP#1 Broadway and Truck Route Construction Schedule Summary

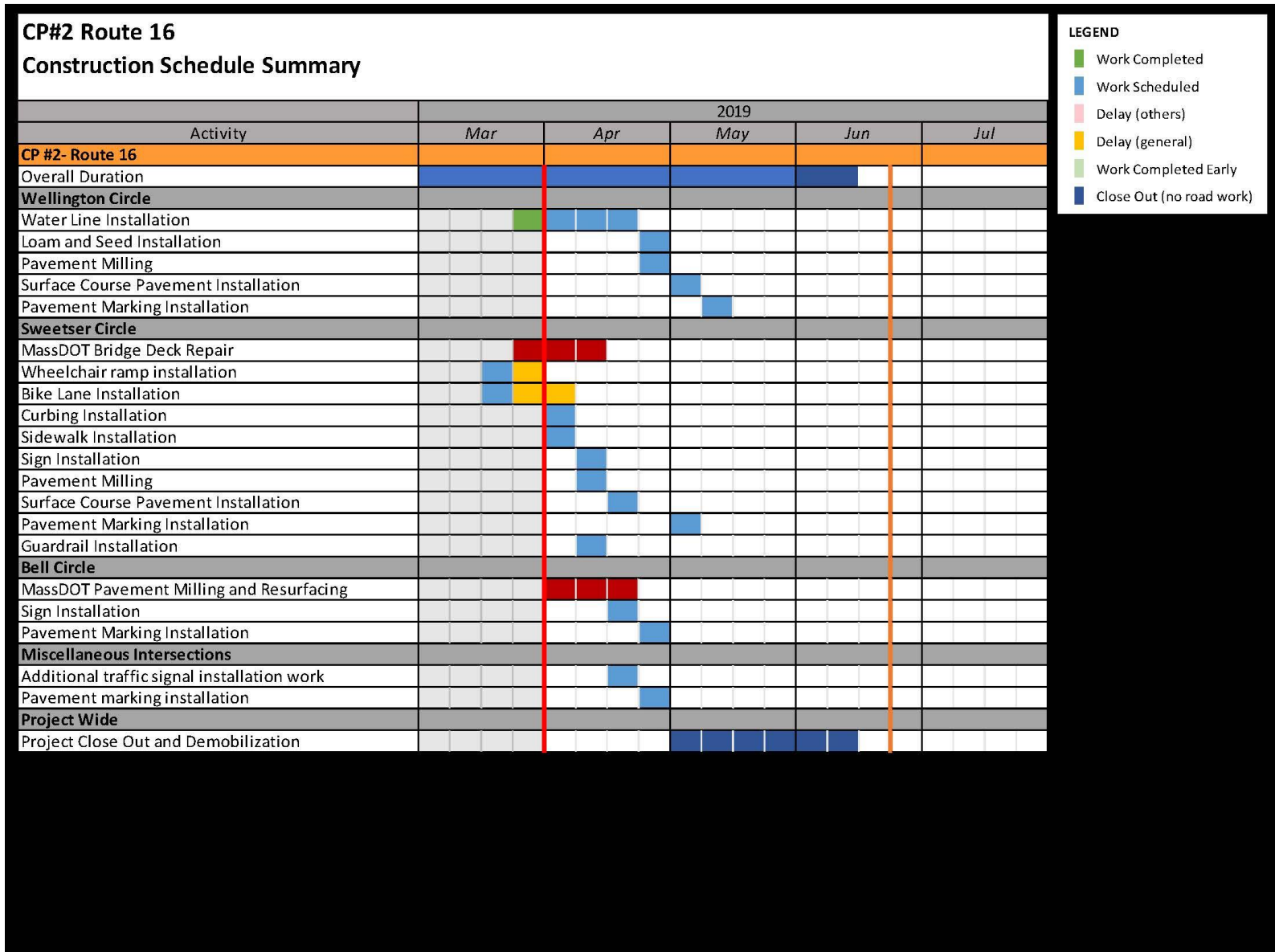
Activity	2019				
	Mar	Apr	May	Jun	Jul
CP #1 - Broadway/ Truck Route					
Overall Duration					
Dexter and Robin Street Truck Route					
Pavement Installation to Binder Course (Mystic to Rover)					
Curbing Installation					
Sidewalk Installation					
Surface Course Pavement Installation					
Pavement Marking Installation					
Beacham Street at Robin Street Intersection					
Pavement Installation to Binder Course					
Curbing Installation					
Sidewalk Installation					
Surface Course Pavement Installation					
Pavement Marking Installation					
Alford Street at Dexter Street Intersection					
Mast Arm Installation					
Traffic Signal Installation					
Pavement Milling					
Shimming Course Pavement Installation					
Surface Course Pavement Installation					
Sidewalk Installation					
Pavement Marking Installation					
Broadway Overall					
Bus Shelter Installation					
Traffic Signal Interconnect					
Remaining Sidewalk (Dane St. to Bartlett St.)					
Pavement Milling (Boston)					
Pavement Surface Course (Boston)					
Pavement Marking Installation (Boston)					
Landscaping Installation					
Traffic Signal Fine Tuning and Testing					
Project Close Out and Demobilization					

LEGEND

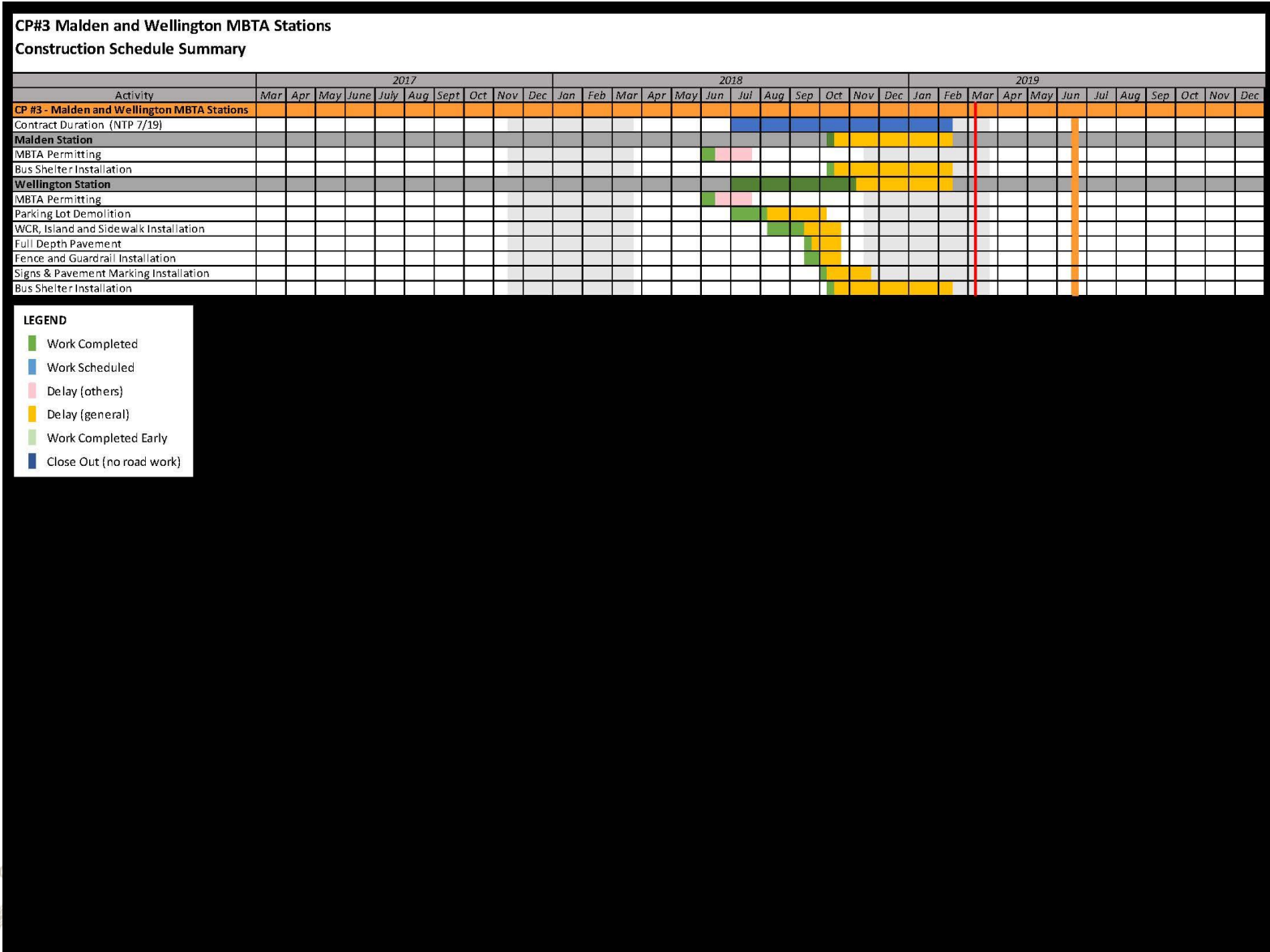
- Work Completed
- Work Scheduled
- Scheduled Work (others)
- Delay (others)
- Delay (general)
- Work Completed Early
- Close Out (no road work)



CP#2 ROUTE 16



CP#3 MALDEN AND WELLINGTON MBTA STATIONS



CP#4 SULLIVAN SQUARE ROTARY AND MBTA STATION



CP#4 Sullivan Square Rotary and MBTA Station Construction Schedule Summary

Activity	2019				
	Mar	Apr	May	Jun	Jul
CP #4 - Sullivan Square Rotary and MBTA Station					
Overall Duration					
Sullivan Square City of Boston					
Rutherford Ave SB: Rotary to D Street					
Site Preparation and Demolition					
Curb and Sidewalk Installation					
Rotary between Cambridge and Rutherford					
Site Preparation and Demolition					
Curb and Sidewalk Installation					
Main Street at Schraffts Building					
Curb and Sidewalk Installation					
Alford St NB at Ryan Playground					
Traffic Signal Installation					
Curb and Sidewalk Installation					
Rotary between Alford NB and Alford SB					
Curb and Sidewalk Installation					
Cambridge Street					
Curb and Sidewalk at Maffa Way					
Curb at Sidewalk at I-93 Off Ramp					
Curb and Sidewalk 93 Off Ramp to Spice Street					
Curb and Sidewalk Spice St to Rotary					
Cambridge Street at MBTA Entrance					
Phase 8 D Street					
Full Depth Pavement Installation					
Curb and Sidewalk Installation					
Sullivan Square MBTA Station					
Cambridge Street Upper Busway Exit					
Pavement Milling					
Pavement Installation and Markings					
Overall					
Milling Project Wide					
Paving Project Wide					
Loop Installation Project Wide					
Pavement Marking Installation Project Wide					
BTD Signal Fine Tuning and Testing					
Project Close out and Demobilization					

LEGEND

- Work Completed
- Work Scheduled
- Delay (others)
- Delay (general)
- Work Completed Early
- Close Out (no road work)



Contracts Awarded to Minority, Women and Veteran Business Enterprises - Design Phase



MBE

13 contract awards:

\$5,440,916

% of total contracts: **8.5%**

Goal: **7.9%**

WBE

14 contract awards:

\$5,386,195

% of total contracts: **8.2%**

Goal: **10.0%**

VBE

4 contract awards:

\$3,974,569

% of total contracts: **6.1%**

Goal: **1.0%**

SUMMARY*

31 total M/W/VBE contracts:

\$14,838,635

% of total contracts: **22.6%**

Goal: **18.9%**

*M/W/VBE design contract awards report includes awards and payments made to businesses with more than one diverse classification (i.e. M/WBE). Totals reported deduct any double counting due to awards to businesses with more than one diverse classification.

Contracts Awarded to Minority, Women and Veteran Business Enterprises for Construction Phase



MBE

81 contract awards:

\$79,848,381

% of total contracts: **5.9%**

Goal: **5.0%**

WBE

151 contract awards:

\$173,221,778

% of total contracts: **12.8%**

Goal: **5.4%**

VBE

49 contract awards:

\$37,495,939

% of total contracts: **2.4%**

Goal: **1.0%**

SUMMARY*

252 total M/W/VBE contracts:

\$260,068,013

% of total contracts: **19.1%**

Goal: **11.4%**

*M/W/VBE construction contract awards report includes awards and payments made to businesses with more than one diverse classification (i.e. M/WBE). Totals reported deduct any double counting due to awards to businesses with more than one diverse classification.

Minority, Women and Veteran Workforce Participation for Construction Phase



Minority

1,713 workers:

1,382,048 hours

% of total work hours: **25.3%**

Goal: **15.3%**

Female

456 workers:

391,609 hours

% of total work hours: **7.2%**

Goal: **6.9%**

Veteran

303 workers:

297,935 hours

% of total work hours: **5.5%**

Goal: **3.0%**

INSTALLATION OF GAMING EQUIPMENT

- To be completed by May 31, 2019
- 3,109 of 3,130 slot machines installed
- All 143 non-poker tables installed
- 16 of 88 poker tables installed

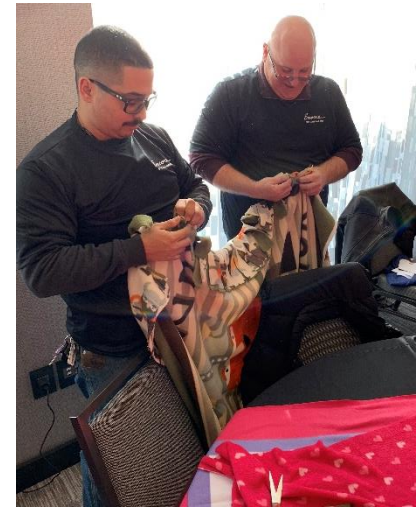
HIRING UPDATE

- 930 employees currently onboard
- 86% of total hires in the onboarding process
- Anticipated completion of hiring process by May 31, 2019



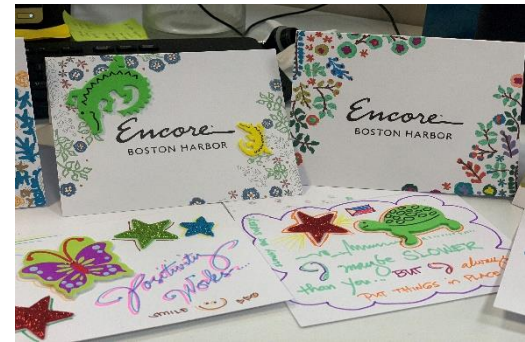
KEEPING EVERETT WARM – February 13

- Made 40 fleece blankets for Everett Grace Food Pantry



PACKING SUMMER EXPERIENCE – March 26

- 30 volunteers helped Summer Search pack 300 bags of essentials for their students' upcoming summer experience



ONE BOSTON DAY – April 15

- 40 volunteers entertained 100 FKO children over school break



WALK FOR CHANGE – April 28



- 60 employees and friends participated in the Boston Area Rape Crisis Center Walk for Change



COMMUNITY SHOW AT WANG THEATER – April 28

Encore
BOSTON HARBOR

- Donated 100 tickets to families from the Malden YMCA, For Kids Only Afterschool and the Everett Haitian Community Center

BOCH
CENTER
WANG THEATRE | SHUBERT THEATRE



PARTNERSHIP WITH MUSEUM OF FINE ARTS, BOSTON



- Free admission for Encore employees and their families
- Free admission for Everett residents from April to August



QUESTIONS



Encore Boston Harbor

Monitoring of Project Construction and Licensee Requirements 205 CMR 135

Quarterly Report Massachusetts Gaming Commission as of December 31, 2018



Monitoring of Project Construction and Licensee Requirements

Quarterly Report as of December 31, 2018

1.0 Project at a Glance

The Encore Boston Harbor (the “Project”) is an approximately \$2.4 billion luxury resort that will transform a blighted section of the City of Everett, Massachusetts adjacent to the Mystic River, into a world-class destination. The Project will contribute hundreds of millions of dollars, including tens of millions of dollars in infrastructure contributions to the City of Everett, the region, and the Commonwealth of Massachusetts. The Project is under construction on the contaminated site of a former chemical manufacturing plant totaling approximately 33.9 acres (the “Project Site”).



The Project will be comprised of a luxury hotel with 671 rooms, a gaming area, retail space, food and beverage outlets, event and meeting space, a spa and gym, a parking garage, and other complementary amenities. The Project will also include extensive landscape and open space amenities including a public gathering area with an outdoor park-like open space, a pavilion, waterfront features, a public harborwalk, and water transportation docking facilities reconnecting the City of Everett to the Mystic River and Boston Harbor for the first time in generations.

The Project will also include off-site improvements including extensive transportation improvements and a multiuse path from the Project's harborwalk to the existing paths at the Massachusetts Department of Conservation and Recreation ("DCR") Gateway Park. The Project will be developed in a single phase.

Wynn MA, LLC ("Wynn") received a conditional Category 1 gaming license for Region A (the "Gaming License") in November 2014. Since receiving the conditional Gaming License, Wynn has made significant progress on community outreach, project entitlements, permitting, land acquisition, the design, and construction of the Project.

In August 2015, Wynn selected Charter Contracting Company, LLC, a Massachusetts limited liability company, as its remediation contractor. Remediation of the landside portion of the Project Site commenced in October 2015, and final completion documentation was filed on August 4, 2016.

On July 15, 2015, Wynn filed its Second Supplemental Final Environmental Impact Report ("SSFEIR") to address the remaining three principal areas of study that were outlined in the Certificate of the Secretary of Energy and Environmental Affairs on Wynn's Supplemental Final Environmental Impact Report ("SFEIR") dated April 3, 2015. On August 28, 2015, Wynn received a Certificate of the Secretary of Energy and Environmental Affairs on its SSFEIR (the "Secretary's Certificate") concluding that Wynn's SSFEIR "adequately and properly complies" with the Massachusetts Environmental Policy Act ("MEPA").

In accordance with MEPA, following the receipt of its Secretary's Certificate, Wynn worked with various state agencies to obtain "Section 61 findings," a determination made by an agency of the Commonwealth describing the environmental impact, if any, of the Project and a finding that all feasible measures have been taken to avoid or minimize said impact. Wynn received its Section 61 findings from the following agencies on the dates set forth below:

Massachusetts Water Resources Authority:	January 12, 2016
Massachusetts Port Authority:	January 21, 2016
Massachusetts Department of Transportation & Department of Conservation and Recreation:	April 5, 2016
Massachusetts Gaming Commission:	April 25, 2016

On August 24, 2015, Wynn filed its Chapter 91 License Application for the Project with the Massachusetts Department of Environmental Protection (“MassDEP”) to obtain license authorization for the development of a portion of the Project on private filled and flowed tidelands. MassDEP issued the Chapter 91 License on August 3, 2016.

On February 28, 2017, Wynn filed a Notice of Project Change (“NPC”) identifying changes to programming and design refinements for the Project and including a sediment remediation plan for a portion of the Project Site and an adjacent area of the Mystic River.

2.0 Cost of Construction and Capitalization of Gaming Licensee

Pursuant to 205 CMR 135.02(5)(a) and (b), please see Appendix 1 for a sworn certification regarding (a) the total estimated cost of construction of the Project and related infrastructure improvements and (b) the capitalization of the Wynn for the quarter ending December 31, 2018.

3.0 Design and Construction Contracts

Pursuant to 205 CMR 135.02(5)(c), please see Appendix 2 for a list of all design and construction contracts executed for the quarter ending December 31, 2018 to design and construct the gaming establishment and related infrastructure improvements.

4.0 Progress of Construction

Pursuant to 205 CMR 135.02(5) (d), the following is a status report regarding the progress of the construction of the Project.

4.1 Federal Permits.

On May 18, 2017, Wynn filed a Permit Modification Request with the US Army Corps of Engineers to modify the permit previously issued for the Project to include (i) accessibility improvements for the floating dock system, (ii) installation of three piles to protect an outfall, and (iii) remedial activities including the removal of derelict barges, debris removal, and additional dredging and filling in the Mystic River. The permit modification was issued on August 31, 2017 and reissued on September 11, 2017. Another permit modification was received on June 25, 2018 to address erosion of a limited portion of the cap.

4.2 State Permits.

On July 15, 2015, Wynn filed its SSFEIR to address the remaining three principal areas of study that were outlined in the Certificate of the Secretary of Energy and Environmental Affairs on Wynn's SFEIR dated April 3, 2015. On August 28, 2015, Wynn received a Secretary's Certificate concluding that Wynn's SSFEIR "adequately and properly complies" with MEPA.

The Secretary's Certificate confirmed that Wynn's traffic analysis and mitigation plans are effective to mitigate the Project's impacts on existing transportation infrastructure. With respect to broader regional transportation impacts, the Secretary's Certificate required the establishment of a "Regional Working Group" to be led by MassDOT for the purpose of assessing and developing long-term transportation improvements that will support sustainable redevelopment and economic growth in and around Sullivan Square. Wynn committed to participating in this Regional Working Group and providing a proportionate share of funding to support this effort. Wynn has attended all monthly meetings of the Lower Mystic Regional Working Group ("LMRWG").

The Secretary's Certificate also required enhanced public review during permitting and development of Section 61 findings by MassDOT and the Massachusetts Gaming Commission ("MGC"). Following the receipt of the Secretary's Certificate, Wynn had productive meetings with each of the State Agencies with permitting authority over the Project for the purpose of preparing Section 61 findings to be issued by each such State Agency. Wynn received its Section 61 findings from the following agencies on the dates set forth below:

Massachusetts Water Resources Authority:	January 12, 2016
Massachusetts Port Authority:	January 21, 2016
Massachusetts Department of Transportation & Department of Conservation and Recreation:	April 5, 2016
Massachusetts Gaming Commission:	April 25, 2016

On February 28, 2017, Wynn filed an NPC with MEPA. The primary purpose of the NPC was to describe the sediment remediation plans for a portion of the Project Site and an adjacent parcel located in the Mystic River. The NPC also described refinements to the program and interior layout of the building to reflect current market conditions as they have changed since prior MEPA filings. Program changes include a reduction in retail space, a reduction of hotel suites to provide for additional rooms, an increase in food and beverage space, the addition of a larger luxury ballroom space, and an increase in "back of house" support space. The NPC contained updated square footage for each of the Project components as they were further

refined and finalized as part of the design process. Other minor changes that developed over the course of designing and preparing construction documents for the Project were also included in the NPC (e.g., minor adjustments to the elevation of the salt marsh to improve viability, minor changes to the docking and float systems to accommodate Americans with Disabilities Act (“ADA”) and other passenger needs, and a minor reduction in the navigational dredge footprint).

On August 24, 2015, Wynn filed its Chapter 91 License Application for the Project with the MassDEP to obtain license authorization for the development of a portion of the Project on private filled and flowed tidelands. Wynn received its “Written Determination” from MassDEP on January 22, 2016. On February 11, 2016, Mayor Joseph A. Curtatone, in his capacity as Mayor of the City of Somerville (“Somerville”), filed a “Notice of Claim” with the Executive Office of Energy and Environmental Affairs, Department of Environmental Protection, requesting an adjudicatory hearing with respect to the Written Determination. On February 18, 2016, the Office of Appeals and Dispute Resolution of MassDEP issued a Scheduling Order pursuant to which a hearing on Somerville’s appeal was set for June 2, 2016. As a direct result of this appeal, Wynn was unable to commence construction activities within those portions of the Project Site that are subject to Chapter 91.

On June 2, 2016, Wynn, Somerville and the DEP participated in the adjudicatory hearing. On July 15, 2016, MassDEP’s Office of Appeals and Dispute Resolution issued a “Recommended Final Decision” affirming Wynn’s Written Determination, and MassDEP issued the Chapter 91 License on August 3, 2016.

On February 22, 2017, Wynn filed a request with MassDEP for a Minor Project Modification, pursuant to CMR 9.22(3), to modify the below-grade footprint of underground parking facility. The requested modifications included (i) decreasing the below-grade parking structure from three (3) levels to one (1) level under the peninsular portion of the building footprint, (ii) a setback of the below-grade parking structure footprint under the main entrance, and (iii) increasing the below-grade parking structure from three (3) levels to four (4) levels under the remaining portion of the main building footprint. None of the foregoing modifications extended the below-grade building footprint, increased the total number of parking spaces, or changed any previously authorized uses. On February 28, 2017, MassDEP determined that the proposed modifications comply with the minor project modification provisions set forth in 310 CMR 9.22(3)(a) and that the submission of a Chapter 91 Waterways License Application was not required for such modifications.

On March 16, 2017, Wynn filed a request with MassDEP for a second Minor Project Modification, pursuant to CMR 9.22(3), to (1) reduce the living shoreline elevation, (2) increase the total number of hotel rooms from 629 to 671, (3) modify the docking facility of the Project to accommodate an improved accessible ramping system, (4) install three fender piles to protect an outfall structure, and (5) in response to market conditions, change the size and location of some first floor uses. On March 29, 2017, the DEP determined that the proposed modifications (1) through (4) above comply with the minor project modification provisions set forth in 310 CMR 9.22(3)(a) and that the proposed modification (5) complies with 310 CMR 9.22(3)(b). Therefore, DEP determined that the submission of a Chapter 91 Waterways License Application was not required for such modifications.

On May 12, 2017, Wynn filed a Chapter 91 License and Water Quality Certification Application with MassDEP for the removal of deteriorated barges and sediment remediation in a portion of the Mystic River located in the Cities of Boston and Everett. MassDEP issued a Water Quality Certification on August 25, 2017, which came into effect on September 15, 2017 after the three-week appeal period ended. A draft Chapter 91 License was issued on August 29, 2017. The final license was issued on September 25, 2017 following the expiration of the appeal period. On June 18, 2018, the Department approved an amendment to address erosion of a limited area of the sediment remediation cap. On May 24, 2018, Wynn filed a Minor Project Modification for the sediment remediation Chapter 91 License to address the limited cap erosion, the request was presumptively approved following a thirty (30) day review period.

On May 22, 2017, Wynn submitted a request for an amendment to its combined 401 Water Quality Certification with MassDEP to conduct remediation activities at an area of the proposed living shore line where seepage of discolored water was observed. On June 29, 2017, MassDEP approved the amendment.

On June 21, 2017, Wynn filed a combined Phase III Remedial Action Plan and Phase IV Remedy Implementation Plan with MassDEP for the sediment portion of the Project Site. The purpose of the Phase III Remedial Action Plan was to establish remedial objectives, identify and evaluate remedial action technologies, formulate and evaluate remedial action alternatives, and select a remedial action alternative for the sediment portion of the Project Site that will result in a Permanent Solution. The Phase IV Remedy Action Plan addresses the design, construction, and implementation of the "Comprehensive Remedial Action" to be implemented for the sediment portion of the Disposal Site. A public meeting was held on June 29, 2017 and the public comment period ended July 11, 2017 in accordance with the Public Involvement Plan ("PIP") process. On December 6, 2018, Wynn filed the Phase IV As-

Built Construction and Final Inspection Report, Partial Permanent Solution Statement, and two Activity Use Limitations (“AULs”) as part of the sediment remediation closure documents. A public meeting was held on December 17, 2018 and the public comment period will end on January 9, 2019.

A MassDOT/DCR Access Permit for transportation and pedestrian improvements work on Route 16 in Everett, Medford, and Revere, was received on October 31, 2017. MWRA 8(m) permits were also granted for the transportation improvements projects in Sullivan Square on November 8, 2017, and on Route 16 and Broadway/Alford Street on November 28, 2017, respectively.

On March 16, 2018, Wynn filed a request with MassDEP for a third Minor Project Modification, pursuant to CMR 9.22(3), to (1) add additional open space between Alford Street and the Project with landscaping and other improvements and (2) add additional open space west of the Project’s service road for temporary and emergency access purposes. On April 2, 2018, MassDEP sent a Decision on Request for Third Minor Project Modification asking for additional documentation to allow for the additional parcels to be added to the License. Wynn responded to DEP’s Decision on June 15, 2018.

On April 23, 2018, Wynn filed a Chapter 91 License Application for Phase 1 of the DCR Harborwalk Connector project (as described below). DEP issued the Chapter 91 License on September 21, 2018.

On April 30, 2018, an application for Site Plan review and approval was submitted to Boston Water & Sewer Commission (“BWSC”) for pedestrian and landscape improvements on Alford Street. BWSC approved the Site Plan on July 18, 2018.

4.3 Local Permits.

On May 11, 2015, Wynn submitted its Form 19A Site Plan Review Application to the Everett Planning Board. The City of Everett engaged outside consultants, LDD Collaborative, Inc. and TranSystems, to provide Site Plan Review services for the Project. On July 13, 2015, Wynn presented its Site Plan Review Application at the Everett Planning Board public meeting and advised the Everett Planning Board that it would be modifying its application to address comments raised by the City of Everett’s outside consultants. On August 24, 2015, Wynn presented its modified application to the Everett Planning Board and the Everett Planning Board heard public comments. On September 16, 2015, the Everett Planning Board concluded the public hearing and unanimously approved the application.

The Application Site Plan Review and Special Permit for the Project's service road was submitted to the City of Everett Planning Board for review in January 2016. On May 5, 2016, the Everett Planning Board issued the Site Plan Approval for the Project's service road.

On August 11, 2015, Wynn submitted its Notice of Intent for the Project to the City of Everett Conservation Commission in order to obtain approval under the Massachusetts Wetland Protection Act for work within wetlands resource areas and buffer zones. The Everett Conservation Commission held an initial public meeting on August 20, 2015. On September 17, 2015, the Everett Conservation Commission held another public meeting and voted unanimously to approve Wynn's Notice of Intent. The Everett Conservation Commission issued its Order of Conditions with respect to the Project on September 24, 2015.

On May 31, 2017, Wynn filed an application for an amendment to the Everett Conservation Commission Order of Conditions. The purpose of the amendment was to include accessibility improvements for the floating dock system and installation of three piles to protect an outfall. The revised Order of Conditions was issued on July 13, 2017. On June 11, 2018, Wynn filed an application for an amendment to the Everett Order of Conditions for minor landscaping and grading revisions in the southeast portion of the Project Site adjacent to the City of Boston and a request to extend the Order of Conditions. Both the amended Order of Conditions and Extension were issued on June 21, 2018.

On May 3, 2017, Wynn filed a Notice of Intent with the City of Boston for sediment remediation within the portion of the cove located within the City of Boston. The City of Boston issued an Order of Conditions on June 13, 2017 and the Certificate of Compliance was received on July 18, 2018. On May 4, 2017, Wynn filed a Notice of Intent with the City of Everett for sediment remediation within the portion of the cove located within the City of Everett. The City of Everett issued an Order of Conditions on June 15, 2017, an Amended Order of Conditions to address erosion due to a shoreline seep was issued on May 7, 2018, and the Certificate of Compliance was received on November 15, 2018.

On October 19, 2017, Wynn received a Roadway Construction Approval from the City of Everett for the roadway improvements on Broadway and Alford Streets.

On April 18, 2018, a Notice of Intent was filed with the City of Boston for pedestrian and landscape improvements. An Order of Conditions was issued on May 16, 2018.

On May 3, 2018, a Notice of Intent was filed with the City of Everett for Phase 1 of the DCR Harborwalk Connector. An Order of Conditions was issued on May 17, 2018.

On July 27, 2018, a Notice of Intent was filed with the City of Everett for Phase 2 of the DCR Harborwalk Connector. An Order of Conditions was issued on August 16, 2018.

Pursuant to 205 CMR 135.02(6), please see Appendix 3 for an updated permits chart and all documents and information listed in 205 CMR 120.01: *Permitting Requirements*.

4.4 Site Remediation.

Prior to the commencement of the remediation, Wynn completed field investigation including nearly 2,000 samples landside and in the river, and significant laboratory analysis of the samples. On April 8, 2015, Wynn received a petition from residents of the City of Everett requesting that the disposal site be designated as a PIP site in accordance with Massachusetts General Laws (MGL) c. 21E §14(a). This law requires that, upon receiving such a petition, a plan for involving the public in decisions regarding response actions must be prepared and a public meeting held to present the proposed plan. The disposal site was designated as a PIP site on April 28, 2015. The PIP process was used to educate the public on the remediation process and provide a forum for addressing any comments. The PIP process will continue through the completion of the construction related remediation activities.

Wynn and GZA GeoEnvironmental, Inc., the Licensed Site Professional (“LSP”) for the Project Site, presented the draft PIP plan at a public meeting on June 2, 2015 at Everett City Hall. In addition, the draft Release Abatement Measure (“RAM”) plan was also presented at the meeting. The comment period for the PIP plan was scheduled to end on June 22, 2015, but was extended by Wynn at the request of the petitioners for an additional 21 days to July 13, 2015. In addition, the comment period for the draft RAM plan was extended an additional 30 days to July 22, 2015.

On August 19, 2015, the RAM plan for the landside remediation (known as Phase 1) was submitted to the MassDEP and all petitioners were notified accordingly.

Pursuant to the RAM Plan, Wynn held public meetings in Everett and Charlestown on October 15 and 16, 2015, respectively, for the purpose of informing the public regarding the remediation prior to commencement. Remediation of the Project Site began following such meetings. Weekly updates on the remediation were posted on Wynn’s website (www.encorebostonharbor.com). The perimeter air-monitoring system was operational

throughout the remediation and no alarm conditions attributable to the RAM work were recorded.

Phase 1 remediation of the Project Site was completed in the second quarter of 2016. A total of approximately 10,680 tons of contaminated soil was transported off-site for proper disposal during Phase 1. The soil was transported in lined trailers that were cleaned prior to leaving the Project Site. The Draft Phase I RAM Completion Report and Immediate Response Action Report was submitted on August 4, 2016. A public meeting on the Phase I RAM Completion Report was held on September 7, 2016. The public comment period ended September 27, 2016, and no comments were received.

A separate RAM Plan was prepared to address construction-related RAM activities. Response actions to be conducted under this RAM Plan included the excavation of contaminated soil, the dredging of contaminated sediment, and the placement of clean fill materials at the properties identified in the RAM Plan. On February 17, 2016, a public meeting on the construction-related RAM Plan was held at the Everett City Hall. The public comment period for the construction-related RAM Plan ended on March 9, 2016. No comments were received. On May 2, 2016 the construction-related RAM Plan and a Final Revised Public Involvement Plan was filed. On August 30, 2016, constructed-related RAM Status Report No. 1 was filed. On October 28, 2016 and November 16, 2016, RAM Modifications were filed with MassDEP to address the detection of asbestos in soil associated with demolition debris. On February 2, 2017, a RAM Modification was filed with MassDEP to revise perimeter and interior air sampling for airborne fibers. On November 1, 2017, a RAM Modification was filed with DEP to document the engineering controls including clean cover materials, marker layers, and hardscape materials that will be installed as part of the final grading activities and the planned reduction in the number of active perimeter air monitoring stations.

Wynn has undertaken a project to dredge and cap approximately seven acres of the Mystic River within and immediately adjacent to the Project Site. The intent of the dredging is to (1) remove and replace contaminated sediments that reside on the bottom of the river as a result of decades of industrial use of the surrounding land, and (2) to restore the depth of the navigable channel to allow for safe and efficient access to the Project Site by various size passenger craft. Orders of Conditions were issued from the Boston and Everett Conservation Commissions on June 14, 2017 and June 15, 2017, respectively. For the sediment remediation, DEP issued a Water Quality Certification ("WQC") on August 25, 2017 and Chapter 91 license on September 25, 2017 and U.S. Army Corps of Engineers modified the resort permit to allow for the sediment remediation on September 11, 2017. Dredging began in October 2017. Fish migration in the river restricts dredging activities to an annual window

of October to February. Time of Year waivers, issued by the USACE and DEP, allowed for capping operations to continue until March 23, 2018. The Sediment Remediation project is substantially complete as of March 31, 2018.

4.5 Offsite Infrastructure.

As described above, the Secretary's Certificate confirmed that Wynn's traffic analysis and mitigation plans are effective to mitigate the Project's impacts on existing transportation infrastructure. In light of this positive response, an RFP was issued on June 26, 2015 to select a design and permitting team to deliver the offsite roadway and transit station improvements. In November 2015, Wynn entered into an agreement with AECOM USA of America, a Massachusetts corporation ("AECOM"), to provide civil and geotechnical engineering and construction oversight services for off-site infrastructure related to the Project. During first quarter 2016, AECOM completed the applicable Roadway Safety Audits and continued with site surveys and concept design. During the second quarter 2016, site surveys were completed as well as the development of the 25% design plans and functional design reports. On April 26, 2016, Wynn and AECOM staff met with MassDOT, MBTA and DCR transportation officials to discuss the projects and schedule.

On June 14, 2016, the 25% design plans and functional design reports were submitted to the City of Everett and their peer review consultant, Weston & Sampson, at a design briefing meeting. The 25% design plans and functional design reports were submitted for review to MassDOT at a design briefing meeting held on June 24, 2016. MassDOT and the City of Everett both submitted comments in the third quarter 2016. Coordination with the Massachusetts Central Transportation Planning staff continued regarding the progression of the 25% design. Work continued on further developing the design documents to the 75%/100% stage and submittals were made to MassDOT as well as the Cities of Everett, Medford, Boston, and Chelsea for the Route 16 Roadway improvement projects that included Wellington, Sweetser, and Santilli Circles, as well as Broadway and the proposed truck route.

Howard/Stein-Hudson Associates, Inc. is Wynn's designer for the Sullivan Square improvements. During the first quarter of 2017, the MBTA contracted with Urban Idea Lab to conduct a peer review of the current design alternatives and coordination continued with the MBTA on advancing the Sullivan Square station design. Wynn filed 25% design documents for the roadway and station improvements with the City, MBTA, MassDOT, and Massport in April 2017. On March 22, 2017, Wynn filed a Notice of Intent ("NOI") application with the City of Boston Conservation Commission for its proposed improvements to the Sullivan Square Rotary and its approaches.

The offsite transportation improvements have been fully designed with comments from agency reviews incorporated. There are four separate bid packages, known as Construction Packages 1-4, generally organized by Broadway (CP #1), Revere Beach Parkway (CP #2), Wellington and Malden Center Train Stations (CP #3), and Sullivan Square, including the MBTA station (CP #4). Contracts have been awarded for all Construction Packages and all contracts are scheduled for completion in January 2019, with the majority of work being performed in the spring, summer, and fall of 2018. Close coordination is underway with the Cities of Everett, Boston, and Medford, as well as numerous state agencies to reduce the impact of the work on commuters. The communication plan for alerting drivers of upcoming work or real time problems is in place through social media, variable message signs, and press engagement.

Subject to Wynn receiving all permits required to complete the work, all offsite improvements are envisioned to be completed and operable prior to the opening of the Project.

The Off-site roadway improvement work commenced in November, 2017 and the following is a summary of construction activities through September 30, 2018 depicting the percent complete in duration:

Roadway Construction Packages

- CP #1 – Broadway/ Truck Route 75% complete
- CP#2 – Route 16/ Revere Beach Pkwy 75% complete
- CP#3 – MBTA Stations 75% complete
- CP#4 – Sullivan Square 60% complete

For CP #1, 2 and 4 the installation of underground infrastructure is significantly complete including roadway drainage systems, electrical traffic signal conduit, mast arm foundations and street lighting conduit. Sidewalk improvements and paving for CP #1, 2, and 4 continued throughout the fall. Traffic signal fine tuning and testing will continue through the winter, as needed. Significant work for CP#3 is completed and the Encore shuttle bus shelters will be installed over the winter. The remaining sidewalk and paving for CP #1, 2, and 4 will be completed in the Spring.

Median installation, paving, pavement marking installation, sign installation and traffic signal installation have been completed on Broadway. Landscaping work on Broadway remains to be completed in the Spring of 2019. Full depth pavement reconstruction of the truck route on Robin and Dexter Street was substantially completed in November and December. An

additional 500 feet of Robin Street will be completed in the Spring after Eversource utility work is completed. The pavement surface course, pavement markings, and remaining sidewalk along the truck route will be completed in the Spring.

The City of Medford has requested that Wynn undertake a water main replacement project within Wellington Circle under the CP#2 project. This impacted the milling and paving schedule which was on track for completion by November 30, 2018. Due to the MassDOT winter moratorium, the water installation and pavement mill and overlay will be completed in the Spring.

In addition to the foregoing mitigation improvements, in accordance with Wynn's Section 61 findings, Wynn is an active participant in the LMRWG. The LMRWG was convened by MassDOT to assess and develop short and long-range transportation improvements that can support sustainable redevelopment and economic growth for the Lower Mystic River area. MassDOT has engaged the services of staff from the Boston Region Metropolitan Planning Organization – including from the Metropolitan Area Planning Council ("MAPC") and from the Central Transportation Planning Staff – to provide technical assistance and study support.

The Working Group is chaired by the Secretary of Transportation and consists of elected officials and staff of the three Cities of Boston, Everett and Somerville as well as MAPC. Representatives from the Executive Office of Housing and Economic Development, the Attorney General's Office of Massachusetts, the Massachusetts Gaming Commission, former-Congressman Capuano's office, the Massachusetts Port Authority, and Wynn are also participants of the LMRWG.

4.6 Design.

Construction Drawings (dated September 16, 2016) were issued on September 30, 2016. The hotel tower, podium, site, and interiors were reviewed by the City of Everett and a Building Permit was issued on December 15, 2016. Project design is complete, including a redesign of the meeting and event space area and food and beverage modifications as outlined in the NPC. Drawings for these areas were issued in July 2017.

4.7 Construction Services.

On January 8, 2016, Wynn entered into an Agreement for Guaranteed Maximum Price Construction Services with Suffolk Construction Company, Inc. ("Suffolk"). Following the receipt of Wynn's Chapter 91 License, construction activities were commenced on all portions

of the Project Site. Wynn finalized Suffolk's Guaranteed Maximum Price on April 28, 2017. Below is a summary of the construction activities through December 31, 2018:

Hotel Tower – The curtain wall infill from the man hoist removal neared completion in December and tower signage is now lit full-time. MEP rough work is complete and finish work continued on levels 21-26. The punchlist is complete through Level 15 and Levels 5-11 have been turned over to Wynn on schedule.

Central Utility Plant (CUP) - The CUP was turned over to Wynn at the end of November and Wynn received a temporary certificate of occupancy for this area. Wynn's operations team has taken possession of this area.

Podium - Interior framing, rough mechanical and drywall are proceeding on schedule in the gaming, meeting and event space, and all adjacent areas. Raised flooring in the gaming area nears completion and two sectors of the gaming floor have been punchlisted. All of the restaurant areas have been framed and most are entirely dry walled and taped. Finishes are currently being installed in some of the restaurants. Finishes are underway in the meeting and event space and the lobby.

Site Work - Subgrade paving was completed in November and 75% of large trees have been planted. The remaining site work, planting, and paving is being installed in coordination with the exterior façade finishes.

4.8 Service Road.

The service road and utilities drawings were prepared and issued on March 31, 2016. Bids were received in early May to allow early construction of this critical work. On May 25, 2016, J. Derenzo Co. was awarded the Service Road and Utility Relocation contract. The road has been open for public use since Fall 2016.

Minor improvements along the service road have been completed over the last three quarters, including completion of access stairs and rails to a modified MBTA loading dock and removal of de-energized electrical tower and poles. The remaining service road scope of work is deferred until Spring 2019.

4.9 DCR Harborwalk Connector.

The DCR Harborwalk Connector project will connect the existing paths at the Massachusetts Department of Conservation and Recreation (“DCR”) Gateway Park to the Encore Boston Harbor harborwalk. The design of the DCR Harborwalk Connector is complete. Construction commenced in September. Sitework has been completed with finishes, final paving and landscaping to be completed in the Spring.

4.10 Owner Controlled Insurance Program (“OCIP”).

Wynn, in conjunction with Willis Towers Watson, initiated an Owner Controlled Insurance Program for the Project. The Worker’s Compensation and General Liability insurance programs were implemented on July 1, 2016 and Builder’s Risk was implemented on August 15, 2016.

4.11 Project Labor Agreement.

Following the engagement of Suffolk, Wynn and Suffolk re-engaged in discussions with local labor leaders and finalized the draft Project Labor Agreement for the Project. The Project Labor Agreement was executed on May 5, 2016.

4.12 Construction Management Plan.

Howard/Stein-Hudson Associates, Inc. prepared a Construction Management Plan (“CMP”) for the purpose of mitigating any adverse impacts to the host and surrounding communities. The CMP was submitted to the City of Everett on April 21, 2016.

5.0 Project Schedule

5.1 Six Month Look Ahead

The 6-month look ahead schedule is attached hereto as [Appendix 4](#).

5.2 Project Master Schedule

The development of the Master Schedule has evolved from a high-level schedule to a more detailed schedule. This coincides with the contractor’s efforts to increase the detail level of their schedule by working with the subcontractors as they are selected for the Project.

6.0 Project Resources/Diversity

Pursuant to 205 CMR 135.02(5)(f), please see Appendix 5 for a report describing the number of contracts, total dollars amounts contracted with and actually paid to minority business enterprises, women business enterprises and veteran business enterprises for design and construction of the Project and related infrastructure, and the total number and value of all subcontracts awarded to a minority, women and veteran owned business, and a comparison of these reports with the goals established by Wynn as approved by the MGC.



November 7, 2018

Massachusetts Gaming Commission
 101 Federal St., 12th
 Boston, MA 02110

Dear Commissioners:

In accordance with 205 CMR 135.02(5)(a), please see below for the total estimated cost of construction of the project and related infrastructure improvements and the costs incurred as of September 30, 2018, calculated pursuant to 205 CMR 122.03: *Costs Included in the Calculation of Capital Investment*, and separately identifying detailed costs for design, land acquisition, site preparation and construction and off-site improvements:

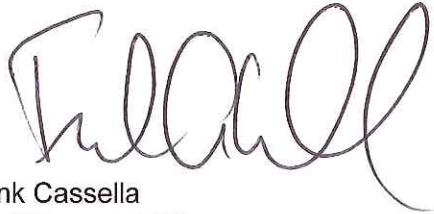
MGC Quarterly Report
Appendix 1
(US\$ thousands)

Component	Cost Incurred	Estimated	Total
	9/30/2018	Remaining Cost	Estimated Cost
Construction / on-site Development	\$ 1,311,937	\$ 410,557	\$ 1,722,494
Design and engineering	101,093	18,263	119,356
Site preparation	34,688	212	34,900
Off-site improvements	21,501	28,108	49,609
Land acquisition	64,357	1,852	66,209
Pre-opening	60,126	64,845	124,971
Owner FF&E	19,739	142,855	162,594
Total	\$ 1,613,441	\$ 666,692	\$ 2,280,133

In addition, in accordance with 205 CMR 135.02(5)(b), I direct you to the financial statements of Wynn Resorts, Limited (NASDAQ: WYNN), the parent of Wynn MA, LLC (the "Licensee"), including Wynn Resorts' Quarterly Report on Form 10-Q for the quarter ended September 30, 2018, filed with the Securities and Exchange Commission (the "SEC") on November 7, 2018, which is available at www.sec.gov. As reflected in these financial statements, Licensee has sufficient financial resources in order to meet all expected financial obligations relating to the completion of the Project and related infrastructure improvements associated with the Project.

I, Frank Cassella, hereby certify to my knowledge and in my capacity as Chief Financial Officer of Wynn MA, LLC, as to the material veracity of the foregoing.

Sincerely,

A handwritten signature in black ink, appearing to read 'Frank Cassella', written in a cursive style.

Frank Cassella
Chief Financial Officer

Appendix 2

Design and Construction Contracts

As of September 30, 2018

Reference 205 CMR 135.02(5)(c)

Vendor/Contractor	Date	Services	MGC Status
AECOM	11/4/15	Civil and Geotechnical Eng. – Offsite Infrastructure	NGV092
	1/18/16	Design and Construction Phase Services – MBTA Everett Maintenance Facility	NGV092
	05/10/17	Concept Design – Mystic River Pedestrian Bridge	NGV092
	12/28/17	Bridge Design – Mystic River Pedestrian Bridge	NGV092
	04/26/18	Parking Design – Lower Broadway	NGV092
AMEC Massachusetts Inc.	08/25/16	Peer Review – Supplemental Phase II Site Assessment	NGV952
Alliance Detective & Security	12/31/15	Site Security	NGV326
Arup USA, Inc.	12/10/14	Fire Protection Consulting	NGV102
Bard, Roa + Athanas Consulting Engineers, Inc.	08/31/16	Commissioning Services	NGV884
Bohler Engineering MA, LLC	06/08/16	Engineering Services – Property Redevelopment - McDonalds	NGV845
Building Enclosure Associates, LLC	08/30/16	Building Enclosure – Commissioning Svcs.	NGV989
Bukhari Design Studio, LLC	7/15/15	Concept and Documentation Services – High Limit Gaming	NGV434
Cashman Dredging & Marine Contracting and Company, LLC	9/2/15	Site Clean-up/Fencing	NGV450
Charter Contracting Company	11/10/15	Site Remediation Services	NGV479
Christopher Gordon		Project Management	NGV226
Cleo Design, LLC	7/15/15	Design Consultant – Staff Dining	NGV500
	7/15/15	Design Consultant – Executive Offices	NGV500
Code Red Consultants LLC	10/04/16	Life & Safety Systems Commissioning	NGV844
Crabtree McGrath Associates	03/01/18	Food Service Consulting – Beverage Dispensing System	NGV428
Cross Spectrum Acoustics	02/06/17	Acoustical Consultants	NGV1149
DHA Design Services LTD	9/24/15	Exterior Lighting Design	NGV522
D.W. White Construction	10/25/17	Off-site Roadway Improvements – Sullivan Square	NGV1353
Design Enterprise	9/17/15	Design Consultant – High Limit Gaming	NGV460
Eco Systems Pest Control Inc.	02/16/18	Pest Control Services – WBH MBTA Warehouse	NGV268
Environmental Health & Engineer	11/07/17	Engineering Consultant – Asbestos Removal - Dredging	NGV1367
Eslick Design Associates	05/22/15	Design Consultant – Site Signage	NGV383
	7/15/15	Design Consultant – Low-Rise and Garage Signage	NGV383
	7/15/15	Design Consultant – High-Rise Signage	NGV383

First Circle Design, Inc.	10/14/15	Design Consultant – Interior Lighting – Meeting & Convention/Gaming	NGV518
Fenagh Engineering & Testing, LLC	09/08/16	Quality Control and Inspection Services	NGV185
Fennell Engineering Inc.	12/27/17	Structural Design – DCR Harbor Walk	NGV1437
Fort Point Associates, Inc.	12/30/14	Planning and Environmental Consulting	NGV075
	06/28/16	Environmental Consulting – Harbor Walk	NGV075
	06/18/18	Permitting Consulting – Redevelopment of the BNAS Material Handling Facility	NGV075
	06/22/18	Water Shuttle Study	NGV075
Forte Specialty Contractors, LLC	09/13/17	Contractor – Art Feature Installation	NGV789
Foundry Interior Design	10/21/15	Design Consultant – Performance Lounge	NGV535
Gilbane Building Company	01/24/14	Preconstruction Consulting Services	NGV035
GZA Geo Environmental, Inc.	04/21/16	Geotechnical and Environmental Services – Harbor Walk	NGV013
Haks Engineers, P.C.	09/08/16	Quality Control and Testing	NGV894
Hirsch Bedner Associates dba HBA/Hirsch Bedner Associates	02/25/15	Design Consultant – High-Rise Interiors	NGV133
	05/22/15	Design Consultant – Public Areas	NGV133
	05/22/15	Design Consultant – F&B	NGV133
	05/22/15	Design Consultant – Public Areas	NGV133
	05/22/15	Design Consultant – Buffet	NGV133
	05/22/15	Design Consultant – Public Restrooms	NGV133
	05/22/15	Design Consultant – Meeting and Convention	NGV133
Howard/Stein-Hudson Associates, Inc.	12/30/14	Traffic Engineering	NGV079
	4/28/15	Traffic Engineering	NGV079
Harry Feldman, Inc., dba Feldman Land Surveyors	02/06/15	Surveying	NGV071
	05/10/17	Surveying – DC Harbor Walk	NGV071
	12/28/17	Surveying – Mystic River Pedestrian Bridge	NGV071
In Order Business Solutions	07/20/17	Consultant – Diversity Reporting – Offsite Infrastructure	NGV397
JBA Consulting Engineers	09/30/15	A/V Engineering Services	NGV642
J. Derenzo Company	10/23/17	Off-site Roadway Improvements – Route 16 Improvements	NGV870
	09/24/18	GC - Lower Broadway Community Parking	NGV870
	09/25/18	GC - DCR Harbor Walk Connector	NGV870
Jacobs Consultants Inc.	12/04/14	Executive Architect	NGV181
John A. Martin & Associates of Nevada, Inc.	07/29/16	Structural Expansion Joint Review	NGV919
John Lyons Systems - Moonlighting	05/09/16	A/V Engineering Services	NGV805
Koncerted LLC	11/11/16	Low Voltage Project Oversight	NGV1070
Lifescapes International, Inc.	02/03/15	Landscape Architect	NGV151
Lighting Design Alliance	10/29/15	Design Consultant – Interior Lighting –	NGV439

		Food and Beverage/Public Areas	
	05/11/16	Design Consultant – Interior Lighting – Meeting and Convention Areas	NGV439
Halifax Security Inc. dba M. Malia & Associates	01/23/15	Security and Surveillance Consulting	NGV123
M. Arthur Gensler Jr. & Associates	03/13/18	Design Consultant – Retail Area	NGV063
Medcor, Incorporated	08/31/16	On-site Safety Services Program	NGV851
Michael Hong Architects, Inc.	12/11/14	Architectural Design Services	NGV206
Musgrove Engineering P.A.	07/13/2017	Engineering Consultant – Snow Melt System Design	Exempt
National Grid	04/11/16	Relocation of Utilities – Service Road	Exempt
	06/08/16	Relocation of Gas Main – Main Site	
Nobis Engineering Inc.	01/22/18	Geotechnical Engineering – DCR Harborwalk Connector	NGV1440
Oguz Cem Yazici	3/23/16	Construction Consultant – Scheduling	NGV801
One Call Facility Services, LLC	12/28/17	Facility Services – WBH MBTA Warehouse	NGV1416
PMA Consultants, LLC	03/21/17	Construction Consultant – Contractor Auditing	NGV1185
	09/21/18	Construction Consultant – Offsite Roadway Improvements	NGV1185
Pasek Corporation	11/29/17	Security System Design & Install – WBH MBTA Warehouse	NGV257
Quench USA, Inc.	05/31/17	Water Service	NGV317
RF Networks	11/12/15	Communication Systems Specifications	NGV688
Ryan Biggs Clark Davis Engineers	10/29/15	Structural Peer Review of Jacobs Drawings	NGV508
SAAM Architecture LLC	10/13/17	Design Consultant – Sundries Store	NGV1347
SJ Lighting Inc.	11/03/16	Theatrical Engineering and Special Effects	NGV1111
SPS New England Inc.	10/06/17	GC – Dredging and Sediment Remediation	NGV1316
	10/17/17	Off-site Roadway Improvements – Lower Broadway	NGV1316
Shadley Associates P.C.	05/08/17	Landscape Architect – DCR Harbor Walk	NGV1602
Sound Investment Audio	11/03/16	Audio Design	NGV1129
Suffolk Construction Company, Inc.	01/08/16	Construction Management	NGV163
The Vertex Companies, Inc.	06/21/17	Environmental Consulting – DCR Harbor Walk	NGV609
	06/30/17	Environmental Site Assessment – Offsite Infrastructure	NGV609
TRC Environmental Corporation	09/30/15	Construction Consultant - Building Demolition	NGV067
Vanasse & Associates, Inc.	02/06/15	Supplemental Final Environmental Impact Report - Transportation	NGV066
Vermuelens, Inc.	02/03/16	Construction Consultant – Construction Cost Analysis	NGC072
Vicente Wolf Associates	05/22/15	Design Consultant – F&B	NGV283
WES Construction Corporation	11/16/16	MBTA Maintenance Facility Improvements	NGV948
Yesco	03/13/18	Design Consultant – F&B Signage	NGV724

Appendix 3

Permits As of September 30, 2017

Reference 205 CMR 135.02(6)

Agency Governing Legal Authority (Statute/Regulation/Ordinance)	Permit, Review, or Approval	Date Application Submitted or Estimated Anticipated Application Date	Maximum Agency Decision Time Maximum Effective Period (if provided in applicable statute, regulation or ordinance)
Federal			
Federal Aviation Administration (FAA) 49 U.S.C. Subtitle VII, Aviation Programs, Part A and B; 14 CFR 77, Subpart D; Order JO 7400.2J, Procedures for Handling Airspace Matters, Ch. 7 Determinations	Determination Regarding Air Navigation	<u>Building</u> : Received January 9, 2016, Notice of Actual Construction or Alteration filed June 26, 2018. <u>Cranes</u> : Cranes 1 & 2 received August 18, 2016 Cranes 3-8 received August 11, 2016. January 29, 2018 received extension. Notice of Actual Construction or Alteration filed <u>Podium</u> : Received August 10, 2016. Notice of Actual Construction or Alteration filed February 9, 2018.	Determination is effective for 18 months and may apply for one 18-month renewal.
U.S. Army Corps of Engineers (ACOE) Section 10 of Federal Rivers and Harbors Act; 33 USC s. 403; 33 CFR Parts 322, 325	Work in Navigable Waters (Section 10) Permit	<u>Project</u> : Received December 12, 2016	No fixed maximum decision time. For individual permits, ACOE will be guided by the target schedule of decision within 60 days of receiving completed application, subject to receipt of any additional information needed for decision and processes required by other state and federal laws (such as CZM Act) to precede decision.
U.S. Army Corps of Engineers (ACOE) Section 404 of Federal Clean Water Act; 33 USC s. 1344; 33 CFR Parts 323, 325	Clean Water Act (Section 404) Individual Permit	<u>Project</u> : Received December 12, 2016	Individual permits for a permanent structure or activity typically do not expire, but may specify when the work must start - usually within 1 year of issuance.
U.S. Army Corps of Engineers (ACOE) Section 404 of Federal Clean	Clean Water Act (Section 404) Individual Permit	<u>Sediment Remediation</u> : Permit Modification Received August 31, 2017, Revised September 11, 2017	ACOE modified the resort permit to allow for sediment remediation activity.

Water Act; 33 USC s. 1344; 33 CFR Parts 323, 325		Modification Received June 25, 2018	
U.S. Environmental Protection Agency (EPA) Federal Clean Water Act Section 402(p); 33 USC s. 1342(p); 40 CFR 122.26; NPDES Construction General Permit, Effective February 16, 2012	National Pollutant Discharge Elimination System (NPDES) Construction General Permit (CGP) NOI (for stormwater management)	On-site: April 6, 2016 On-site under 2017 CGP: May 23, 2017	Decision time for CGP and RGP: effective 14 days after NOI submittal to and acknowledged by EPA. The CGP expired on February 16, 2017, a new NOI for those activities covered by the CGP was filed under the new CGP.
U.S. Environmental Protection Agency (EPA) Federal Clean Water Act Section 402(a), 33 USC s. 1342(a); 40 CFR 122.28; 314 CMR 4.00; NPDES Remediation General Permit, NPDES Permit No. MAG910000, Effective September 10, 2010	NPDES Remediation General Permit (RGP) (for construction dewatering)	NOI Submitted May 25, 2016, 10 day waiting period ended June 9, 2016 NOI under 2017 RGP: Submitted July 6, 2017, Authorization received August 3, 2017. Notice of Termination submitted March 7, 2018.	When the RGP expired on September 10, 2015, those activities covered by the RGP filed a NOI under the new RGP.

State			
Executive Office of Energy and Environmental Affairs Massachusetts Environmental Policy Act; MGL c. 30 ss. 61-62I; 301 CMR 11.00	Massachusetts Environmental Policy Act (MEPA) Review	<u>Project:</u> Certificate on EENF received 11/26/13 Certificate on DEIR received 2/21/14 Certificate on FEIR received 8/15/14 Certificate on SFEIR Received 4/03/15 Certificate on SSFEIR Received 8/28/15 <u>Sediment Remediation:</u> Notice of Project Change filed 2/28/17, Certificate received 4/7/17	Secretary determines whether a Draft EIR, or Final EIR, as applicable, is adequate within 37 days of notice of availability of the EIR in the Environmental Monitor. A project that has not commenced either construction, or other project development activities (including final design, property acquisition, or marketing), within five years of notice of availability of Final EIR must file a Notice of Project Change. Secretary determines whether a subsequent filing is required. MEPA review is complete if no further filings are required.
Executive Office of Energy and Environmental Affairs MGL c. 21A ss. 2 and 4A; 301 CMR 23.00	Municipal Harbor Plan	Submitted on 10/16/13 Approved on 2/10/14	After publication of proposed Plan in <i>Environmental Monitor</i> and 30 day public comment period, Secretary has 60 days to consult with

			municipality proposing the Plan and other applicable agencies/entities, and 21 days thereafter to issue a written decision on the MHP.
Massachusetts Department of Environmental Protection (MassDEP) MGL c. 91 ss. 12-14; 310 CMR 9.00	Chapter 91 Waterways Determination of Applicability	Determination of Applicability re Chapter 91 jurisdictional boundaries received on July 29, 2013	
Massachusetts Department of Environmental Protection (MassDEP) MGL c. 91 ss. 12-14; 310 CMR 9.00	Chapter 91 Waterways License	<u>Project:</u> Submitted August 19, 2015 License received August 3, 2016 Minor Project Modification (MPM) #1 received February 28, 2017 MPM #2 received March 29, 2017 MPM #3 filed March 16, 2018 <u>Sediment Remediation:</u> Submitted May 2017, License Received September 25, 2017 <u>DCR Harborwalk Connector:</u> Filed April 23, 2018. License Received September 21, 2018	Licenses are issued for a fixed term; the standard term is 30 years but a license may be issued for an extended term (maximum of 99 years) if certain additional requirements are met.
MassDEP MGL c. 21 s. 43; 310 CMR 7.12	Compliance Certification for Stationary Engine	TBD	Required for CHP and generator
MassDEP MGL c. 111 ss. 142A-142E; 310 CMR 7.09	Notification of Construction and Demolition	TBD	Effective 10 working days after filing of notification.
MassDEP Section 401 of Federal Clean Water Act, 33 USC s. 1341; Massachusetts Clean Waters Act, MGL c. 21 ss. 26 et seq.; 314 CMR 9.00 (which cites to 310 CMR 4.00)	Water Quality Certification (401)	<u>Project:</u> Submitted September 8, 2015 Approval received January 22, 2016 Amendment #1 received February 2017 Amendment #2 received June 2017 <u>Sediment Remediation:</u>	Standard MassDEP technical review period is 120 days (24 days for determination of administrative completeness and 96 days for technical review). No fixed maximum decision time.

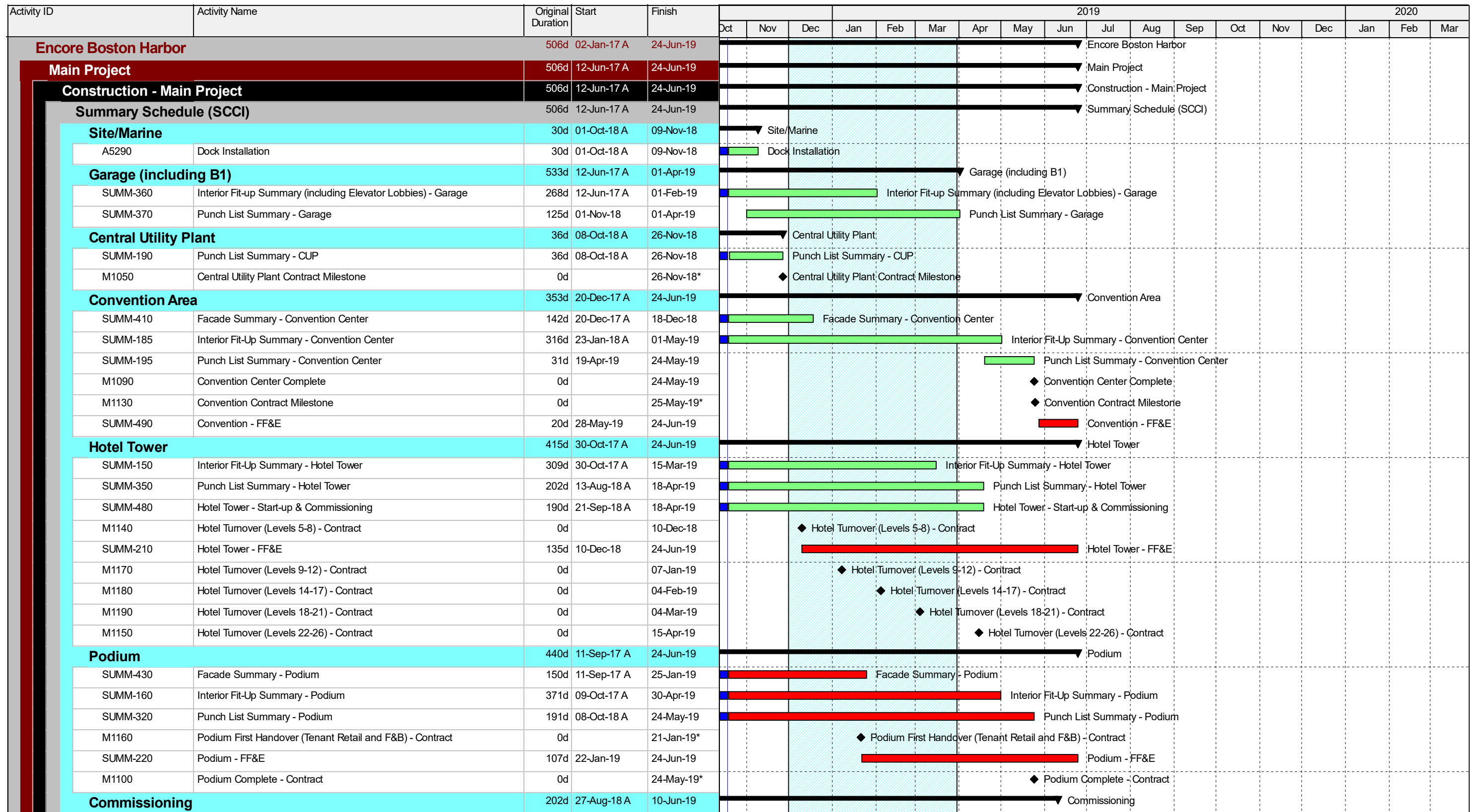
		Approval Received August 25, 2017 Amendment #1 received June 18, 2018	
MassDEP MGL c. 131 s. 40; 310 CMR 10.00	Wetlands Superseding Order of Conditions	Only in event of appeal of Order of Conditions issued by Everett Conservation Commission	Per 310 CMR 10.05 (7)(f) Issued within 70 days of request for superseding action (unless MassDEP requests additional information).
MassDEP Bureau of Waste Site Cleanup/Massachusetts Contingency Plan (MCP) MGL c. 21E; 310 CMR 40.000	(Submittals by Licensed Site Professional on behalf of Site Owner - do not need DEP approval)	<u>Landside Remediation:</u> RAM Plan submitted May 2015; PIP process underway RAM Modifications: October 2016, November 2016, February 2017, November 2017 <u>Sediment Remediation:</u> Phase II submitted December 2015 Revised Phase II submitted December 30, 2016 Phase III/IV submitted June 2017	Agency decision time frame N/A under MCP privatized program.
Massachusetts Water Resources Authority (MWRA) Chapter 372 of the Acts of 1984, s. 8(m); 360 CMR 10.000	Section 8(m) Permit (to cross or construct within an MWRA easement)	<u>Project:</u> 8M permits were submitted to MWRA and received. in November, 2017	
Massachusetts Office of Coastal Zone Coastal Zone Management (CZM) 301 CMR 20.00, M.G.L. c. 21A, §§2 and 4A Coastal Zone Management Act of 1972, 16 U.S.C. 1451 et seq., 15 CFR §§ 923 and 930	Federal Consistency Certification	<u>Project:</u> Received August 12, 2016	
Massachusetts Historical Commission (MHC) MGL c. 9 ss. 26 et seq.; 950 CMR 71.00	Review of project relative to potential effects on State Register historic/ archaeological resources.	Review Completed	Within 30 days of receipt of a completed Project Notification Form or ENF, the MHC will determine whether further information is needed and/or consultation is needed because the project may affect State Register properties. Beyond initial period, no other maximum decision times apply.

Board of Underwater Archaeological Resources (BUAR) M.G.L. c. 6, ss. 179 and 180; 312 CMR 2.00	Review of waterside activities	<u>Project:</u> Review Completed <u>Sediment Remediation:</u> Review Completed under NPC	
Massachusetts Department of Transportation (MassDOT) MGL c. 81 s. 21, 720 CMR 13.00	Non-Vehicular Access Permit - Off-site roadway improvements	MassDOT highway access permit applications have been submitted for all applicable MassDOT roadways that will be improved. Access permits have been received for the Route 16 improvements. The access permit for Sullivan Square 93 off ramp improvements was submitted and comments have been received and are being addressed. The permit was received on May 29, 2018.	MassDOT completes technical reviews of the Access Permit application in 75 business days (35 business days following receipt of the 25% design submission, 20 business days following receipt of the 75%/100% design submission, and 20 business days following receipt of the PS&E submission.) Following technical review and approval, Section 61 Finding, and completion of MHC review and Mass. Wetlands Protection Act permitting, the MassDOT permit is issued 5 to 7 business days following final design approval.
Massachusetts Department of Transportation (MassDOT) MGL c. 40 s. 54A	Consent to issuance of building permit for construction on land formerly used by railroad company	<u>Project:</u> Approval issued May 2, 2016	
Massachusetts Department of Transportation (MassDOT) MGL c. 161A s. 5(b)	MBTA Land Disposition and Easement Agreements	Issued November 2016	

Local			
City of Boston (Off-site Roadway) Public Improvement Commission (PIC) Boston Transportation Department (BTD) Revised Ordinances of City of Boston of 1961, Ch.21, Sect. 36	Approvals	Filed January 30, 2015. All PIC permits have been received.	
Everett Planning Board M.G.L. 40A, as amended, and Everett Zoning Ordinance, Section 28A, Resort Casino Overly District (RCOD) in Lower Broadway Economic Development District (LBEDD)	Site Plan Review	<u>Project:</u> Approval Received October 14, 2015 <u>Access Road:</u> Approval Received May 5, 2016	Site Plan Review decisions shall be issued within 180 calendar days after filing of a completed application. Everett Zoning Ordinance, Sec. 28A(10)(B)(iii). Everett has accepted expedited permitting

			processes for Priority Development Sites pursuant to MGL c. 43D. All lots located in the LBEDD and RCOD are Priority Development Sites, Everett Zoning Ordinance Section 28A(10)(B).
Everett Conservation Commission Everett City Charter, c. 2, Article III, Division 7, Section 2-252 M.G.L. c. 131 §40; 310 CMR 10.00	Wetlands Order of Conditions	<u>Project:</u> Order of Conditions issued September 24, 2015, Amended Order of Conditions Received July 13, 2017 Amended Order of Conditions Received June 21, 2018 Extension to Order of Conditions Received June 21, 2018 <u>Landside Remediation:</u> Order of Conditions Issued 2015 <u>Sediment Remediation:</u> Received June 2017 Amended Order of Conditions Received May 7, 2018 <u>DCR Harborwalk Connector (Phase 1):</u> Received May 17, 2018 <u>DCR Harborwalk Connector (Phase 2):</u> Received August 16, 2018	Decision time (about 42 days plus duration of public hearing which may consist of more than one ConComm meeting): - A public hearing must be held within 21 days of receiving NOI. - Orders of Conditions issued within 21 days of the close of the public hearing. Orders of Conditions are valid for 3 years unless extended.
Everett Fire Department Rev. Ordinance 1976, Pt.2, Ch.7, §33 Everett City Charter, Chapter 8, Article I, §2-252 M.G.L. c. 148 §10A	Review of Plans Fire Suppression System Installation Fuel Storage Permit LP Gas Storage Permit Underground Storage Tank Removal Permit (Commercial)	<u>Review of Plans:</u> Ongoing <u>Fire Suppression System Installation:</u> In process <u>Fuel Storage Permit:</u> Received June 25, 2018	
Everett Health Department M.G.L. c. 140	Food Establishment Permit Application	TBD	Permits are annual, and expire May 31st of each year.
Everett Licensing Commission Victualler License: M.G.L. c. 140	Alcohol License Common Victualler License	TBD	
Everett Public Works	Sewer Connection Permit Water Connection Permit	TBD TBD	

<p>Sewer: M.G.L., c. 83; Everett City Charter, Chapter 15</p> <p>Water: Everett City Charter, Chapter 20</p>			
<p>Everett Building Department</p> <p>State Building Code, 780 CMR 105.3.1</p>	<p>Building Permit</p> <ul style="list-style-type: none"> • Plumbing • Gas • Electrical • Wire • Trench • Mechanical • Foundation 	<p>Foundation Permit May 2, 2016</p> <p>Building Permit December 15, 2016</p>	<p>30 days from submission of completed application. Specific permits (plumbing, gas, etc.) to be requested and issued at various times during construction period within 30 days following application</p>
<p>Boston Conservation Commission</p> <p>M.G.L. c. 131 §40; 310 CMR 10.00</p>	<p>Wetlands Order of Conditions</p>	<p><u>Sediment Remediation:</u> Issued June 2017 Certificate of Compliance July 18, 2018</p> <p><u>Alford Street Pedestrian and Landscape Improvements:</u> Received May 16, 2018</p>	



Activity ID	Activity Name	Original Duration	Start	Finish	2019												2020		
					Oct	Nov	Dec	Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sep	Oct	Nov	Dec
SUMM-200	Start-up, Commissioning and Punchlist	202d	27-Aug-18 A	10-Jun-19															
Completion		50d	15-Apr-19	24-Jun-19															
A2810	Final Inspections, TCO	40d	15-Apr-19	10-Jun-19															
A3290	New Staff Training	40d	15-Apr-19	10-Jun-19															
A10110	TCO Received	0d		10-Jun-19															
A10130	Employee Play Days	10d	11-Jun-19	24-Jun-19															
A12360	Substantial Completion	0d		24-Jun-19															

Activity ID	Activity Name	Original Duration	Start	Finish	2019												2020					
					Oct	Nov	Dec	Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sep	Oct	Nov	Dec	Jan	Feb	Mar
Service Road and Utilities Projects		25d	01-Apr-19	03-May-19																		
Service Road Construction		25d	01-Apr-19	03-May-19																		
12120	Final Roadway Top, Striping, Landscaping	25d	01-Apr-19*	03-May-19																		

Activity ID	Activity Name	Original Duration	Start	Finish	2019												2020		
					Oct	Nov	Dec	Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sep	Oct	Nov	Dec
Off-Site Transportation Improvements		454d	02-Jan-17 A	10-Jun-19	Off-Site Transportation Improvements														
Milestone		276d	13-Oct-17 A	31-May-19	Milestone														
Package #1 (Lower Broadway and Truck Route)		260d	13-Oct-17 A	31-May-19	Package #1 (Lower Broadway and Truck Route)														
AMS.800.1140	CP#1 Construction (Lower Broadway and Truck Route)	260d	13-Oct-17 A	31-May-19	CP#1 Construction (Lower Broadway and Truck Route)														
Package #2 (Santilli, Sweetser, Wellington, Bell and C/M Signals)		251d	09-Nov-17 A	23-Jan-19	Package #2 (Santilli, Sweetser, Wellington, Bell and C/M Signals)														
AMS.800.1160	CP#2 Construction (Santilli Circle)	251d	09-Nov-17 A	23-Jan-19	CP#2 Construction (Santilli Circle)														
AMS.800.1220	CP#2 Construction (Sweetser Circle)	251d	09-Nov-17 A	23-Jan-19	CP#2 Construction (Sweetser Circle)														
AMS.800.1230	CP#2 Construction (Wellington Circle)	251d	09-Nov-17 A	23-Jan-19	CP#2 Construction (Wellington Circle)														
AMS.800.1240	CP#2 Construction (Bell Circle)	251d	09-Nov-17 A	23-Jan-19	CP#2 Construction (Bell Circle)														
AMS.800.1250	CP#2 Construction (Chelsea/Medford Signals)	251d	09-Nov-17 A	23-Jan-19	CP#2 Construction (Chelsea/Medford Signals)														
Package #3 (Wellington and Malden Stations)		37d	30-Jul-18 A	15-Jan-19	Package #3 (Wellington and Malden Stations)														
AMS.800.1180	CP#3 Construction (Wellington and Malden Stations)	37d	30-Jul-18 A	15-Jan-19	CP#3 Construction (Wellington and Malden Stations)														
Package #4 (Sullivan Square)		255d	01-Nov-17 A	15-Feb-19	Package #4 (Sullivan Square)														
AMS.800.1300	CP#4 Construction (Sullivan Square)	255d	01-Nov-17 A	15-Feb-19	CP#4 Construction (Sullivan Square)														
Land Transfers, Easements		454d	02-Jan-17 A	10-Jun-19	Land Transfers, Easements														
Proposed Dexter Realignment (CP #1)		423d	02-Jan-17 A	25-Apr-19	Proposed Dexter Realignment (CP #1)														
14950	Previous Owner/Tenant Legal Agreement Reached (TBD)	110d	02-Jan-17 A	28-Mar-19	Previous Owner/Tenant Legal Agreement Reached (TBD)														
14960	Tenant Vacates (TBD)	20d	29-Mar-19	25-Apr-19	Tenant Vacates (TBD)														
Final Planning Board Approval		40d	15-Apr-19	10-Jun-19	Final Planning Board Approval														
14970	Final Planning Board Approval	40d	15-Apr-19	10-Jun-19*	Final Planning Board Approval														
Construction Package #1 - Lower Broadway & Truck Route		380d	13-Oct-17 A	31-May-19	Construction Package #1 - Lower Broadway & Truck Route														
Lower Broadway & Truck Route		380d	13-Oct-17 A	31-May-19	Lower Broadway & Truck Route														
CP#1 Construction		380d	13-Oct-17 A	31-May-19	CP#1 Construction														
ALB.900.1050	CP#1 - Construction (Lower Broadway and Truck Route) 440 days	440d	13-Oct-17 A	27-Dec-18	CP#1 - Construction (Lower Broadway and Truck Route) 440 days														
ALB.900.1250	Dexter and Robin Streets	140d	16-Feb-18 A	31-May-19	Dexter and Robin Streets														
ALB.900.1080	Broadway East/West	97d	16-Mar-18 A	14-Jan-19	Broadway East/West														
ALB.900.1110	Intersections, Landscaping, Pavements	93d	10-Sep-18 A	31-May-19	Intersections, Landscaping, Pavements														
ALB.900.1090	Broadway Center Medians North/South	50d	05-Nov-18	10-May-19	Broadway Center Medians North/South														
ALB.900.1070	CP #1 Completed	0d		31-May-19	◆ CP #1 Completed														
Construction Package #2 - Route 16		306d	09-Nov-17 A	23-Jan-19	Construction Package #2 - Route 16														
CP#2 Construction		306d	09-Nov-17 A	23-Jan-19	CP#2 Construction														
ALB.900.1040	CP#2 - Construction (Santilli, Wellington, Sweetser, Bell Circles, Chelsea)	440d	09-Nov-17 A	23-Jan-19	CP#2 - Construction (Santilli, Wellington, Sweetser, Bell Circles, Chelsea/Medford Signals)														
ALB.900.1190	Route 16 Side Streets	180d	09-Nov-17 A	26-Oct-18	Route 16 Side Streets														
ALB.900.1200	Wellington	160d	17-Apr-18 A	16-Nov-18	Wellington														
ALB.900.1210	Santilli	160d	17-Apr-18 A	16-Nov-18	Santilli														
ALB.900.1220	Sweetser	125d	17-Apr-18 A	18-Dec-18	Sweetser														
ALB.900.1230	Bell	135d	21-May-18 A	16-Nov-18	Bell														

Data Date: 19-Oct-18
Print Date: 23-Oct-18
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Encore Boston Harbor
Project Master Schedule
Schedule Update #44



Activity ID	Activity Name	Original Duration	Start	Finish	2019												2020						
					Oct	Nov	Dec	Jan	Feb	Mar	Apr	May	Jun	Jul	Aug	Sep	Oct	Nov	Dec	Jan	Feb	Mar	
ALB.900.1060	CP #2 Completed	0d		23-Jan-19					◆ CP #2 Completed														
Construction Package #3 - MBTA Wellington & Malden Station		75d	30-Jul-18 A	15-Jan-19					▶ Construction Package #3 - MBTA Wellington & Malden Station														
MBTA Wellington & Malden Station		75d	30-Jul-18 A	15-Jan-19					▶ MBTA Wellington & Malden Station														
CP#3 Construction		75d	30-Jul-18 A	15-Jan-19					▶ CP#3 Construction														
AWM.900.1040	CP#3 - Construction (Wellington and Malden MBTA Stations)	110d	30-Jul-18 A	16-Nov-18					▶ CP#3 - Construction (Wellington and Malden MBTA Stations)														
AWM.900.1050	CP #3 Completed	0d		15-Jan-19*					◆ CP #3 Completed														
Construction Package #4 - Sullivan Square Charlestown		307d	01-Nov-17 A	15-Feb-19					▶ Construction Package #4 - Sullivan Square Charlestown														
A7420	Construction - Sullivan Square	440d	01-Nov-17 A	15-Feb-19					▶ Construction - Sullivan Square														
ALB.900.1120	Phase 1 - Alford Street Southbound	150d	27-Nov-17 A	09-Nov-18					▶ Phase 1 - Alford Street Southbound														
ALB.900.1140	Phase 3 - MBTA Station	165d	22-Jan-18 A	14-Jan-19					▶ Phase 3 - MBTA Station														
ALB.900.1130	Phase 2 - Alford Street Northbound	121d	17-Apr-18 A	29-Nov-18					▶ Phase 2 - Alford Street Northbound														
ALB.900.1150	Phase 4 - Maffa Way	77d	16-Jul-18 A	17-Dec-18					▶ Phase 4 - Maffa Way														
ALB.900.1160	Phase 5 - Beacham Street	83d	16-Jul-18 A	17-Dec-18					▶ Phase 5 - Beacham Street														
ALB.900.1180	Phase 8 - D Street and Spice Street	44d	16-Jul-18 A	15-Nov-18					▶ Phase 8 - D Street and Spice Street														
ALB.900.1240	Phase 7 - Main Street	53d	16-Jul-18 A	26-Oct-18					▶ Phase 7 - Main Street														
ALB.900.1170	Phase 6 - Cambridge Street	54d	17-Sep-18 A	18-Dec-18					▶ Phase 6 - Cambridge Street														
A7550	Sullivan Square Completed	0d		15-Feb-19					◆ Sullivan Square Completed														

Appendix 5

**Project Construction Workforce:
Women, Minority, Veteran Participation
As of September 30, 2018**

Reference 205 CMR 135.02(5)(e)

As of September 30th, 2018, 3,984,216.2 work hours had been completed on the Project Site by 6,020 individuals, with 1,339 minorities, 375 females, and 275 veterans, performing work on site.

	# of Workers	Participation to Date (% of workforce hours)	Goal (% of workforce hours)
Minority	1,339	25.0%	15.3%
Female	375	6.9%	6.9%
Veteran	275	6.2%	3.0%

LOCAL TRADE UNION	PROJECT TO DATE										
	Total Hours	Total # Workers	MINORITY - Goal: 15.3%			FEMALE - Goal: 6.9%			VETERAN - Goal: 3.0%		
			# Workers	Hours	%	# Workers	Hours	%	# Workers	Hours	%
Asbestos Workers Local 6	52,697.5	119	27	9,042.0	17.2%	9	2,834.0	5.4%	8	4,761.0	9.0%
Boilermakers Local 29	1,744.0	2	0	0.0	0.0%	0	0.0	0.0%	0	0.0	0.0%
Bricklayers Local 3 Eastern Mass.	102,732.5	259	48	21,314.0	20.7%	11	4,893.0	4.8%	9	4,435.5	4.3%
Carpenters, New England	711,396.8	911	255	213,676.5	30.0%	55	42,215.0	5.9%	41	39,262.8	5.5%
Electricians Local 103 I.B.E.W.	819,901.3	914	147	145,595.3	17.8%	58	53,920.3	6.6%	48	48,912.0	6.0%
Electricians Local 104 I.B.E.W (Utilities)	1,427.0	27	1	116.0	8.1%	1	155.0	10.9%	0	0.0	0.0%
Elevator Constructors Local 4	51,843.0	89	9	6,053.5	11.7%	6	2,386.0	4.6%	10	5,536.8	10.7%
Floorcoverers Local 2168	9,955.5	52	29	4,457.5	44.8%	2	1,063.5	10.7%	0	0.0	0.0%
Iron Workers Local 7	408,543.2	692	176	110,786.5	27.1%	47	27,074.0	6.6%	31	31,993.0	7.8%
Massachusetts Laborers	808,587.7	1221	379	265,150.8	32.8%	103	78,887.0	9.8%	37	29,127.5	3.6%
Milw rights Local 1121	269.0	4	1	86.0	32.0%	0	0.0	0.0%	0	0.0	0.0%
Operating Engineers Local 4	273,617.5	461	59	42,528.0	15.5%	16	14,268.0	5.2%	27	27,098.5	9.9%
Operating Engineers Local 98	240.0	2	0	0.0	0.0%	0	0.0	0.0%	0	0.0	0.0%
Painters & Allied Trades D.C. #35	130,147.0	261	100	53,520.0	41.1%	21	11,800.0	9.1%	5	3,579.5	2.8%
Pledrivers Local 56	44,014.0	106	9	5,218.5	11.9%	8	1,775.0	4.0%	9	5,113.0	11.6%
Pipe Fitters Local 537	107,539.0	120	16	19,746.5	18.4%	7	9,104.0	8.5%	10	7,690.0	7.2%
Plasterers & Cement Masons Local	63,697.5	212	47	11,869.0	18.6%	7	1,451.0	2.3%	5	245.0	0.4%
Plumbers & Gasfitters Local 12	163,851.5	218	29	26,511.5	16.2%	16	10,666.5	6.5%	13	14,008.0	8.5%
Roofers & Slaters Local 33	45,679.8	107	33	15,070.0	33.0%	3	4,174.5	9.1%	4	3,582.0	7.8%
Sheet Metal Workers Local 17	106,744.5	167	24	28,719.0	26.9%	3	5,535.0	5.2%	10	12,153.5	11.4%
Sheet Metal Workers Local 63	20.0	2	0	0.0	0.0%	0	0.0	0.0%	0	0.0	0.0%
Sprinkler Fitters Local 550	79,345.0	63	10	15,430.0	19.4%	2	3,636.5	4.6%	6	7,951.5	10.0%
Teamsters Local 25	215.0	10	0	0.0	0.0%	0	0.0	0.0%	2	11.0	5.1%
Woodframe Local 723	8.0	1	0	0.0	0.0%	0	0.0	0.0%	0	0.0	0.0%
Total	3,984,216.2	6,020	1,399	994,890.5	25.0%	375	275,838.3	6.9%	275	245,460.5	6.2%

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AJ Conveyer and Laundry Systems	269.0	4	1	86.0	32.0%	0	0.0	0.0%	0	0.0	0.0%
Allegheny Contract Flooring, Inc.	36,433.0	76	20	9,809.5	26.9%	5	1,965.0	5.4%	3	2,125.5	5.8%
All-Pro Electric, LLC	480.0	4	0	0.0	0.0%	0	0.0	0.0%	0	0.0	0.0%
Andella Iron Inc.	565.0	4	1	153.0	27.1%	0	0.0	0.0%	0	0.0	0.0%
Angelini Plastering, Inc. (WBE)	9,718.5	20	3	2,663.0	27.4%	0	0.0	0.0%	0	0.0	0.0%
Anvil Steel Engineering, Inc. (M/BE)	19,136.5	40	15	8,692.0	45.4%	5	1,295.5	6.8%	4	3,973.0	20.8%
Archer Corp	3,436.0	10	1	240.5	7.0%	1	240.5	7.0%	0	0.0	0.0%
Atlantic Lining Company Inc	403.0	9	6	328.0	81.4%	0	0.0	0.0%	0	0.0	0.0%
Axon Specialty Contracting	29,956.0	64	12	3,561.0	11.9%	5	880.0	2.9%	5	2,223.0	7.4%
Back Bay Concrete Corp. (WBE)	3,801.0	58	15	963.0	25.3%	4	53.5	1.4%	3	96.5	2.5%
BOSS Steel Inc. (WBE)	22,036.8	71	16	4,196.0	19.0%	3	1,406.0	6.4%	3	1,399.5	6.4%
Brava Electric & Telecom, Inc. (MBE)	1,883.5	4	2	1,021.8	54.2%	0	0.0	0.0%	0	0.0	0.0%
Brightview Landscaping Development Inc.	15,226.0	44	17	7,450.0	48.9%	4	1,640.0	10.8%	0	0.0	0.0%
Bunting Graphics, Inc.	6,253.7	16	4	2,179.0	34.8%	0	0.0	0.0%	0	0.0	0.0%
Capco Steel Erection Company	11,021.0	27	3	1,202.5	10.9%	1	183.0	1.7%	0	0.0	0.0%
Capital Carpet and Flooring Specialists, Inc. -	9,955.5	52	29	4,457.5	44.8%	2	1,063.5	10.7%	0	0.0	0.0%
Cashman Dredging & Marine Contracting	200.0	2	0	0.0	0.0%	0	0.0	0.0%	0	0.0	0.0%
Cavalieri Construction Company, Inc.	5,247.0	28	6	2,428.5	46.3%	0	0.0	0.0%	1	531.0	10.1%
Century Drywall, Inc.	363,553.8	415	170	140,086.0	38.5%	27	22,190.5	6.1%	8	12,649.3	3.5%
Chapman Construction Group, Inc. (WVBE)	14,028.0	21	3	1,681.5	12.0%	4	3,403.5	24.3%	2	1,820.0	13.0%
Coastal Marine Construction	2,223.5	15	0	0.0	0.0%	1	84.0	3.8%	1	116.5	5.2%
Coghlin Electrical Contractors, Inc. (WBE)	375,892.0	244	37	61,029.5	16.2%	13	20,421.5	5.4%	13	20,280.0	5.4%
Collins Overhead Door Inc.	474.2	3	0	0.0	0.0%	0	0.0	0.0%	0	0.0	0.0%
Component Assembly Systems, Inc.	21,325.0	54	8	3,568.0	16.7%	2	960.0	4.5%	3	1,751.0	8.2%
Composite Company, Inc.	470.0	6	2	278.0	59.1%	0	0.0	0.0%	0	0.0	0.0%
Construction Drilling, Inc.	499.5	4	0	0.0	0.0%	0	0.0	0.0%	0	0.0	0.0%
Costa Brothers Masonry, Inc.	37,735.5	77	16	9,152.5	24.3%	2	1,986.0	5.3%	1	24.0	0.1%
Cross Country Food Service Equipment Installers	1,729.5	10	0	0.0	0.0%	0	0.0	0.0%	1	456.5	26.4%
D.W. White Construction	16,642.5	53	6	2,778.0	16.7%	4	1,432.0	8.6%	1	924.0	5.6%
Dagle Electrical Construction Corporation (WBE)	4,600.0	52	5	510.0	11.1%	1	48.0	1.0%	2	84.5	1.8%
Daniel Marr and Son Co.	148,292.0	201	28	24,886.0	16.8%	14	7,342.5	5.0%	9	11,192.0	7.5%
DeLucca Fence Company (WBE)	1,026.0	37	8	159.0	15.5%	2	24.0	2.3%	1	24.0	2.3%
Dependable Masonry Construction Co.	848.5	6	2	203.0	23.9%	0	0.0	0.0%	0	0.0	0.0%
Don Martin Corporation (MBE)	1,323.5	29	12	459.0	34.7%	0	0.0	0.0%	1	22.0	1.7%
Draper Elevator Cab Co, Inc.	94.5	2	0	0.0	0.0%	0	0.0	0.0%	2	94.5	100.0%
D's Welding	438.0	9	1	69.0	15.8%	0	0.0	0.0%	0	0.0	0.0%
Duggan & Marcon, Inc.	764.0	1	0	0.0	0.0%	0	0.0	0.0%	0	0.0	0.0%
E.H. Marchant Co. Inc.	4,416.0	13	1	801.0	18.1%	1	160.0	3.6%	1	220.0	5.0%
E.M. Duggan, Inc.	137,113.5	152	23	22,708.0	16.6%	13	9,330.5	6.8%	12	15,327.0	11.2%
East Coast Fireproofing Co	6,837.0	20	4	1,094.0	16.0%	2	169.0	2.5%	3	589.0	8.6%
East Coast Interiors	959.0	8	0	0.0	0.0%	1	202.0	21.1%	1	146.0	15.2%
Eastern Exterior Wall Systems, Inc. (VBE)	752.5	1	0	0.0	0.0%	0	0.0	0.0%	0	0.0	0.0%
Easton Concrete Cutting & Drilling LLC	594.0	13	1	27.0	4.5%	0	0.0	0.0%	0	0.0	0.0%
Edward G. Sawyer Co., Inc.	143,644.0	145	25	34,012.0	23.7%	12	13,850.0	9.6%	3	4,977.5	3.5%
Evermore Light and Power Inc. (WBE)	4,952.0	5	0	0.0	0.0%	0	0.0	0.0%	1	1,515.0	30.6%
F.C. Construction Corp.	2,275.5	35	8	414.5	18.2%	0	0.0	0.0%	1	111.0	4.9%
Federal Concrete (WBE)	3,535.5	27	7	886.5	25.1%	3	522.5	14.8%	2	270.0	7.6%
Ferguson-Neudorf Glass Inc.	44.0	1	0	0.0	0.0%	0	0.0	0.0%	0	0.0	0.0%
Fischbach & Moore Electric Group, LLC	996.0	7	1	8.0	0.8%	0	0.0	0.0%	0	0.0	0.0%
Fisher Contracting Corporation (M/WBE)	4,876.0	20	3	604.0	12.4%	3	837.0	17.2%	1	276.0	5.7%
Food Equipment Installations, Inc.	3,611.0	12	0	0.0	0.0%	0	0.0	0.0%	0	0.0	0.0%
Geologic Earth Exploration, Inc.	72.5	2	0	0.0	0.0%	0	0.0	0.0%	0	0.0	0.0%
Gleeson Powers, Inc.	5,306.0	14	4	1,806.5	34.0%	1	232.0	4.4%	0	0.0	0.0%
Greenwood Industries, Inc.	3,302.8	16	7	1,403.0	42.5%	0	0.0	0.0%	0	0.0	0.0%
Griffin Door dba Overhead Door Specialities	112.0	2	0	0.0	0.0%	0	0.0	0.0%	0	0.0	0.0%

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Hayward Baker Inc.	10,688.0	55	4	1,472.0	13.8%	2	250.0	2.3%	1	365.5	3.4%
Homeland Mechanical LLC (VBE)	340.0	3	0	0.0	0.0%	0	0.0	0.0%	1	168.0	49.4%
Hub Foundation Co., Inc.	18,363.5	45	6	2,839.5	15.5%	2	1,164.0	6.3%	6	4,377.0	23.8%
J & M Brown Company, Inc.	40,744.5	44	11	8,233.0	20.2%	2	3,612.5	8.9%	2	3,253.0	8.0%
J Rams Inc	17.0	2	0	0.0	0.0%	0	0.0	0.0%	1	8.0	47.1%
J. Derenzo Co.	162,063.4	134	19	36,923.5	22.8%	11	18,676.0	11.5%	11	14,100.5	8.7%
J. Thibert Architectural Woodwork Installation	4,229.5	12	1	290.5	6.9%	1	290.5	6.9%	1	476.5	11.3%
J.C. Cannistraro	34,927.0	61	4	5,282.0	15.1%	3	3,062.5	8.8%	2	504.0	1.4%
J.C. Higgins Corp	83,960.0	83	11	13,638.0	16.2%	5	7,097.5	8.5%	4	4,667.0	5.6%
J.F. White Contracting Company, Inc	34,032.0	58	8	4,712.0	13.8%	2	3,904.5	11.5%	3	1,334.5	3.9%
Jackson Glass, Inc. (WBE) - Payroll is done on	59,988.0	60	15	13,905.0	23.2%	6	7,625.0	12.7%	7	6,695.0	11.2%
Jerez LLC (MWBE)	8,933.0	9	7	7,575.0	84.8%	1	191.5	2.1%	0	0.0	0.0%
John W. Egan Co., Inc.	40.0	1	0	0.0	0.0%	0	0.0	0.0%	0	0.0	0.0%
JP Obelisk, Inc.	1,245.0	13	5	576.0	46.3%	0	0.0	0.0%	0	0.0	0.0%
JR Vinagro Corp.	2,657.0	25	5	223.0	8.4%	1	120.0	4.5%	1	122.0	4.6%
K&H Electrical Systems, Inc.	12,275.5	30	8	3,050.5	24.9%	1	457.5	3.7%	1	120.5	1.0%
K&K Acoustical Ceilings, Inc.	5,563.0	9	2	945.0	17.0%	2	717.0	12.9%	1	1,460.0	26.2%
K&M Fire Protection Services, Inc. - Payroll done	79,345.0	63	10	15,430.0	19.4%	2	3,636.5	4.6%	6	7,951.5	10.0%
K. DaPonte Construction Corp.	720.0	18	1	72.0	10.0%	1	32.0	4.4%	0	0.0	0.0%
K.O. Stone Inc. (MBE)	632.0	11	10	616.0	97.5%	5	328.0	51.9%	0	0.0	0.0%
Kenneth Castellucci & Associates, Inc.	5,885.5	21	1	152.0	2.6%	0	0.0	0.0%	0	0.0	0.0%
Killea Equipment	501.0	3	2	305.0	60.9%	0	0.0	0.0%	0	0.0	0.0%
KM Kelly, Inc.	24,799.3	26	6	4,684.0	18.9%	4	3,350.3	13.5%	2	1,817.0	7.3%
L.J. Mishel Electrical Contractors, Inc.	96.0	2	0	0.0	0.0%	0	0.0	0.0%	1	48.0	50.0%
Lan-Tel Communications, Inc.	13,671.0	16	6	5,681.0	41.6%	1	1,479.0	10.8%	2	1,868.0	13.7%
Leading Way Construction Co., Inc.	96.0	6	0	0.0	0.0%	0	0.0	0.0%	0	0.0	0.0%
Liberty Construction Services	409,686.0	384	118	118,350.0	28.9%	33	36,634.0	8.9%	8	7,732.0	1.9%
Liberty Equipment and Supply	13,507.0	42	8	2,531.0	18.7%	3	679.0	5.0%	1	1,217.0	9.0%
Lockwood Remediation	32.0	1	0	0.0	0.0%	0	0.0	0.0%	0	0.0	0.0%
Longden Company Inc.	1,035.0	7	1	191.0	18.5%	0	0.0	0.0%	2	248.0	24.0%
Lund Rebar Services, Inc.	108,783.5	128	59	50,249.0	46.2%	11	7,536.0	6.9%	6	8,375.0	7.7%
M.L. McDonald Sales Company, LLC	82,947.0	121	25	12,819.0	15.5%	7	4,525.0	5.5%	5	5,655.0	6.8%
Marguerite Concrete, Inc.	587.0	34	9	166.0	28.3%	1	8.0	1.4%	2	32.0	5.5%
Marr Equipment Corp.	202.0	9	0	0.0	0.0%	0	0.0	0.0%	1	3.0	1.5%
Mass Bay Electrical Corp.	3,916.5	46	1	201.0	5.1%	1	155.0	4.0%	0	0.0	0.0%
Massey's Plate Glass Aluminum, Inc.	2,376.0	15	4	839.0	35.3%	1	192.0	8.1%	1	303.0	12.8%
Maxim Crane Works, L.P.	47,040.5	73	14	11,231.5	23.9%	3	3,756.5	8.0%	5	6,816.5	14.5%
McCusker-Gill, Inc.	73,798.0	101	19	24,125.0	32.7%	2	4,080.0	5.5%	8	11,240.0	15.2%
McDonald Electrical Corp.	42,661.0	74	12	5,263.0	12.3%	7	1,982.0	4.6%	8	4,227.0	9.9%
McGregor Industries, Inc.	19,017.0	33	7	1,922.5	10.1%	2	3,072.0	16.2%	3	1,864.5	9.8%
McPhee Electric Ltd.	19,838.5	35	5	2,068.5	10.4%	3	613.0	3.1%	4	2,631.0	13.3%
Melo's Rodbusters, Inc. (WBE)	13,566.5	22	11	7,113.0	52.4%	0	0.0	0.0%	1	1,820.0	13.4%
Midnight Iron Construction Management Inc.	32.0	1	0	0.0	0.0%	0	0.0	0.0%	0	0.0	0.0%
Mitsubishi Electric US, Inc.	5,886.0	7	2	2,119.0	36.0%	1	943.0	16.0%	4	3,355.0	57.0%
MON Landscaping Inc.	416.0	15	1	16.0	3.8%	0	0.0	0.0%	0	0.0	0.0%
Moretrench	19,856.0	38	11	5,850.0	29.5%	3	302.0	1.5%	2	1,335.5	6.7%
MTK Construction Services, Inc.	514.0	12	8	396.0	77.0%	0	0.0	0.0%	0	0.0	0.0%
NER Construction Mgmt	7,878.5	22	1	48.0	0.6%	0	0.0	0.0%	1	48.0	0.6%
New England Finish Systems	473.5	10	1	44.0	9.3%	2	6.0	1.3%	0	0.0	0.0%
New England Installation, Inc.	818.5	8	1	141.0	17.2%	0	0.0	0.0%	1	106.5	13.0%
New Roads Environmental	7,929.5	42	40	7,874.5	99.3%	4	1,412.0	17.8%	1	172.0	2.2%
Newtech Installation USA inc	10,866.3	35	6	1,244.5	11.5%	1	44.0	0.4%	2	284.0	2.6%
North East Foam Solutions, Inc.	5,563.0	10	4	1,217.0	21.9%	1	1,524.0	27.4%	3	2,240.0	40.3%
Northeast Interior aka Artisan Millwork	5,269.5	10	3	1,854.0	35.2%	1	568.0	10.8%	1	1,067.5	20.3%
NorthStar Contracting Group, Inc	37.0	2	1	12.0	32.4%	0	0.0	0.0%	0	0.0	0.0%

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Oasis Shower Doors	1,755.0	8	0	0.0	0.0%	1	222.0	12.6%	0	0.0	0.0%
Otis Elevator Company	43,658.8	69	6	3,357.3	7.7%	5	1,443.0	3.3%	3	1,517.8	3.5%
P.J. Dionne Company, Inc.	1,266.5	6	1	184.0	14.5%	1	120.0	9.5%	0	0.0	0.0%
P.J. Spillane Company, Inc. (WBE)	12,645.5	46	10	2,542.0	20.1%	2	1,150.0	9.1%	1	36.0	0.3%
Peak Mechanical Services	9,238.0	18	5	3,645.0	39.5%	0	0.0	0.0%	3	812.0	8.8%
Pick Crane Service, Inc.	110.5	3	0	0.0	0.0%	0	0.0	0.0%	0	0.0	0.0%
Port Morris Tile & Marble Boston LP	22,166.5	66	9	4,301.0	19.4%	4	1,617.0	7.3%	3	2,202.0	9.9%
PSN Construction Inc.	1,028.3	2	2	1,028.3	100.0%	0	0.0	0.0%	0	0.0	0.0%
Quality Air Metals, Inc. (WBE)	15,057.0	13	3	3,671.0	24.4%	1	1,455.0	9.7%	1	457.0	3.0%
R.J. Cobb LTD	48.0	2	0	0.0	0.0%	0	0.0	0.0%	0	0.0	0.0%
Rapid Flow Inc.	1,572.0	2	0	0.0	0.0%	0	0.0	0.0%	1	8.0	0.5%
Regis Steel Corporation (MBE)	6,283.5	24	6	1,415.5	22.5%	3	613.0	9.8%	0	0.0	0.0%
Richard W. Reid Electric Company Inc.	34.0	3	2	16.0	47.1%	0	0.0	0.0%	0	0.0	0.0%
Roadsafe Traffic Systems, Inc	45.0	4	2	17.0	37.8%	0	0.0	0.0%	0	0.0	0.0%
Roman Iron Works, Inc.	182.0	3	1	102.0	56.0%	0	0.0	0.0%	0	0.0	0.0%
S&A Cranes LLC	62.5	7	1	10.5	16.8%	0	0.0	0.0%	1	8.0	12.8%
S&F Concrete Contractors, Inc.	420,899.0	406	102	129,266.0	30.7%	17	23,739.0	5.6%	13	19,878.0	4.7%
Silverback Construction Inc.	416.0	18	1	27.0	6.5%	0	0.0	0.0%	0	0.0	0.0%
Skylight Consultants of America, Inc.	1,513.5	13	1	64.0	4.2%	0	0.0	0.0%	0	0.0	0.0%
SOEP Painting Corp.	16,093.5	53	20	6,320.0	39.3%	9	2,214.0	13.8%	1	434.0	2.7%
SOS Corporation (WBE)	1,838.0	15	7	563.0	30.6%	7	566.0	30.8%	0	0.0	0.0%
SPS New England, Inc.	46,796.5	79	17	8,158.5	17.4%	6	3,424.0	7.3%	1	424.0	0.9%
Stafford Smith	0.0	0	0	0.0	0.0%	0	0.0	0.0%	0	0.0	0.0%
Stanley & Sons, Inc.	5,712.5	28	9	958.5	16.8%	2	706.0	12.4%	4	1,097.0	19.2%
Structures Derek International SA	1,520.5	8	3	704.5	46.3%	0	0.0	0.0%	0	0.0	0.0%
Sullivan & McLaughlin Co., Inc.	3,677.0	10	1	873.0	23.7%	2	945.0	25.7%	1	681.0	18.5%
Sunrise Erectors, Inc.	44,492.0	79	12	5,089.5	11.4%	6	2,360.5	5.3%	4	3,330.5	7.5%
Sweeney Drywall Finishes Corp	2,506.0	22	8	881.0	35.2%	0	0.0	0.0%	1	32.0	1.3%
T & T Steel Erectors, Inc. (MBE)	807.0	6	1	275.0	34.1%	1	218.0	27.0%	0	0.0	0.0%
T&T Electrical Contractors, Inc.	110,954.5	151	20	17,189.5	15.5%	8	3,758.0	3.4%	6	5,589.5	5.0%
Tavares LLC (MBE)	24,726.5	50	21	16,813.5	68.0%	1	1,717.0	6.9%	1	1,820.0	7.4%
TCI Installations Inc. (WBE)	2,576.0	8	1	416.0	16.1%	0	0.0	0.0%	1	666.0	25.9%
The Railroad Associates Corporation	68.5	3	0	0.0	0.0%	0	0.0	0.0%	0	0.0	0.0%
The Welch Corporation	11,582.5	21	2	1,308.0	11.3%	3	1,057.0	9.1%	2	1,225.0	10.6%
Thermo-Dynamics International, Inc. (VBE)	13,088.5	35	10	3,151.0	24.1%	2	686.5	5.2%	1	1,579.0	12.1%
Titan Roofing, Inc. (MVBE)	47,464.0	100	26	13,667.0	28.8%	3	4,174.5	8.8%	4	3,582.0	7.5%
Total Mechanical Service Corp. (MBE)	96.0	3	0	0.0	0.0%	0	0.0	0.0%	0	0.0	0.0%
TREVICOS CORPORATION	60,534.5	89	24	16,023.0	26.5%	7	4,090.5	6.8%	3	2,630.0	4.3%
Triboro Crane & Rigging Services	1,128.0	9	0	0.0	0.0%	0	0.0	0.0%	0	0.0	0.0%
Union Temporary Services, Inc.	3,611.5	7	1	214.0	5.9%	1	214.0	5.9%	0	0.0	0.0%
Unistrut International Corp.	14,980.8	22	5	5,468.5	36.5%	2	1,077.5	7.2%	1	1,574.0	10.5%
United Elevator Company (WBE)	124.0	2	0	0.0	0.0%	0	0.0	0.0%	0	0.0	0.0%
Universal Automation & Mechanical Services	1,041.0	8	1	8.0	0.8%	0	0.0	0.0%	0	0.0	0.0%
Urban Insulation Inc. (WBE)	9,653.0	20	5	2,330.0	24.1%	2	1,267.5	13.1%	2	959.0	9.9%
UTEC Constructors LLC	688.0	9	1	116.0	16.9%	0	0.0	0.0%	0	0.0	0.0%
Vanguard Plumbing & Mechanical LLC	312.0	2	0	0.0	0.0%	0	0.0	0.0%	0	0.0	0.0%
Vynorius Piledriving Inc.	13,626.3	32	3	1,810.3	13.3%	3	657.5	4.8%	4	1,592.0	11.7%
Walco Installations, LLC	662.0	6	0	0.0	0.0%	0	0.0	0.0%	0	0.0	0.0%
WES Construction Corp	4,134.0	15	1	356.5	8.6%	1	398.0	9.6%	0	0.0	0.0%
Whitehawk Construction Services, Inc.	6.0	1	0	0.0	0.0%	0	0.0	0.0%	0	0.0	0.0%
Wood & Wire Fence Co. Inc. (MBE)	8.0	2	1	4.0	50.0%	0	0.0	0.0%	0	0.0	0.0%
TOTAL	3,984,216.2	6,020	1,399	994,890.5	25.0%	375	275,838.3	6.9%	275	245,460.5	6.2%

**Contracts and Payments to Minority, Women and
Veteran Business Enterprises for Construction Phase**
As of September 30, 2018

Reference 205 CMR 135.02(5)(f)

As of September 30th, 2018, Encore had awarded \$229,302,016 or 18.0% of qualified construction contracts, in contracts to M/W/VBEs. As of September 30, 2018, Encore and Encore's contractors and sub-contractors awarded 79 contracts to MBEs, 154 contracts to WBEs, and 49 contracts to VBEs for construction.

	# Contract Awards*	Contract Award Value (\$)	% of Total Construction Contracts Awarded to Date	% Goal	Paid to Date (\$)
MBE	79	77,750,418	6.1%	5.0%	57,128,020
WBE	154	144,126,409	11.3%	5.4%	117,725,646
VBE	49	32,709,989	2.6%	1.0%	29,065,876
TOTAL**	241	\$229,302,016	18.0%	11.4%	\$177,472,877

*Note that a majority of M/W/VBEs are sub-contracted with Encore's contractors and sub-contractors.

M/W/VBE contract awards and payments report includes awards and payments made to businesses with more than one diverse classification (i.e. M/WBE). **Totals reported deduct any double counting due to awards to businesses with more than one diverse classification.

**Contracts and Payments to Minority, Women and
Veteran Business Enterprises for Design Phase
As of September 30, 2018**

Reference 205 CMR 135.02(5)(f)

As of September 30, 2018, Encore had awarded \$14,490,238 or 23.3% of qualified design contracts, to M/W/VBEs for design work. As of September 30, 2018, Encore and Encore’s consultants awarded 13 contracts to MBEs, 15 contracts to WBEs, and 4 contracts to VBEs for design work.

	# Contract Awards*	Contract Award Value (\$)	% Total Design Contract*	% Goal	Paid to Date (\$)
MBE	13	5,439,916	8.8%	7.9%	5,097,899
WBE	15	5,052,022	8.1%	10.0%	4,778,131
VBE	4	4,038,300	6.5%	1.0%	3,671,308
TOTAL	31	\$14,490,238	23.3%	18.9%	\$13,529,377

*Note that 9 MBE contracts, 9 WBE contracts, and 2 VBE contract, are sub-contracted with Encore’s consultants.

M/W/VBE contract awards and payments report includes awards and payments made to businesses with more than one diverse classification (i.e. M/WBE). **Totals reported deduct any double counting due to awards to businesses with more than one diverse classification.

Encore Boston Harbor

Monitoring of Project Construction and Licensee Requirements 205 CMR 135

Quarterly Report Massachusetts Gaming Commission as of March 31, 2019



Monitoring of Project Construction and Licensee Requirements

Quarterly Report as of March 31, 2019

1.0 Project at a Glance

The Encore Boston Harbor (the “Project”) is an approximately \$2.4 billion luxury resort that will transform a blighted section of the City of Everett, Massachusetts adjacent to the Mystic River, into a world-class destination. The Project will contribute hundreds of millions of dollars, including tens of millions of dollars in infrastructure contributions to the City of Everett, the region, and the Commonwealth of Massachusetts. The Project is under construction on the contaminated site of a former chemical manufacturing plant totaling approximately 33.9 acres (the “Project Site”).



The Project will be comprised of a luxury hotel with 671 rooms, a gaming area, retail space, food and beverage outlets, event and meeting space, a spa and gym, a parking garage, and other complementary amenities. The Project will also include extensive landscape and open space amenities including a public gathering area with an outdoor park-like open space, a pavilion, waterfront features, a public harborwalk, and water transportation docking facilities reconnecting the City of Everett to the Mystic River and Boston Harbor for the first time in generations.

The Project will also include off-site improvements including extensive transportation improvements and a multiuse path from the Project's harborwalk to the existing paths at the Massachusetts Department of Conservation and Recreation ("DCR") Gateway Park. The Project will be developed in a single phase.

Wynn MA, LLC ("Wynn") received a conditional Category 1 gaming license for Region A (the "Gaming License") in November 2014. Since receiving the conditional Gaming License, Wynn has made significant progress on community outreach, project entitlements, permitting, land acquisition, the design, and construction of the Project.

In August 2015, Wynn selected Charter Contracting Company, LLC, a Massachusetts limited liability company, as its remediation contractor. Remediation of the landside portion of the Project Site commenced in October 2015, and final completion documentation was filed on August 4, 2016.

On July 15, 2015, Wynn filed its Second Supplemental Final Environmental Impact Report ("SSFEIR") to address the remaining three principal areas of study that were outlined in the Certificate of the Secretary of Energy and Environmental Affairs on Wynn's Supplemental Final Environmental Impact Report ("SFEIR") dated April 3, 2015. On August 28, 2015, Wynn received a Certificate of the Secretary of Energy and Environmental Affairs on its SSFEIR (the "Secretary's Certificate") concluding that Wynn's SSFEIR "adequately and properly complies" with the Massachusetts Environmental Policy Act ("MEPA").

In accordance with MEPA, following the receipt of its Secretary's Certificate, Wynn worked with various state agencies to obtain "Section 61 findings," a determination made by an agency of the Commonwealth describing the environmental impact, if any, of the Project and a finding that all feasible measures have been taken to avoid or minimize said impact. Wynn received its Section 61 findings from the following agencies on the dates set forth below:

Massachusetts Water Resources Authority:	January 12, 2016
Massachusetts Port Authority:	January 21, 2016
Massachusetts Department of Transportation & Department of Conservation and Recreation:	April 5, 2016
Massachusetts Gaming Commission:	April 25, 2016

On August 24, 2015, Wynn filed its Chapter 91 License Application for the Project with the Massachusetts Department of Environmental Protection ("MassDEP") to obtain license

authorization for the development of a portion of the Project on private filled and flowed tidelands. MassDEP issued the Chapter 91 License on August 3, 2016.

On February 28, 2017, Wynn filed a Notice of Project Change (“NPC”) identifying changes to programming and design refinements for the Project and including a sediment remediation plan for a portion of the Project Site and an adjacent area of the Mystic River.

2.0 Cost of Construction and Capitalization of Gaming Licensee

Pursuant to 205 CMR 135.02(5)(a) and (b), please see Appendix 1 for a sworn certification regarding (a) the total estimated cost of construction of the Project and related infrastructure improvements and (b) the capitalization of the Wynn for the quarter ending March 31, 2019. During the quarter ending March 31, 2019, Wynn Resorts, Limited filed its certified financial statements with the Securities and Exchange Commission as part of its 10-K annual report. Included in Appendix 1 are the Consolidated Balance Sheets, Consolidated Statements of Income, Consolidated Statements of Comprehensive Income, Consolidated Statements of Stockholders’ Equity, and Consolidated Statements of Cash Flows from the 10-K filing. The complete annual 10-K report can be accessed at: <https://wynnresortslimited.gcs-web.com/node/15906/html>.

3.0 Design and Construction Contracts

Pursuant to 205 CMR 135.02(5)(c), please see Appendix 2 for a list of all design and construction contracts executed for the quarter ending March 31, 2019 to design and construct the gaming establishment and related infrastructure improvements.

4.0 Progress of Construction

Pursuant to 205 CMR 135.02(5) (d), the following is a status report regarding the progress of the construction of the Project.

4.1 Federal Permits.

On May 18, 2017, Wynn filed a Permit Modification Request with the US Army Corps of Engineers to modify the permit previously issued for the Project to include (i) accessibility improvements for the floating dock system, (ii) installation of three piles to protect an outfall, and (iii) remedial activities including the removal of derelict barges, debris removal, and additional dredging and filling in the Mystic River. The permit modification was issued on

August 31, 2017 and reissued on September 11, 2017. Another permit modification was received on June 25, 2018 to address erosion of a limited portion of the cap.

4.2 State Permits.

On July 15, 2015, Wynn filed its SSFEIR to address the remaining three principal areas of study that were outlined in the Certificate of the Secretary of Energy and Environmental Affairs on Wynn's SFEIR dated April 3, 2015. On August 28, 2015, Wynn received a Secretary's Certificate concluding that Wynn's SSFEIR "adequately and properly complies" with MEPA.

The Secretary's Certificate confirmed that Wynn's traffic analysis and mitigation plans are effective to mitigate the Project's impacts on existing transportation infrastructure. With respect to broader regional transportation impacts, the Secretary's Certificate required the establishment of a "Regional Working Group" to be led by MassDOT for the purpose of assessing and developing long-term transportation improvements that will support sustainable redevelopment and economic growth in and around Sullivan Square. Wynn committed to participating in this Regional Working Group and providing a proportionate share of funding to support this effort. Wynn has attended all monthly meetings of the Lower Mystic Regional Working Group ("LMRWG").

The Secretary's Certificate also required enhanced public review during permitting and development of Section 61 findings by MassDOT and the Massachusetts Gaming Commission ("MGC"). Following the receipt of the Secretary's Certificate, Wynn had productive meetings with each of the State Agencies with permitting authority over the Project for the purpose of preparing Section 61 findings to be issued by each such State Agency. Wynn received its Section 61 findings from the following agencies on the dates set forth below:

Massachusetts Water Resources Authority:	January 12, 2016
Massachusetts Port Authority:	January 21, 2016
Massachusetts Department of Transportation & Department of Conservation and Recreation:	April 5, 2016
Massachusetts Gaming Commission:	April 25, 2016

On February 28, 2017, Wynn filed an NPC with MEPA. The primary purpose of the NPC was to describe the sediment remediation plans for a portion of the Project Site and an adjacent parcel located in the Mystic River. The NPC also described refinements to the program and interior layout of the building to reflect current market conditions as they have changed since prior MEPA filings. Program changes include a reduction in retail space, a reduction of hotel suites to provide for additional rooms, an increase in food and beverage space, the addition

of a larger luxury ballroom space, and an increase in “back of house” support space. The NPC contained updated square footage for each of the Project components as they were further refined and finalized as part of the design process. Other minor changes that developed over the course of designing and preparing construction documents for the Project were also included in the NPC (e.g., minor adjustments to the elevation of the salt marsh to improve viability, minor changes to the docking and float systems to accommodate Americans with Disabilities Act (“ADA”) and other passenger needs, and a minor reduction in the navigational dredge footprint).

On August 24, 2015, Wynn filed its Chapter 91 License Application for the Project with the MassDEP to obtain license authorization for the development of a portion of the Project on private filled and flowed tidelands. Wynn received its “Written Determination” from MassDEP on January 22, 2016. On February 11, 2016, Mayor Joseph A. Curtatone, in his capacity as Mayor of the City of Somerville (“Somerville”), filed a “Notice of Claim” with the Executive Office of Energy and Environmental Affairs, Department of Environmental Protection, requesting an adjudicatory hearing with respect to the Written Determination. On February 18, 2016, the Office of Appeals and Dispute Resolution of MassDEP issued a Scheduling Order pursuant to which a hearing on Somerville’s appeal was set for June 2, 2016. As a direct result of this appeal, Wynn was unable to commence construction activities within those portions of the Project Site that are subject to Chapter 91.

On June 2, 2016, Wynn, Somerville and the DEP participated in the adjudicatory hearing. On July 15, 2016, MassDEP’s Office of Appeals and Dispute Resolution issued a “Recommended Final Decision” affirming Wynn’s Written Determination, and MassDEP issued the Chapter 91 License on August 3, 2016.

On February 22, 2017, Wynn filed a request with MassDEP for a Minor Project Modification, pursuant to CMR 9.22(3), to modify the below-grade footprint of underground parking facility. The requested modifications included (i) decreasing the below-grade parking structure from three (3) levels to one (1) level under the peninsular portion of the building footprint, (ii) a setback of the below-grade parking structure footprint under the main entrance, and (iii) increasing the below-grade parking structure from three (3) levels to four (4) levels under the remaining portion of the main building footprint. None of the foregoing modifications extended the below-grade building footprint, increased the total number of parking spaces, or changed any previously authorized uses. On February 28, 2017, MassDEP determined that the proposed modifications comply with the minor project modification provisions set forth in 310 CMR 9.22(3)(a) and that the submission of a Chapter 91 Waterways License Application was not required for such modifications.

On March 16, 2017, Wynn filed a request with MassDEP for a second Minor Project Modification, pursuant to CMR 9.22(3), to (1) reduce the living shoreline elevation, (2) increase the total number of hotel rooms from 629 to 671, (3) modify the docking facility of the Project to accommodate an improved accessible ramping system, (4) install three fender piles to protect an outfall structure, and (5) in response to market conditions, change the size and location of some first floor uses. On March 29, 2017, the DEP determined that the proposed modifications (1) through (4) above comply with the minor project modification provisions set forth in 310 CMR 9.22(3)(a) and that the proposed modification (5) complies with 310 CMR 9.22(3)(b). Therefore, DEP determined that the submission of a Chapter 91 Waterways License Application was not required for such modifications.

On May 12, 2017, Wynn filed a Chapter 91 License and Water Quality Certification Application with MassDEP for the removal of deteriorated barges and sediment remediation in a portion of the Mystic River located in the Cities of Boston and Everett. MassDEP issued a Water Quality Certification on August 25, 2017, which came into effect on September 15, 2017 after the three-week appeal period ended. A draft Chapter 91 License was issued on August 29, 2017. The final license was issued on September 25, 2017 following the expiration of the appeal period. On June 18, 2018, the Department approved an amendment to address erosion of a limited area of the sediment remediation cap. On May 24, 2018, Wynn filed a Minor Project Modification for the sediment remediation Chapter 91 License to address the limited cap erosion, the request was presumptively approved following a thirty (30) day review period.

On May 22, 2017, Wynn submitted a request for an amendment to its combined 401 Water Quality Certification with MassDEP to conduct remediation activities at an area of the proposed living shore line where seepage of discolored water was observed. On June 29, 2017, MassDEP approved the amendment.

On June 21, 2017, Wynn filed a combined Phase III Remedial Action Plan and Phase IV Remedy Implementation Plan with MassDEP for the sediment portion of the Project Site. The purpose of the Phase III Remedial Action Plan was to establish remedial objectives, identify and evaluate remedial action technologies, formulate and evaluate remedial action alternatives, and select a remedial action alternative for the sediment portion of the Project Site that will result in a Permanent Solution. The Phase IV Remedy Action Plan addresses the design, construction, and implementation of the "Comprehensive Remedial Action" to be implemented for the sediment portion of the Disposal Site. A public meeting was held on June 29, 2017 and the public comment period ended July 11, 2017 in accordance with the

Public Involvement Plan (“PIP”) process. On December 6, 2018 Wynn filed the Phase IV As-Built Construction and Final Inspection Report, Partial Permanent Solution Statement, and two Activity Use Limitations (“AULs”) as part of the sediment remediation closure documents. A public meeting was held on December 17, 2018 and the public comment period ended on January 9, 2019. No comments were received and the final Phase IV As-Built Construction and Final Inspection Report, Partial Permanent Solution Statement, and two AULs for the sediment remediation were submitted in February 2019.

A MassDOT/DCR Access Permit for transportation and pedestrian improvements work on Route 16 in Everett, Medford, and Revere, was received on October 31, 2017. MWRA 8(m) permits were also granted for the transportation improvements projects in Sullivan Square on November 8, 2017, and on Route 16 and Broadway/Alford Street on November 28, 2017, respectively.

On March 16, 2018, Wynn filed a request with MassDEP for a third Minor Project Modification, pursuant to CMR 9.22(3), to (1) add additional open space between Alford Street and the Project with landscaping and other improvements and (2) add additional open space west of the Project’s service road for temporary and emergency access purposes. On April 2, 2018, MassDEP sent a Decision on Request for Third Minor Project Modification asking for additional documentation to allow for the additional parcels to be added to the License. Wynn responded to DEP’s Decision on June 15, 2018.

On April 23, 2018, Wynn filed a Chapter 91 License Application for Phase 1 of the DCR Harborwalk Connector project (as defined below). DEP issued the Chapter 91 License on September 21, 2018.

On April 30, 2018 an application for Site Plan review and approval was submitted to Boston Water & Sewer Commission (“BWSC”) for pedestrian and landscape improvements on Alford Street. BWSC approved the Site Plan on July 18, 2018.

4.3 Local Permits.

On May 11, 2015, Wynn submitted its Form 19A Site Plan Review Application to the Everett Planning Board. The City of Everett engaged outside consultants, LDD Collaborative, Inc. and TranSystems, to provide Site Plan Review services for the Project. On July 13, 2015, Wynn presented its Site Plan Review Application at the Everett Planning Board public meeting and advised the Everett Planning Board that it would be modifying its application to address comments raised by the City of Everett’s outside consultants. On August 24, 2015, Wynn

presented its modified application to the Everett Planning Board and the Everett Planning Board heard public comments. On September 16, 2015, the Everett Planning Board concluded the public hearing and unanimously approved the application.

The Application Site Plan Review and Special Permit for the Project's service road was submitted to the City of Everett Planning Board for review in January 2016. On May 5, 2016, the Everett Planning Board issued the Site Plan Approval for the Project's service road.

On August 11, 2015, Wynn submitted its Notice of Intent for the Project to the City of Everett Conservation Commission in order to obtain approval under the Massachusetts Wetland Protection Act for work within wetlands resource areas and buffer zones. The Everett Conservation Commission held an initial public meeting on August 20, 2015. On September 17, 2015, the Everett Conservation Commission held another public meeting and voted unanimously to approve Wynn's Notice of Intent. The Everett Conservation Commission issued its Order of Conditions with respect to the Project on September 24, 2015.

On May 31, 2017, Wynn filed an application for an amendment to the Everett Conservation Commission Order of Conditions. The purpose of the amendment was to include accessibility improvements for the floating dock system and installation of three piles to protect an outfall. The revised Order of Conditions was issued on July 13, 2017. On June 11, 2018 Wynn filed an application for an amendment to the Everett Order of Conditions for minor landscaping and grading revisions in the southeast portion of the Project Site adjacent to the City of Boston and a request to extend the Order of Conditions. Both the amended Order of Conditions and Extension were issued on June 21, 2018.

On May 3, 2017, Wynn filed a Notice of Intent with the City of Boston for sediment remediation within the portion of the cove located within the City of Boston. The City of Boston issued an Order of Conditions on June 13, 2017 and the Certificate of Compliance was received on July 18, 2018. On May 4, 2017, Wynn filed a Notice of Intent with the City of Everett for sediment remediation within the portion of the cove located within the City of Everett. The City of Everett issued an Order of Conditions on June 15, 2017 and an Amended Order of Conditions to address erosion due to a shoreline seep on May 7, 2018. Wynn received the Certificate of Compliance on November 15, 2018.

On October 19, 2017, Wynn received a Roadway Construction Approval from the City of Everett for the roadway improvements on Broadway and Alford Streets.

On April 18, 2018, a Notice of Intent was filed with the City of Boston for pedestrian and landscape improvements. An Order of Conditions was issued on May 16, 2018.

On May 3, 2018, a Notice of Intent was filed with the City of Everett for Phase 1 of the DCR Harborwalk Connector. An Order of Conditions was issued on May 17, 2018.

On July 27, 2018, a Notice of Intent was filed with the City of Everett for Phase 2 of the DCR Harborwalk Connector. An Order of Conditions was issued on August 16, 2018.

Pursuant to 205 CMR 135.02(6), please see [Appendix 3](#) for an updated permits chart and all documents and information listed in 205 CMR 120.01: *Permitting Requirements*.

4.4 Site Remediation.

Prior to the commencement of the remediation, Wynn completed field investigation including nearly 2,000 samples landside and in the river, and significant laboratory analysis of the samples. On April 8, 2015, Wynn received a petition from residents of the City of Everett requesting that the disposal site be designated as a PIP site in accordance with Massachusetts General Laws (MGL) c. 21E §14(a). This law requires that, upon receiving such a petition, a plan for involving the public in decisions regarding response actions must be prepared and a public meeting held to present the proposed plan. The disposal site was designated as a PIP site on April 28, 2015. The PIP process was used to educate the public on the remediation process and provide a forum for addressing any comments. The PIP process will continue through the completion of the construction related remediation activities.

Wynn and GZA GeoEnvironmental, Inc., the Licensed Site Professional (“LSP”) for the Project Site, presented the draft PIP plan at a public meeting on June 2, 2015 at Everett City Hall. In addition, the draft Release Abatement Measure (“RAM”) plan was also presented at the meeting. The comment period for the PIP plan was scheduled to end on June 22, 2015, but was extended by Wynn at the request of the petitioners for an additional 21 days to July 13, 2015. In addition, the comment period for the draft RAM plan was extended an additional 30 days to July 22, 2015.

On August 19, 2015, the RAM plan for the landside remediation (known as Phase 1) was submitted to the MassDEP and all petitioners were notified accordingly.

Pursuant to the RAM Plan, Wynn held public meetings in Everett and Charlestown on October 15 and 16, 2015, respectively, for the purpose of informing the public regarding the remediation prior to commencement. Remediation of the Project Site began following such meetings. Weekly updates on the remediation were posted on Wynn's website (www.encorebostonharbor.com). The perimeter air-monitoring system was operational throughout the remediation and no alarm conditions attributable to the RAM work were recorded.

Phase 1 remediation of the Project Site was completed in the second quarter of 2016. A total of approximately 10,680 tons of contaminated soil was transported off-site for proper disposal during Phase 1. The soil was transported in lined trailers that were cleaned prior to leaving the Project Site. The Draft Phase I RAM Completion Report and Immediate Response Action Report was submitted on August 4, 2016. A public meeting on the Phase I RAM Completion Report was held on September 7, 2016. The public comment period ended September 27, 2016, and no comments were received.

A separate RAM Plan was prepared to address construction-related RAM activities. Response actions to be conducted under this RAM Plan included the excavation of contaminated soil, the dredging of contaminated sediment, and the placement of clean fill materials at the properties identified in the RAM Plan. On February 17, 2016, a public meeting on the construction-related RAM Plan was held at the Everett City Hall. The public comment period for the construction-related RAM Plan ended on March 9, 2016. No comments were received. On May 2, 2016 the construction-related RAM Plan and a Final Revised Public Involvement Plan was filed. On August 30, 2016, constructed-related RAM Status Report No. 1 was filed. On October 28, 2016 and November 16, 2016, RAM Modifications were filed with MassDEP to address the detection of asbestos in soil associated with demolition debris. On February 2, 2017, a RAM Modification was filed with MassDEP to revise perimeter and interior air sampling for airborne fibers. On November 1, 2017, a RAM Modification was filed with DEP to document the engineering controls including clean cover materials, marker layers, and hardscape materials that will be installed as part of the final grading activities and the planned reduction in the number of active perimeter air monitoring stations.

Wynn has undertaken a project to dredge and cap approximately seven acres of the Mystic River within and immediately adjacent to the Project Site. The intent of the dredging is to (1) remove and replace contaminated sediments that reside on the bottom of the river as a result of decades of industrial use of the surrounding land, and (2) to restore the depth of the navigable channel to allow for safe and efficient access to the Project Site by various size passenger craft. Orders of Conditions were issued from the Boston and Everett Conservation

Commissions on June 14, 2017 and June 15, 2017, respectively. For the sediment remediation, DEP issued a Water Quality Certification (“WQC”) on August 25, 2017 and Chapter 91 license on September 25, 2017 and U.S. Army Corps of Engineers modified the resort permit to allow for the sediment remediation on September 11, 2017. Dredging began in October 2017. Fish migration in the river restricts dredging activities to an annual window of October to February. Time of Year waivers, issued by the USACE and DEP, allowed for capping operations to continue until March 23, 2018. The Sediment Remediation project is substantially complete as of March 31, 2018 and a Partial Permanent Solution with Conditions was filed in November 2018.

4.5 Offsite Infrastructure.

As described above, the Secretary’s Certificate confirmed that Wynn’s traffic analysis and mitigation plans are effective to mitigate the Project’s impacts on existing transportation infrastructure. In light of this positive response, an RFP was issued on June 26, 2015 to select a design and permitting team to deliver the offsite roadway and transit station improvements. In November 2015, Wynn entered into an agreement with AECOM USA of America, a Massachusetts corporation (“AECOM”), to provide civil and geotechnical engineering and construction oversight services for off-site infrastructure related to the Project. During first quarter 2016, AECOM completed the applicable Roadway Safety Audits and continued with site surveys and concept design. During the second quarter 2016, site surveys were completed as well as the development of the 25% design plans and functional design reports. On April 26, 2016, Wynn and AECOM staff met with MassDOT, MBTA and DCR transportation officials to discuss the projects and schedule.

On June 14, 2016, the 25% design plans and functional design reports were submitted to the City of Everett and their peer review consultant, Weston & Sampson, at a design briefing meeting. The 25% design plans and functional design reports were submitted for review to MassDOT at a design briefing meeting held on June 24, 2016. MassDOT and the City of Everett both submitted comments in the third quarter 2016. Coordination with the Massachusetts Central Transportation Planning staff continued regarding the progression of the 25% design. Work continued on further developing the design documents to the 75%/100% stage and submittals were made to MassDOT as well as the Cities of Everett, Medford, Boston, and Chelsea for the Route 16 Roadway improvement projects that included Wellington, Sweetser, and Santilli Circles, as well as Broadway and the proposed truck route.

Howard/Stein-Hudson Associates, Inc. was Wynn’s designer for the Sullivan Square improvements. During the first quarter of 2017, the MBTA contracted with Urban Idea Lab to conduct a peer review of the current design alternatives and coordination continued with the MBTA on advancing the Sullivan Square station design. Wynn filed 25% design documents for the roadway and station improvements with the City, MBTA, MassDOT, and Massport in April 2017. On March 22, 2017, Wynn filed a Notice of Intent (“NOI”) application with the City of Boston Conservation Commission for its proposed improvements to the Sullivan Square Rotary and its approaches.

The offsite transportation improvements have been fully designed with comments from agency reviews incorporated. There are four separate bid packages, known as Construction Packages 1-4, generally organized by Broadway (CP #1), Revere Beach Parkway (CP #2), Wellington and Malden Center Train Stations (CP #3), and Sullivan Square, including the MBTA station (CP #4). Contracts have been awarded for all Construction Packages and all contracts were scheduled for completion in January 2019, with the majority of work being performed in the spring, summer, and fall of 2018. However, due to a number of third-party utility delays and inclement weather, the completion dates have been extended to late May for CP #1, CP #2, and CP #4. Close coordination is underway with the Cities of Everett, Boston, and Medford, as well as numerous state agencies to reduce the impact of the work on commuters. The communication plan for alerting drivers of upcoming work or real time problems is in place through social media, variable message signs, and press engagement.

Subject to Wynn receiving all permits required to complete the work, all offsite improvements are envisioned to be completed and operable prior to the opening of the Project.

The Off-site roadway improvement work commenced in November, 2017 and the following is a summary of construction activities through March 31, 2019 depicting the percent complete in duration:

Roadway Construction Packages

- CP #1 – Broadway/ Truck Route 80% complete
- CP#2 – Route 16/ Revere Beach Pkwy 75% complete
- CP#3 – MBTA Stations 90% complete
- CP#4 – Sullivan Square 75% complete

For CP #1, 2 and 4 the installation of underground infrastructure is significantly complete including roadway drainage systems, electrical traffic signal conduit, mast arm foundations and street lighting conduit. Sidewalk improvements and paving for CP #1, 2, and 4 continued

throughout the winter. Traffic signal fine tuning and testing began and will continue through the spring, as needed. Significant work for CP#3 is completed and the Encore shuttle bus shelters will be installed in February. The remaining sidewalk and paving for CP #1, 2, and 4 will be completed by the end of May.

Median installation, paving, pavement marking installation, sign installation and traffic signal installation have been completed on Broadway. Landscaping work on Broadway remains to be completed in the Spring of 2019. Full depth pavement reconstruction of the truck route on Robin and Dexter Street was substantially completed in November and December. An additional 500 feet of Robin Street will be completed in the Spring after Eversource utility work is completed. The pavement surface course, pavement markings, and remaining sidewalk along the truck route will be completed by the end of May.

The City of Medford has requested that Wynn undertake a water main replacement project within Wellington Circle under the CP#2 project. This impacted the milling and paving schedule which was on track for completion by November 30, 2018. Due to the MassDOT winter moratorium, the water installation and pavement mill and overlay will be completed in the Spring.

In addition to the foregoing mitigation improvements, in accordance with Wynn's Section 61 findings, Wynn is an active participant in the LMRWG. The LMRWG was convened by MassDOT to assess and develop short and long-range transportation improvements that can support sustainable redevelopment and economic growth for the Lower Mystic River area. MassDOT has engaged the services of staff from the Boston Region Metropolitan Planning Organization – including from the Metropolitan Area Planning Council (“MAPC”) and from the Central Transportation Planning Staff – to provide technical assistance and study support.

The Working Group was chaired by the Secretary of Transportation, and consisted of elected officials and staff of the three Cities of Boston, Everett and Somerville as well as MAPC. Representatives from the Executive Office of Housing and Economic Development, the Attorney General's Office of Massachusetts, the Massachusetts Gaming Commission, former Congressman Capuano's office, the Massachusetts Port Authority, and Wynn were also participants of the LMRWG.

The Working Group released its report on March 14, 2019.

4.6 Design.

Construction Drawings (dated September 16, 2016) were issued on September 30, 2016. The hotel tower, podium, site, and interiors were reviewed by the City of Everett and a Building Permit was issued on December 15, 2016. Project design is complete, including a redesign of the meeting and event space area and food and beverage modifications as outlined in the NPC. Drawings for these areas were issued in July 2017.

4.7 Construction Services.

On January 8, 2016, Wynn entered into an Agreement for Guaranteed Maximum Price Construction Services with Suffolk Construction Company, Inc. ("Suffolk"). Following the receipt of Wynn's Chapter 91 License, construction activities were commenced on all portions of the Project Site. Wynn finalized Suffolk's Guaranteed Maximum Price on April 28, 2017. Below is a summary of the construction activities through December 31, 2018:

Hotel Tower – The curtain wall infill from the man hoist removal neared completion in December and tower signage is now lit full-time. MEP rough work is complete and finish work continued on levels 21-26. The punchlist is complete through Level 15 and Levels 5-11 have been turned over to Wynn on schedule.

Central Utility Plant (CUP) - The CUP was turned over to Wynn at the end of November and Wynn received a temporary certificate of occupancy for this area. Wynn's operations team has taken possession of this area.

Podium - Interior framing, rough mechanical and drywall are proceeding on schedule in the gaming, meeting and event space, and all adjacent areas. Raised flooring in the gaming area nears completion and two sectors of the gaming floor have been punchlisted. All of the restaurant areas have been framed and most are entirely dry walled and taped. The "Fratelli's" restaurant was punchlisted in December and the Buffet will follow in January. Finishes are currently being installed in all restaurants with the exception of Rare, Bru, and Sinatra. Finishes are underway in the meeting and event space and the lobby.

Site Work - Subgrade paving was completed in November and 95% of large trees have been planted. The remaining site work, planting, and paving is being installed in coordination with the exterior façade finishes.

4.8 *Service Road.*

The service road and utilities drawings were prepared and issued on March 31, 2016. Bids were received in early May to allow early construction of this critical work. On May 25, 2016, J. Derenzo Co. was awarded the Service Road and Utility Relocation contract. The road has been open for public use since Fall, 2016.

The remaining service road scope of work is deferred until the Spring, 2019 construction schedule.

4.9 *DCR Harborwalk Connector.*

The DCR Harborwalk Connector project will connect the existing paths at the Massachusetts Department of Conservation and Recreation (“DCR”) Gateway Park to the Encore Boston Harbor harborwalk. The design of the DCR Harborwalk Connector is complete. Construction commenced in September. Sitework has been completed with finishes, final paving, and landscaping in the Spring.

4.10 *Owner Controlled Insurance Program (“OCIP”).*

Wynn, in conjunction with Willis Towers Watson, initiated an Owner Controlled Insurance Program for the Project. The Worker’s Compensation and General Liability insurance programs were implemented on July 1, 2016 and Builder’s Risk was implemented on August 15, 2016.

4.11 *Project Labor Agreement.*

Following the engagement of Suffolk, Wynn and Suffolk re-engaged in discussions with local labor leaders and finalized the draft Project Labor Agreement for the Project. The Project Labor Agreement was executed on May 5, 2016.

4.12 *Construction Management Plan.*

Howard/Stein-Hudson Associates, Inc. prepared a Construction Management Plan (“CMP”) for the purpose of mitigating any adverse impacts to the host and surrounding communities. The CMP was submitted to the City of Everett on April 21, 2016.

5.0 Project Schedule

5.1 Six Month Look Ahead

The 6-month look ahead schedule is attached hereto as Appendix 4.

5.2 Project Master Schedule

The development of the Master Schedule has evolved from a high level schedule to a more detailed schedule. This coincides with the contractor's efforts to increase the detail level of their schedule by working with the subcontractors as they are selected for the Project.

6.0 Project Resources/Diversity

Pursuant to 205 CMR 135.02(5)(f), please see Appendix 5 for a report describing the number of contracts, total dollars amounts contracted with and actually paid to minority business enterprises, women business enterprises and veteran business enterprises for design and construction of the Project and related infrastructure, and the total number and value of all subcontracts awarded to a minority, women and veteran owned business, and a comparison of these reports with the goals established by Wynn as approved by the MGC.

WYNN RESORTS, LIMITED AND SUBSIDIARIES
CONSOLIDATED BALANCE SHEETS
(in thousands, except share data)

	December 31,	
	2018	2017
ASSETS		
Current assets:		
Cash and cash equivalents	\$ 2,215,001	\$ 2,804,474
Investment securities	—	166,773
Receivables, net	276,644	224,128
Inventories	66,627	71,636
Prepaid expenses and other	83,104	156,773
Total current assets	2,641,376	3,423,784
Property and equipment, net	9,385,920	8,498,756
Restricted cash	4,322	2,160
Investment securities	—	160,682
Intangible assets, net	222,506	123,705
Deferred income taxes, net	736,452	240,533
Other assets	225,693	232,119
Total assets	\$ 13,216,269	\$ 12,681,739
LIABILITIES AND STOCKHOLDERS' EQUITY		
Current liabilities:		
Accounts and construction payables	\$ 321,796	\$ 285,437
Customer deposits	955,450	1,049,629
Gaming taxes payable	247,341	211,600
Accrued compensation and benefits	163,966	140,450
Accrued interest	61,595	94,695
Current portion of long-term debt	11,960	62,690
Other accrued liabilities	119,955	85,789
Total current liabilities	1,882,063	1,930,290
Long-term debt	9,411,140	9,565,936
Other long-term liabilities	108,277	107,163
Total liabilities	11,401,480	11,603,389
Commitments and contingencies (Note 15)		
Stockholders' equity:		
Preferred stock, par value \$0.01; 40,000,000 shares authorized; zero shares issued and outstanding	—	—
Common stock, par value \$0.01; 400,000,000 shares authorized; 122,115,585 and 116,391,753 shares issued; 107,232,026 and 103,005,866 shares outstanding, respectively	1,221	1,164
Treasury stock, at cost; 14,883,559 and 13,385,887 shares, respectively	(1,344,012)	(1,184,468)
Additional paid-in capital	2,457,079	1,497,928
Accumulated other comprehensive loss	(1,950)	(1,845)
Retained earnings	921,785	635,067
Total Wynn Resorts, Limited stockholders' equity	2,034,123	947,846
Noncontrolling interests	(219,334)	130,504
Total stockholders' equity	1,814,789	1,078,350
Total liabilities and stockholders' equity	\$ 13,216,269	\$ 12,681,739

The accompanying notes are an integral part of these consolidated financial statements.

WYNN RESORTS, LIMITED AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF INCOME
(in thousands, except per share data)

	Years Ended December 31,		
	2018	2017	2016
		(as adjusted)	(as adjusted)
Operating revenues:			
Casino	\$ 4,784,990	\$ 4,244,303	\$ 2,750,890
Rooms	751,800	670,957	595,610
Food and beverage	754,128	732,115	635,411
Entertainment, retail and other	426,742	422,785	363,886
Total operating revenues	6,717,660	6,070,160	4,345,797
Operating expenses:			
Casino	3,036,907	2,718,120	1,768,320
Rooms	254,549	244,828	206,848
Food and beverage	611,706	567,690	499,202
Entertainment, retail and other	183,113	196,547	179,150
General and administrative	761,415	685,485	548,143
Litigation settlement	463,557	—	—
Provision (benefit) for doubtful accounts	6,527	(6,711)	8,203
Pre-opening	53,490	26,692	154,717
Depreciation and amortization	550,596	552,368	404,730
Property charges and other	60,256	29,576	54,822
Total operating expenses	5,982,116	5,014,595	3,824,135
Operating income	735,544	1,055,565	521,662
Other income (expense):			
Interest income	29,866	31,193	13,536
Interest expense, net of amounts capitalized	(381,849)	(388,664)	(289,365)
Change in derivatives fair value	(4,520)	(1,056)	433
Change in Redemption Note fair value	(69,331)	(59,700)	65,043
Gain (loss) on extinguishment of debt	104	(55,360)	—
Other	(4,074)	(21,709)	(712)
Other income (expense), net	(429,804)	(495,296)	(211,065)
Income before income taxes	305,740	560,269	310,597
Benefit (provision) for income taxes	497,344	328,985	(8,128)
Net income	803,084	889,254	302,469
Less: net income attributable to noncontrolling interests	(230,654)	(142,073)	(60,494)
Net income attributable to Wynn Resorts, Limited	\$ 572,430	\$ 747,181	\$ 241,975
Basic and diluted income per common share:			
Net income attributable to Wynn Resorts, Limited:			
Basic	\$ 5.37	\$ 7.32	\$ 2.39
Diluted	\$ 5.35	\$ 7.28	\$ 2.38
Weighted average common shares outstanding:			
Basic	106,529	102,071	101,445
Diluted	107,032	102,598	101,855

The accompanying notes are an integral part of these consolidated financial statements.

WYNN RESORTS, LIMITED AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME
(in thousands)

	Years Ended December 31,		
	2018	2017	2016
Net income	\$ 803,084	\$ 889,254	\$ 302,469
Other comprehensive income (loss):			
Foreign currency translation adjustments, before and after tax	(1,936)	(3,832)	(180)
Change in net unrealized loss (gain) on investment securities, before and after tax	1,292	(563)	522
Redemption Note credit risk adjustment, net of tax of \$2,735	9,211	—	—
Total comprehensive income	811,651	884,859	302,811
Less: comprehensive income attributable to noncontrolling interests	(230,115)	(141,007)	(60,444)
Comprehensive income attributable to Wynn Resorts, Limited	\$ 581,536	\$ 743,852	\$ 242,367

The accompanying notes are an integral part of these consolidated financial statements.

WYNN RESORTS, LIMITED AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF STOCKHOLDERS' EQUITY
(in thousands, except share data)

	<u>Common stock</u>				Accumulated other comprehensive income (loss)	Retained earnings	Total Wynn Resorts, Limited stockholders' equity (deficit)	Noncontrolling interests	Total stockholders' equity
	Shares outstanding	Par value	Treasury stock	Additional paid-in capital					
Balances, January 1, 2016	101,571,909	\$ 1,146	\$ (1,152,680)	\$ 983,131	\$ 1,092	\$ 55,332	\$ (111,979)	\$ 133,824	\$ 21,845
Net income	—	—	—	—	—	241,975	241,975	60,494	302,469
Currency translation adjustment	—	—	—	—	(130)	—	(130)	(50)	(180)
Change in net unrealized gain on investment securities	—	—	—	—	522	—	522	—	522
Exercise of stock options	74,000	1	—	3,486	—	—	3,487	—	3,487
Issuance of restricted stock	412,504	4	—	(4)	—	—	—	—	—
Cancellation of restricted stock	(60,000)	(1)	—	1	—	—	—	—	—
Shares repurchased by the company and held as treasury shares	(198,942)	—	(14,017)	—	—	—	(14,017)	—	(14,017)
Shares of subsidiary purchased for share award plan	—	—	—	(5,471)	—	—	(5,471)	(2,109)	(7,580)
Sale of ownership interest in subsidiary, net of income tax of \$49.8 million	—	—	—	224,013	—	—	224,013	15,890	239,903
Cash dividends declared	—	—	—	—	—	(202,210)	(202,210)	(111,716)	(313,926)
Distributions to noncontrolling interest	—	—	—	—	—	—	—	(33)	(33)
Excess tax benefits from stock-based compensation	—	—	—	802	—	—	802	—	802
Stock-based compensation	—	—	—	20,957	—	—	20,957	3,632	24,589
Balances, December 31, 2016	101,799,471	1,150	(1,166,697)	1,226,915	1,484	95,097	157,949	99,932	257,881
Cumulative effect, change in accounting for stock-based compensation	—	—	—	2,807	—	(2,696)	111	—	111
Net income	—	—	—	—	—	747,181	747,181	142,073	889,254
Currency translation adjustment	—	—	—	—	(2,766)	—	(2,766)	(1,066)	(3,832)
Change in net unrealized loss on investment securities	—	—	—	—	(563)	—	(563)	—	(563)
Exercise of stock options	661,800	7	—	61,988	—	—	61,995	214	62,209
Issuance of restricted stock	706,341	7	—	18,565	—	—	18,572	653	19,225
Cancellation of restricted stock	(13,333)	—	—	—	—	—	—	—	—
Shares repurchased by the company and held as treasury shares	(148,413)	—	(17,771)	—	—	—	(17,771)	—	(17,771)
Shares of subsidiary repurchased for share award plan	—	—	—	(283)	—	—	(283)	(109)	(392)
Sale of ownership interest in subsidiary, net of income tax of \$17.8 million	—	—	—	149,259	—	—	149,259	13,238	162,497
Cash dividends declared	—	—	—	—	—	(204,515)	(204,515)	(116,568)	(321,083)
Distributions to noncontrolling interest	—	—	—	—	—	—	—	(11,436)	(11,436)
Stock-based compensation	—	—	—	38,677	—	—	38,677	3,573	42,250
Balances, December 31, 2017	103,005,866	1,164	(1,184,468)	1,497,928	(1,845)	635,067	947,846	130,504	1,078,350
Cumulative effect, change in accounting for credit risk, net of tax of \$2,735	—	—	—	—	(9,211)	9,211	—	—	—
Net income	—	—	—	—	—	572,430	572,430	230,654	803,084
Currency translation adjustment	—	—	—	—	(1,397)	—	(1,397)	(539)	(1,936)
Change in net unrealized loss on investment securities	—	—	—	—	1,292	—	1,292	—	1,292
Redemption Note settlement	—	—	—	—	9,211	—	9,211	—	9,211
Exercise of stock options	261,470	2	—	21,463	—	—	21,465	506	21,971
Issuance of common stock	5,300,000	53	—	915,187	—	—	915,240	—	915,240
Issuance of restricted stock	288,270	3	—	1,295	—	—	1,298	501	1,799
Cancellation of restricted stock	(125,908)	(1)	—	1	—	—	—	—	—
Shares repurchased by the Company and held as treasury shares	(1,497,672)	—	(159,544)	—	—	—	(159,544)	—	(159,544)
Shares of subsidiary repurchased for share award plan	—	—	—	(4,497)	—	—	(4,497)	(1,735)	(6,232)
Cash dividends declared	—	—	—	—	—	(294,923)	(294,923)	(276,528)	(571,451)
Distributions to noncontrolling interest	—	—	—	—	—	—	—	(305,372)	(305,372)
Stock-based compensation	—	—	—	25,702	—	—	25,702	2,675	28,377
Balances, December 31, 2018	107,232,026	\$ 1,221	\$ (1,344,012)	\$ 2,457,079	\$ (1,950)	\$ 921,785	\$ 2,034,123	\$ (219,334)	\$ 1,814,789

The accompanying notes are an integral part of these consolidated financial statements.

WYNN RESORTS, LIMITED AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF CASH FLOWS
(in thousands)

	Years Ended December 31,		
	2018	2017	2016
		(as adjusted)	(as adjusted)
Cash flows from operating activities:			
Net income	\$ 803,084	\$ 889,254	\$ 302,469
Adjustments to reconcile net income to net cash provided by operating activities:			
Depreciation and amortization	550,596	552,368	404,730
Deferred income taxes	(498,654)	(310,854)	6,356
Change in Redemption Note fair value	69,331	59,700	(65,043)
Property charges and other	56,974	44,004	42,670
Amortization of debt issuance costs	36,917	25,013	24,326
Stock-based compensation expense	35,040	43,971	43,722
Provision (benefit) for doubtful accounts	6,527	(6,711)	8,203
Change in derivatives fair value	4,520	1,056	(433)
Loss on extinguishment of debt	4,391	55,360	—
Excess tax benefits from stock-based compensation	—	—	(742)
Increase (decrease) in cash from changes in:			
Receivables, net	(59,157)	829	(39,272)
Inventories and prepaid expenses and other	(5,212)	(4,372)	(36,642)
Customer deposits	(92,395)	456,005	163,217
Accounts payable and accrued expenses	49,527	70,954	116,985
Net cash provided by operating activities	961,489	1,876,577	970,546
Cash flows from investing activities:			
Capital expenditures, net of construction payables and retention	(1,475,972)	(935,474)	(1,225,943)
Purchase of intangible and other assets	(126,414)	(13,571)	(14,985)
Proceeds from sale of assets	54,213	20,374	3,872
Proceeds from the sale or maturity of investment securities	359,461	200,366	144,829
Purchase of investment securities	(34,098)	(229,328)	(196,750)
Return of investment in unconsolidated affiliates	—	—	727
Net cash used in investing activities	(1,222,810)	(957,633)	(1,288,250)
Cash flows from financing activities:			
Repayments of long-term debt	(3,032,267)	(2,959,843)	(400,707)
Proceeds from issuance of long-term debt	2,788,925	2,429,988	1,430,313
Payments for financing costs	(48,297)	(91,174)	(5,381)
Payment to acquire derivatives	(3,900)	—	—
Proceeds from issuance of common stock, net of issuance costs	915,240	—	—
Dividends paid	(569,781)	(320,760)	(325,217)
Distribution to noncontrolling interest	(305,372)	(11,436)	(33)
Repurchase of common stock	(159,544)	(17,771)	(14,017)
Proceeds from exercise of stock options	21,971	62,209	3,487
Shares of subsidiary repurchased for share award plan	(6,232)	(392)	(7,580)
Sale of ownership interest in subsidiaries	75,000	180,000	217,000
Income taxes paid from sale of ownership interest of subsidiary	—	(25,176)	—
Payments on long-term land concession obligation	—	—	(15,978)
Excess tax benefits from stock-based compensation	—	—	742
Net cash (used in) provided by financing activities	(324,257)	(754,355)	882,629
Effect of exchange rate on cash	(1,733)	(3,900)	(1,129)
Cash, cash equivalents and restricted cash:			
Increase (decrease) in cash, cash equivalents and restricted cash	(587,311)	160,689	563,796
Balance, beginning of period	2,806,634	2,645,945	2,082,149
Balance, end of period	\$ 2,219,323	\$ 2,806,634	\$ 2,645,945
Supplemental cash flow disclosures			
Cash paid for interest, net of amounts capitalized	\$ 378,023	\$ 367,074	\$ 265,076

Cash paid for income taxes	\$ 1,885	\$ 37,089	\$ 2,040
Property and equipment acquired under capital lease	\$ —	\$ 16,593	\$ —
Stock-based compensation capitalized into construction	\$ 11	\$ 80	\$ 92
Liability settled with shares of common stock	\$ 1,800	\$ 19,225	\$ —
Change in accounts and construction payables related to property and equipment	\$ 35,934	\$ (35,447)	\$ (34,049)
Change in dividends payable on unvested restricted stock included in other accrued liabilities	\$ 1,669	\$ 323	\$ (11,291)
Note receivable acquired from sale of ownership interest in subsidiary	\$ —	\$ —	\$ 72,464

The accompanying notes are an integral part of these consolidated financial statements.

Appendix 2

Design and Construction Contracts

As of March 31, 2019

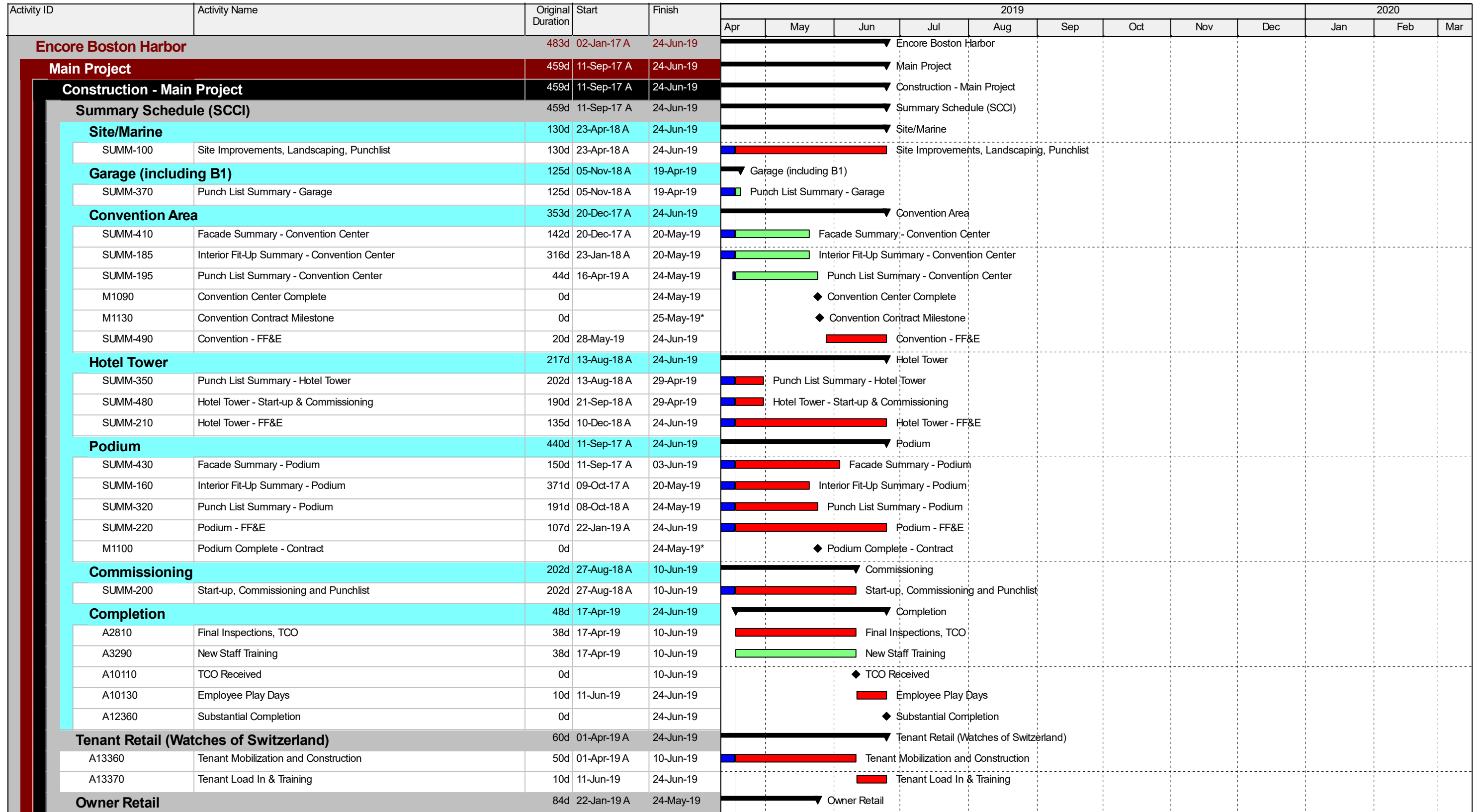
Reference 205 CMR 135.02(5)(c)

Vendor/Contractor	Date	Services	MGC Status
AECOM	11/4/15	Civil and Geotechnical Eng. – Offsite Infrastructure	NGV092
	1/18/16	Design and Construction Phase Services – MBTA Everett Maintenance Facility	NGV092
	05/10/17	Concept Design – Mystic River Pedestrian Bridge	NGV092
	12/28/17	Bridge Design – Mystic River Pedestrian Bridge	NGV092
	04/26/18	Parking Design – Lower Broadway	NGV092
Aerotek Inc.	10/22/18	Design Consultant – QA/QC	NGV1900
AMEC Massachusetts Inc.	08/25/16	Peer Review – Supplemental Phase II Site Assessment	NGV952
Alliance Detective & Security	12/31/15	Site Security	NGV326
Arup USA, Inc.	12/10/14	Fire Protection Consulting	NGV102
Balance Architects, Inc.	01/23/19	Architectural Design Services – EBH Daycare	NGV2220
Bard, Roa + Athanas Consulting Engineers, Inc.	08/31/16	Commissioning Services	NGV884
Bohler Engineering MA, LLC	06/08/16	Engineering Services – Property Redevelopment - McDonalds	NGV845
Building Enclosure Associates, LLC	08/30/16	Building Enclosure – Commissioning Svcs.	NGV989
Bukhari Design Studio, LLC	7/15/15	Concept and Documentation Services – High Limit Gaming	NGV434
Cashman Dredging & Marine Contracting and Company, LLC	9/2/15	Site Clean-up/Fencing	NGV450
CE Power Engineered Services, LLC	01/31/19	Engineering Review of Electrical Distribution – Battery Farm	NGV2056
Charter Contracting Company	11/10/15	Site Remediation Services	NGV479
Christopher Gordon		Project Management	NGV226
Cleo Design, LLC	7/15/15	Design Consultant – Staff Dining	NGV500
	7/15/15	Design Consultant – Executive Offices	NGV500
Code Red Consultants LLC	10/04/16	Life & Safety Systems Commissioning	NGV844
Crabtree McGrath Associates	03/01/18	Food Service Consulting – Beverage Dispensing System	NGV428
Cranshaw Construction of NE	01/21/19	General Contractor – EBH Daycare Build-out	NGV2213
Cross Spectrum Acoustics	02/06/17	Acoustical Consultants	NGV1149
DHA Design Services LTD	9/24/15	Exterior Lighting Design	NGV522
D.W. White Construction	10/25/17	Off-site Roadway Improvements – Sullivan Square	NGV1353
Design Enterprise	9/17/15	Design Consultant – High Limit Gaming	NGV460
Eco Systems Pest Control Inc.	02/16/18	Pest Control Services – WBH MBTA Warehouse	NGV268

Environmental Health & Engineer	11/07/17	Engineering Consultant – Asbestos Removal - Dredging	NGV1367
Eslick Design Associates	05/22/15	Design Consultant – Site Signage	NGV383
	7/15/15	Design Consultant – Low-Rise and Garage Signage	NGV383
	7/15/15	Design Consultant – High-Rise Signage	NGV383
Express Services, Inc.	12/11/18	Temporary Labor – WBH MBTA Warehouse	NGV2039
First Circle Design, Inc.	10/14/15	Design Consultant – Interior Lighting – Meeting & Convention/Gaming	NGV518
Fenagh Engineering & Testing, LLC	09/08/16	Quality Control and Inspection Services	NGV185
	11/14/18	QC and Inspection Services – Community Parking Lot	NGV185
Fennell Engineering Inc.	12/27/17	Structural Design – DCR Harbor Walk	NGV1437
Fort Point Associates, Inc.	12/30/14	Planning and Environmental Consulting	NGV075
	06/28/16	Environmental Consulting – Harbor Walk	NGV075
	06/18/18	Permitting Consulting – Redevelopment of the BWAS Material Handling Facility	NGV075
	06/22/18	Water Shuttle Study	NGV075
Forte Specialty Contractors, LLC	09/13/17	Contractor – Art Feature Installation	NGV789
Foundry Interior Design	10/21/15	Design Consultant – Performance Lounge	NGV535
Gilbane Building Company	01/24/14	Preconstruction Consulting Services	NGV035
GZA Geo Environmental, Inc.	04/21/16	Geotechnical and Environmental Services – Harbor Walk	NGV013
Haks Engineers, P.C.	09/08/16	Quality Control and Testing	NGV894
Hirsch Bedner Associates dba HBA/Hirsch Bedner Associates	02/25/15	Design Consultant – High-Rise Interiors	NGV133
	05/22/15	Design Consultant – Public Areas	NGV133
	05/22/15	Design Consultant – F&B	NGV133
	05/22/15	Design Consultant – Public Areas	NGV133
	05/22/15	Design Consultant – Buffet	NGV133
	05/22/15	Design Consultant – Public Restrooms	NGV133
	05/22/15	Design Consultant – Meeting and Convention	NGV133
Howard/Stein-Hudson Associates, Inc.	12/30/14	Traffic Engineering	NGV079
	4/28/15	Traffic Engineering	NGV079
Harry Feldman, Inc., dba Feldman Land Surveyors	02/06/15	Surveying	NGV071
	05/10/17	Surveying – DC Harbor Walk	NGV071
	12/28/17	Surveying – Mystic River Pedestrian Bridge	NGV071
In Order Business Solutions	07/20/17	Consultant – Diversity Reporting – Offsite Infrastructure	NGV397
JBA Consulting Engineers	09/30/15	A/V Engineering Services	NGV642

JDC Demolition Co. Inc.	10/29/18	Demolition Contractor – Community Parking Lot	NGV378
J. Derenzo Company	10/23/17	Off-site Roadway Improvements – Route 16 Improvements	NGV870
	09/24/18	GC - Lower Broadway Community Parking	NGV870
	09/25/18	GC - DCR Harbor Walk Connector	NGV870
Jacobs Consultants Inc.	12/04/14	Executive Architect	NGV181
John A. Martin & Associates of Nevada, Inc.	07/29/16	Structural Expansion Joint Review	NGV919
John Lyons Systems - Moonlighting	05/09/16	A/V Engineering Services	NGV805
Koncerted LLC	11/11/16	Low Voltage Project Oversight	NGV1070
Lifescapes International, Inc.	02/03/15	Landscape Architect	NGV151
Lighting Design Alliance	10/29/15	Design Consultant – Interior Lighting – Food and Beverage/Public Areas	NGV439
	05/11/16	Design Consultant – Interior Lighting – Meeting and Convention Areas	NGV439
Halifax Security Inc. dba M. Malia & Associates	01/23/15	Security and Surveillance Consulting	NGV123
M. Arthur Gensler Jr. & Associates	03/13/18	Design Consultant – Retail Area	NGV063
McDonald Electrical Corp.	12/29/18	Electrical Contractor – Installation of Battery Farm	NGV2154
Medcor, Incorporated	08/31/16	On-site Safety Services Program	NGV851
Michael Hong Architects, Inc.	12/11/14	Architectural Design Services	NGV206
Musgrove Engineering P.A.	07/13/2017	Engineering Consultant – Snow Melt System Design	Exempt
National Grid	04/11/16	Relocation of Utilities – Service Road	Exempt
	06/08/16	Relocation of Gas Main – Main Site	
Nobis Engineering Inc.	01/22/18	Geotechnical Engineering – DCR Harborwalk Connector	NGV1440
Oguz Cem Yazici	3/23/16	Construction Consultant – Scheduling	NGV801
One Call Facility Services, LLC	12/28/17	Facility Services – WBH MBTA Warehouse	NGV1416
PMA Consultants, LLC	03/21/17	Construction Consultant – Contractor Auditing	NGV1185
	09/21/18	Construction Consultant – Offsite Roadway Improvements	NGV1185
Pasek Corporation	11/29/17	Security System Design & Install – WBH MBTA Warehouse	NGV257
Quench USA, Inc.	05/31/17	Water Service	NGV317
RF Networks	11/12/15	Communication Systems Specifications	NGV688
Ryan Biggs Clark Davis Engineers	10/29/15	Structural Peer Review of Jacobs Drawings	NGV508
SAAM Architecture LLC	10/13/17	Design Consultant – Sundries Store	NGV1347
SJ Lighting Inc.	11/03/16	Theatrical Engineering and Special Effects	NGV1111
Stys Hospitality Initiative LLC	12/29/18	Construction Consultant – Project Management of Retail Build-out.	NGV2025
SPS New England Inc.	10/06/17	GC – Dredging and Sediment Remediation	NGV1316
	10/17/17	Off-site Roadway Improvements – Lower Broadway	NGV1316
Shadley Associates P.C.	05/08/17	Landscape Architect – DCR Harbor Walk	NGV1602
Sound Investment Audio	11/03/16	Audio Design	NGV1129
Suffolk Construction Company, Inc.	01/08/16	Construction Management	NGV163
The Vertex Companies, Inc.	06/21/17	Environmental Consulting – DCR Harbor Walk	NGV609

	06/30/17	Environmental Site Assessment – Offsite Infrastructure	NGV609
TRC Environmental Corporation	09/30/15	Construction Consultant - Building Demolition	NGV067
Trinity Building + Construction	02/19/19	General Contractor – Retail Store Build-outs	NGV2201
Valmont & Cie, LLC	01/31/19	Design Consultant – Fine Art Labeling	NGV2098
Vanasse & Associates, Inc.	02/06/15	Supplemental Final Environmental Impact Report - Transportation	NGV066
Vermuelens, Inc.	02/03/16	Construction Consultant – Construction Cost Analysis	NGC072
Vicente Wolf Associates	05/22/15	Design Consultant – F&B	NGV283
WES Construction Corporation	11/16/16	MBTA Maintenance Facility Improvements	NGV948
Yesco	03/13/18	Design Consultant – F&B Signage	NGV724



Activity ID	Activity Name	Original Duration	Start	Finish	2019												2020								
					Apr	May	Jun	Jul	Aug	Sep	Oct	Nov	Dec	Jan	Feb	Mar									
A13430	Mobilization and Construction (Collection)	84d	22-Jan-19 A	24-May-19		Mobilization and Construction (Collection)																			
A13450	Mobilization and Construction (Sundries)	74d	22-Jan-19 A	24-May-19		Mobilization and Construction (Sundries)																			
A13470	Mobilization and Construction (Men's)	74d	22-Jan-19 A	24-May-19		Mobilization and Construction (Men's)																			
A13490	Mobilization and Construction (Beauty)	74d	22-Jan-19 A	24-May-19		Mobilization and Construction (Beauty)																			

Activity ID	Activity Name	Original Duration	Start	Finish	2019												2020		
					Apr	May	Jun	Jul	Aug	Sep	Oct	Nov	Dec	Jan	Feb	Mar			
Service Road and Utilities Projects		33d	17-Apr-19	03-Jun-19	Service Road and Utilities Projects														
Service Road Construction		33d	17-Apr-19	03-Jun-19	Service Road Construction														
12120	Final Roadway Top, Striping, Landscaping	33d	17-Apr-19*	03-Jun-19	Final Roadway Top, Striping, Landscaping														

Activity ID	Activity Name	Original Duration	Start	Finish	2019												2020		
					Apr	May	Jun	Jul	Aug	Sep	Oct	Nov	Dec	Jan	Feb	Mar			
Off-Site Transportation Improvements		468d	02-Jan-17 A	10-Jun-19	Off-Site Transportation Improvements														
Milestone		276d	13-Oct-17 A	07-Jun-19	Milestone														
Package #1 (Lower Broadway and Truck Route)		260d	13-Oct-17 A	07-Jun-19	Package #1 (Lower Broadway and Truck Route)														
AMS.800.1140	CP#1 Construction (Lower Broadway and Truck Route)	260d	13-Oct-17 A	07-Jun-19	CP#1 Construction (Lower Broadway and Truck Route)														
Package #2 (Santilli, Sweetser, Wellington, Bell and C/M Signals)		251d	09-Nov-17 A	17-May-19	Package #2 (Santilli, Sweetser, Wellington, Bell and C/M Signals)														
AMS.800.1220	CP#2 Construction (Sweetser Circle)	251d	09-Nov-17 A	17-May-19	CP#2 Construction (Sweetser Circle)														
AMS.800.1230	CP#2 Construction (Wellington Circle)	251d	09-Nov-17 A	17-May-19	CP#2 Construction (Wellington Circle)														
Package #4 (Sullivan Square)		255d	01-Nov-17 A	07-Jun-19	Package #4 (Sullivan Square)														
AMS.800.1300	CP#4 Construction (Sullivan Square)	255d	01-Nov-17 A	07-Jun-19	CP#4 Construction (Sullivan Square)														
Land Transfers, Easements		454d	02-Jan-17 A	10-Jun-19	Land Transfers, Easements														
Proposed Dexter Realignment (CP #1)		439d	02-Jan-17 A	17-May-19	Proposed Dexter Realignment (CP #1)														
14950	Previous Owner/Tenant Legal Agreement Reached (TBD)	110d	02-Jan-17 A	19-Apr-19	Previous Owner/Tenant Legal Agreement Reached (TBD)														
14960	Tenant Vacates (TBD)	20d	22-Apr-19	17-May-19	Tenant Vacates (TBD)														
Final Planning Board Approval		38d	17-Apr-19	10-Jun-19	Final Planning Board Approval														
14970	Final Planning Board Approval	38d	17-Apr-19	10-Jun-19*	Final Planning Board Approval														
Construction Package #1 - Lower Broadway & Truck Route		309d	16-Feb-18 A	07-Jun-19	Construction Package #1 - Lower Broadway & Truck Route														
Lower Broadway & Truck Route		309d	16-Feb-18 A	07-Jun-19	Lower Broadway & Truck Route														
CP#1 Construction		309d	16-Feb-18 A	07-Jun-19	CP#1 Construction														
ALB.900.1250	Dexter and Robin Streets	140d	16-Feb-18 A	17-May-19	Dexter and Robin Streets														
ALB.900.1110	Beacham Street at Robin Street Intersection	93d	10-Sep-18 A	07-Jun-19	Beacham Street at Robin Street Intersection														
ALB.900.1280	Broadway Overall	35d	25-Mar-19 A	17-May-19	Broadway Overall														
ALB.900.1270	Alford Street at Dexter Street Intersection	35d	01-Apr-19 A	17-May-19	Alford Street at Dexter Street Intersection														
ALB.900.1070	CP #1 Completed	0d		07-Jun-19	◆ CP #1 Completed														
Construction Package #2 - Route 16		275d	17-Apr-18 A	17-May-19	Construction Package #2 - Route 16														
CP#2 Construction		275d	17-Apr-18 A	17-May-19	CP#2 Construction														
ALB.900.1200	Wellington	160d	17-Apr-18 A	17-May-19	Wellington														
ALB.900.1220	Sweetser	125d	17-Apr-18 A	17-May-19	Sweetser														
ALB.900.1260	Bell Circle	125d	23-Apr-18 A	17-May-19	Bell Circle														
ALB.900.1060	CP #2 Completed	0d		17-May-19	◆ CP #2 Completed														
Construction Package #4 - Sullivan Square Charlestown		373d	27-Nov-17 A	07-Jun-19	Construction Package #4 - Sullivan Square Charlestown														
ALB.900.1120	Phase 1 - Alford Street Southbound	150d	27-Nov-17 A	17-May-19	Phase 1 - Alford Street Southbound														
ALB.900.1140	Phase 3 - Sullivan MBTA Station	165d	22-Jan-18 A	24-May-19	Phase 3 - Sullivan MBTA Station														
ALB.900.1130	Phase 2 - Alford Street Northbound	121d	17-Apr-18 A	10-May-19	Phase 2 - Alford Street Northbound														
ALB.900.1180	Phase 8 - D Street and Spice Street	44d	16-Jul-18 A	10-May-19	Phase 8 - D Street and Spice Street														
ALB.900.1170	Phase 6 - Cambridge Street	54d	17-Sep-18 A	17-May-19	Phase 6 - Cambridge Street														
A7560	Overall Finishes, Signal Fine Tune, Testing	50d	01-Apr-19 A	07-Jun-19	Overall Finishes, Signal Fine Tune, Testing														
A7550	Sullivan Square Completed	0d		07-Jun-19	◆ Sullivan Square Completed														

Data Date: 17-Apr-19
Print Date: 17-Apr-19
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Encore Boston Harbor
Project Master Schedule
Schedule Update #50



Appendix 5

Project Construction Workforce: Women, Minority, Veteran Participation As of March 31st, 2019

Reference 205 CMR 135.02(5)(e)

As of March 31st, 2019, 5,456,938.2 work hours had been completed on the Project Site by 7,165 individuals, with 1,713 minorities, 456 females, and 303 veterans, performing work on site.

	# of Workers	Participation to Date (% of workforce hours)	Goal (% of workforce hours)
Minority	1,713	25.3%	15.3%
Female	456	7.2%	6.9%
Veteran	303	5.5%	3.0%

LOCAL TRADE UNION	PROJECT TO DATE										
	Total Hours	Total # Workers	MINORITY - Goal: 15.3%			FEMALE - Goal: 6.9%			VETERAN - Goal: 3.0%		
			# Workers	Hours	%	# Workers	Hours	%	# Workers	Hours	%
Asbestos Workers Local 6	69,895.0	133	32	13,450.0	19.2%	10	3,433.5	4.9%	8	5,563.0	8.0%
Boilermakers Local 29	2,265.5	2	0	0.0	0.0%	0	0.0	0.0%	0	0.0	0.0%
Bricklayers Local 3 Eastern Mass.	235,747.6	377	73	51,962.8	22.0%	11	10,459.0	4.4%	12	7,593.0	3.2%
Carpenters, New England	957,729.8	1121	308	263,758.5	27.5%	70	58,764.0	6.1%	47	51,358.3	5.4%
Electricians Local 103 I.B.E.W.	1,163,083.5	1011	164	202,524.0	17.4%	66	78,379.8	6.7%	50	62,799.0	5.4%
Electricians Local 104 I.B.E.W (Utilities)	2,939.0	40	1	116.0	3.9%	1	259.0	8.8%	0	0.0	0.0%
Elevator Constructors Local 4	85,308.5	118	13	8,204.8	9.6%	6	4,717.8	5.5%	12	6,454.8	7.6%
Floorcoverers Local 2168	58,552.3	80	47	35,702.5	61.0%	3	2,882.8	4.9%	1	337.5	0.6%
Iron Workers Local 7	448,855.7	758	188	117,023.5	26.1%	49	32,320.0	7.2%	35	35,883.0	8.0%
Massachusetts Laborers	1,021,701.3	1416	451	346,402.2	33.9%	130	110,988.6	10.9%	41	36,064.0	3.5%
Millw rights Local 1121	277.0	5	2	94.0	33.9%	0	0.0	0.0%	0	0.0	0.0%
Operating Engineers Local 4	331,003.7	507	61	57,021.5	17.2%	20	16,843.5	5.1%	31	31,522.0	9.5%
Operating Engineers Local 98	646.3	3	0	0.0	0.0%	0	0.0	0.0%	0	0.0	0.0%
Painters & Allied Trades D.C. #35	321,337.5	472	184	129,413.5	40.3%	37	27,197.5	8.5%	8	9,487.5	3.0%
Pledrivers Local 56	46,522.0	106	9	5,218.5	11.2%	8	1,775.0	3.8%	9	5,113.0	11.0%
Pipe Fitters Local 537	131,097.0	124	17	26,950.5	20.6%	8	11,817.0	9.0%	10	9,585.0	7.3%
Plasterers & Cement Masons Local	83,076.7	246	56	17,439.8	21.0%	10	1,850.7	2.2%	7	1,141.1	1.4%
Plumbers & Gasfitters Local 12	197,334.3	235	29	31,551.0	16.0%	16	12,593.0	6.4%	13	15,832.0	8.0%
Roofers & Slaters Local 33	64,444.8	136	40	21,463.3	33.3%	4	5,157.8	8.0%	4	4,786.0	7.4%
Sheet Metal Workers Local 17	136,260.0	196	28	34,633.5	25.4%	5	6,975.5	5.1%	7	5,989.3	4.4%
Sheet Metal Workers Local 63	54.0	3	0	0.0	0.0%	0	0.0	0.0%	0	0.0	0.0%
Sprinkler Fitters Local 550	98,568.0	63	10	19,118.5	19.4%	2	5,194.5	5.3%	6	8,415.5	8.5%
Teamsters Local 25	215.0	10	0	0.0	0.0%	0	0.0	0.0%	2	11.0	5.1%
Union Number	16.0	2	0	0.0	0.0%	0	0.0	0.0%	0	0.0	0.0%
Woodframe Local 723	8.0	1	0	0.0	0.0%	0	0.0	0.0%	0	0.0	0.0%
Total	5,456,938.2	7,165	1,713	1,382,048.2	25.3%	456	391,608.7	7.2%	303	297,934.8	5.5%

CONTRACTOR	PROJECT TO DATE										
	Total Hours	Total # Workers	MINORITY - Goal: 15.3%			FEMALE - Goal: 6.9%			VETERAN - Goal: 3.0%		
			# Workers	Hours	%	# Workers	Hours	%	# Workers	Hours	%
AJ Conveyer and Laundry Systems	269.0	4	1	86.0	32.0%	0	0.0	0.0%	0	0.0	0.0%
Allegheny Contract Flooring, Inc.	70,848.8	84	20	21,009.5	29.7%	5	3,805.0	5.4%	4	3,143.0	4.4%
All-Pro Electric, LLC	480.0	4	0	0.0	0.0%	0	0.0	0.0%	0	0.0	0.0%
Andella Iron Inc.	565.0	4	1	153.0	27.1%	0	0.0	0.0%	0	0.0	0.0%
Angelini Plastering, Inc. (WBE)	15,634.0	23	3	3,447.5	22.1%	0	0.0	0.0%	1	94.0	0.6%
Anvil Steel Engineering, Inc. (MVBE)	22,581.5	40	15	10,026.0	44.4%	5	2,222.5	9.8%	4	4,502.0	19.9%
Archer Corp	14,718.5	23	3	1,228.0	8.3%	2	1,015.0	6.9%	0	0.0	0.0%
Atlantic Lining Company Inc	649.5	16	12	555.5	85.5%	0	0.0	0.0%	1	15.0	2.3%
Axion Specialty Contracting	38,249.5	71	16	4,764.5	12.5%	6	1,103.0	2.9%	5	2,945.0	7.7%
Back Bay Concrete Corp. (WBE)	3,801.0	58	15	963.0	25.3%	4	53.5	1.4%	3	96.5	2.5%
Bay State Specialties, Inc.	991.0	4	1	24.0	2.4%	0	0.0	0.0%	1	480.0	48.4%
BOSS Steel Inc. (WBE)	22,036.8	71	16	4,196.0	19.0%	3	1,406.0	6.4%	3	1,399.5	6.4%
Bow line Construction	1,267.0	10	4	281.0	22.2%	0	0.0	0.0%	1	48.0	3.8%
Brava Electric & Telecom, Inc. (MBE)	4,200.0	4	2	2,535.3	60.4%	0	0.0	0.0%	0	0.0	0.0%
Brightview Landscaping Development Inc.	35,427.4	67	22	17,200.8	48.6%	4	2,621.6	7.4%	1	404.0	1.1%
Bunting Graphics, Inc.	6,253.7	16	4	2,179.0	34.8%	0	0.0	0.0%	0	0.0	0.0%
Capco Steel Erection Company	15,100.0	31	4	1,283.5	8.5%	1	236.0	1.6%	0	0.0	0.0%
Capital Carpet and Flooring Specialists, Inc.	58,552.3	80	47	35,702.5	61.0%	3	2,882.8	4.9%	1	337.5	0.6%
Cashman Dredging & Marine Contracting	200.0	2	0	0.0	0.0%	0	0.0	0.0%	0	0.0	0.0%
Cavalieri Construction Company, Inc.	5,369.5	28	6	2,443.5	45.5%	0	0.0	0.0%	1	537.5	10.0%
Century Drywall, Inc.	461,146.8	444	185	182,998.5	39.7%	27	29,695.5	6.4%	11	19,338.8	4.2%
Chapman Construction Group, Inc. (WVBE)	16,002.0	21	3	1,681.5	10.5%	4	4,173.5	26.1%	2	1,820.0	11.4%
Coastal Marine Construction	2,223.5	15	0	0.0	0.0%	1	84.0	3.8%	1	116.5	5.2%
Coghlin Electrical Contractors, Inc. (WBE)	506,353.0	264	43	80,034.0	15.8%	14	27,158.0	5.4%	14	26,661.5	5.3%
Collins Overhead Door Inc.	474.2	3	0	0.0	0.0%	0	0.0	0.0%	0	0.0	0.0%
Component Assembly Systems, Inc.	71,054.5	78	20	14,062.5	19.8%	3	2,832.5	4.0%	3	3,391.5	4.8%
Composite Company, Inc.	470.0	6	2	278.0	59.1%	0	0.0	0.0%	0	0.0	0.0%
Construction Drilling, Inc.	499.5	4	0	0.0	0.0%	0	0.0	0.0%	0	0.0	0.0%
Costa Brothers Masonry, Inc.	39,085.0	78	16	9,494.5	24.3%	2	2,078.0	5.3%	1	56.0	0.1%
Cross Country Food Service Equipment Installers	5,195.5	12	1	54.0	1.0%	1	54.0	1.0%	1	1,328.5	25.6%
D.W. White Construction	30,667.5	64	11	5,774.0	18.8%	4	2,395.5	7.8%	1	1,482.5	4.8%
Dagle Electrical Construction Corporation (WBE)	9,220.0	76	5	1,208.0	13.1%	2	288.0	3.1%	4	179.5	1.9%
Daniel Marr and Son Co.	150,526.0	204	28	24,963.0	16.6%	14	7,398.5	4.9%	9	11,328.0	7.5%
DeLucca Fence Company (WBE)	1,593.5	41	9	211.5	13.3%	2	64.0	4.0%	1	27.0	1.7%
Dependable Masonry Construction Co.	848.5	6	2	203.0	23.9%	0	0.0	0.0%	0	0.0	0.0%
Don Martin Corporation (MBE)	2,104.0	29	12	814.0	38.7%	0	0.0	0.0%	1	90.0	4.3%
Draper Elevator Cab Co, Inc.	94.5	2	0	0.0	0.0%	0	0.0	0.0%	2	94.5	100.0%
D's Welding	438.0	9	1	69.0	15.8%	0	0.0	0.0%	0	0.0	0.0%
Duggan & Marcon, Inc.	800.0	1	0	0.0	0.0%	0	0.0	0.0%	0	0.0	0.0%
E.H. Marchant Co. Inc.	5,022.0	14	1	1,039.0	20.7%	1	160.0	3.2%	1	220.0	4.4%
E.M. Duggan, Inc.	166,690.8	162	24	29,239.5	17.5%	14	12,475.0	7.5%	12	16,973.0	10.2%
East Coast Fireproofing Co	9,477.0	21	4	1,926.0	20.3%	2	585.0	6.2%	3	850.0	9.0%
East Coast Interiors	13,575.0	29	5	1,728.0	12.7%	2	776.0	5.7%	1	946.0	7.0%
Eastern Exterior Wall Systems, Inc. (VBE)	752.5	1	0	0.0	0.0%	0	0.0	0.0%	0	0.0	0.0%
Easton Concrete Cutting & Drilling LLC	594.0	13	1	27.0	4.5%	0	0.0	0.0%	0	0.0	0.0%
Edward G. Sawyer Co., Inc.	200,221.0	156	27	46,003.0	23.0%	13	19,181.5	9.6%	4	6,729.5	3.4%
EverGreene Architectural Arts	5,719.7	12	6	2,885.3	50.4%	2	369.7	6.5%	1	695.1	12.2%
Evermore Light and Power Inc. (WBE)	6,120.0	6	0	0.0	0.0%	1	296.0	4.8%	1	1,533.0	25.0%
F.C. Construction Corp.	4,633.0	42	11	1,189.5	25.7%	1	167.0	3.6%	1	235.0	5.1%
Federal Concrete (WBE)	7,514.5	48	10	1,190.0	15.8%	6	976.5	13.0%	2	418.5	5.6%
Ferguson-Neudorf Glass Inc.	44.0	1	0	0.0	0.0%	0	0.0	0.0%	0	0.0	0.0%
Fischbach & Moore Electric Group, LLC	996.0	7	1	8.0	0.8%	0	0.0	0.0%	0	0.0	0.0%
Fisher Contracting Corporation (MWBE)	4,876.0	20	3	604.0	12.4%	3	837.0	17.2%	1	276.0	5.7%
Food Equipment Installations, Inc.	5,103.5	13	0	0.0	0.0%	0	0.0	0.0%	0	0.0	0.0%
Garrity Asphalt Reclaiming, Inc.	149.5	5	1	29.5	19.7%	0	0.0	0.0%	0	0.0	0.0%
Geologic Earth Exploration, Inc.	72.5	2	0	0.0	0.0%	0	0.0	0.0%	0	0.0	0.0%
Gleeson Powers, Inc.	7,587.0	14	4	2,066.5	27.2%	1	592.0	7.8%	0	0.0	0.0%
Greenwood Industries, Inc.	9,625.3	46	14	3,108.3	32.3%	1	456.3	4.7%	0	0.0	0.0%
Griffin Door dba Overhead Door Specialties	112.0	2	0	0.0	0.0%	0	0.0	0.0%	0	0.0	0.0%

CONTRACTOR	PROJECT TO DATE										
	Total Hours	Total # Workers	MINORITY - Goal: 15.3%			FEMALE - Goal: 6.9%			VETERAN - Goal: 3.0%		
			# Workers	Hours	%	# Workers	Hours	%	# Workers	Hours	%
H. Carr & Sons, Inc.	2,852.5	14	3	808.0	28.3%	0	0.0	0.0%	0	0.0	0.0%
Hayward Baker Inc.	10,688.0	55	4	1,472.0	13.8%	2	250.0	2.3%	1	365.5	3.4%
Homeland Mechanical LLC (VBE)	340.0	3	0	0.0	0.0%	0	0.0	0.0%	1	168.0	49.4%
Hub Foundation Co., Inc.	18,363.5	45	6	2,839.5	15.5%	2	1,164.0	6.3%	6	4,377.0	23.8%
J & M Brown Company, Inc.	54,520.5	46	11	10,893.0	20.0%	3	4,663.5	8.6%	2	3,946.0	7.2%
J Rams Inc	17.0	2	0	0.0	0.0%	0	0.0	0.0%	1	8.0	47.1%
J&K Drywall	2,722.0	15	9	1,585.0	58.2%	0	0.0	0.0%	0	0.0	0.0%
J. Derenzo Co.	187,467.4	149	20	43,433.5	23.2%	11	21,724.5	11.6%	12	16,512.0	8.8%
J. Thibert Architectural Woodwork Installation	12,699.5	14	1	1,057.5	8.3%	1	1,057.5	8.3%	1	1,323.5	10.4%
J.C. Cannistraro	41,868.0	64	4	5,474.0	13.1%	3	3,062.5	7.3%	2	504.0	1.2%
J.C. Higgins Corp	97,227.0	84	11	16,215.0	16.7%	5	8,484.5	8.7%	4	5,483.0	5.6%
J.F. White Contracting Company, Inc	37,225.0	61	8	4,712.0	12.7%	3	3,946.5	10.6%	3	1,334.5	3.6%
Jackson Glass, Inc. (WBE)	77,571.0	61	15	17,025.0	21.9%	6	10,356.0	13.4%	7	8,705.5	11.2%
JENKAT Painting LLC	6,820.0	27	5	2,075.0	30.4%	1	80.0	1.2%	0	0.0	0.0%
Jerez LLC (MWBE)	13,416.0	11	9	12,058.0	89.9%	1	972.5	7.2%	0	0.0	0.0%
JM Electrical Company, Inc.	780.0	4	0	0.0	0.0%	0	0.0	0.0%	0	0.0	0.0%
John W. Egan Co., Inc.	40.0	1	0	0.0	0.0%	0	0.0	0.0%	0	0.0	0.0%
JP Obelisk, Inc.	1,261.0	13	5	592.0	46.9%	0	0.0	0.0%	0	0.0	0.0%
JR Vinagro Corp.	2,657.0	25	5	223.0	8.4%	1	120.0	4.5%	1	122.0	4.6%
K&H Electrical Systems, Inc.	12,275.5	30	8	3,050.5	24.9%	1	457.5	3.7%	1	120.5	1.0%
K&K Acoustical Ceilings, Inc.	12,603.0	18	5	3,203.0	25.4%	3	1,670.0	13.3%	2	4,234.0	33.6%
K&M Fire Protection Services, Inc.	98,568.0	63	10	19,118.5	19.4%	2	5,194.5	5.3%	6	8,415.5	8.5%
K. DaPonte Construction Corp.	3,072.0	29	2	512.0	16.7%	2	152.0	4.9%	0	0.0	0.0%
K.O. Stone Inc. (MBE)	7,402.0	20	16	6,554.0	88.5%	10	4,056.0	54.8%	0	0.0	0.0%
Kenneth Castellucci & Associates, Inc.	25,825.0	42	2	1,429.0	5.5%	0	0.0	0.0%	1	38.0	0.1%
Killea Equipment	920.0	3	2	550.0	59.8%	0	0.0	0.0%	0	0.0	0.0%
KM Kelly, Inc.	32,339.3	26	6	6,100.0	18.9%	4	4,334.3	13.4%	2	1,817.0	5.6%
L.J. Mishel Electrical Contractors, Inc.	96.0	2	0	0.0	0.0%	0	0.0	0.0%	1	48.0	50.0%
Lan-Tel Communications, Inc.	24,387.0	19	6	10,233.0	42.0%	1	2,304.0	9.4%	2	3,755.5	15.4%
Leading Way Construction Co., Inc.	96.0	6	0	0.0	0.0%	0	0.0	0.0%	0	0.0	0.0%
Liberty Construction Services	557,724.0	439	136	160,349.5	28.8%	37	53,634.5	9.6%	10	9,989.0	1.8%
Liberty Equipment and Supply	49,976.5	71	10	14,556.0	29.1%	6	3,212.5	6.4%	4	4,107.0	8.2%
Lockwood Remediation	32.0	1	0	0.0	0.0%	0	0.0	0.0%	0	0.0	0.0%
Longden Company Inc.	4,822.0	11	4	1,081.0	22.4%	0	0.0	0.0%	2	1,168.0	24.2%
Lund Rebar Services, Inc.	109,408.5	132	60	50,392.0	46.1%	11	7,612.0	7.0%	6	8,400.0	7.7%
M. Cohen and Sons, Inc.	10,973.5	25	5	3,051.0	27.8%	2	1,198.0	10.9%	3	2,023.5	18.4%
M.L. McDonald Sales Company, LLC	144,298.0	183	47	28,431.0	19.7%	12	9,515.0	6.6%	6	7,523.0	5.2%
Manganaro Northeast	834.0	7	2	378.0	45.3%	0	0.0	0.0%	0	0.0	0.0%
Marguerite Concrete, Inc.	1,543.8	57	14	441.0	28.6%	2	38.0	2.5%	2	139.0	9.0%
Marr Equipment Corp.	202.0	9	0	0.0	0.0%	0	0.0	0.0%	1	3.0	1.5%
Mass Bay Electrical Corp.	5,706.0	52	1	201.0	3.5%	2	275.0	4.8%	0	0.0	0.0%
Massey's Plate Glass Aluminum, Inc.	10,154.5	25	4	2,400.0	23.6%	2	723.0	7.1%	1	664.0	6.5%
Maxim Crane Works, L.P.	47,085.5	73	14	11,248.5	23.9%	3	3,756.5	8.0%	5	6,816.5	14.5%
McCusker-Gill, Inc.	83,709.5	103	19	28,431.0	34.0%	2	5,159.5	6.2%	5	4,203.8	5.0%
McDonald Electrical Corp.	78,737.0	88	15	9,919.5	12.6%	8	4,948.5	6.3%	5	1,949.5	2.5%
McGregor Industries, Inc.	22,741.5	40	7	1,954.5	8.6%	2	3,808.5	16.7%	4	1,872.5	8.2%
McPhee Electric Ltd.	39,972.3	43	6	4,313.3	10.8%	3	2,098.0	5.2%	4	5,717.5	14.3%
Melo's Rodbusters, Inc. (WBE)	13,566.5	22	11	7,113.0	52.4%	0	0.0	0.0%	1	1,820.0	13.4%
Midnight Iron Construction Management Inc.	32.0	1	0	0.0	0.0%	0	0.0	0.0%	0	0.0	0.0%
Miharmer Associates, Inc.	3,722.0	7	0	0.0	0.0%	1	64.0	1.7%	0	0.0	0.0%
Mitsubishi Electric US, Inc.	6,662.0	10	3	2,287.0	34.3%	1	943.0	14.2%	4	3,589.0	53.9%
MON Landscaping Inc.	448.0	18	1	16.0	3.6%	0	0.0	0.0%	0	0.0	0.0%
Moretrench	19,856.0	38	11	5,850.0	29.5%	3	302.0	1.5%	2	1,335.5	6.7%
MTK Construction Services, Inc.	795.0	15	10	644.0	81.0%	0	0.0	0.0%	0	0.0	0.0%
Murphy Electric & Industrial Control, LLC	339.0	3	1	40.0	11.8%	0	0.0	0.0%	1	227.0	67.0%
NER Construction Mgmt	18,872.5	39	4	380.5	2.0%	0	0.0	0.0%	1	48.0	0.3%
New England Finish Systems	1,771.5	26	1	44.0	2.5%	5	235.0	13.3%	0	0.0	0.0%
New England Installation, Inc.	1,849.0	10	2	175.0	9.5%	0	0.0	0.0%	1	264.5	14.3%
New Roads Environmental	7,961.5	42	40	7,906.5	99.3%	4	1,412.0	17.7%	1	172.0	2.2%
Newtech Installation USA Inc	30,071.8	46	10	5,840.0	19.4%	3	1,340.5	4.5%	3	1,635.0	5.4%
North East Foam Solutions, Inc.	7,273.0	10	4	1,425.0	19.6%	1	2,236.0	30.7%	3	3,056.0	42.0%
Northeast Interior aka Artisan Millwork	7,439.5	12	3	2,713.0	36.5%	1	568.0	7.6%	1	1,442.5	19.4%
NorthStar Contracting Group, Inc	37.0	2	1	12.0	32.4%	0	0.0	0.0%	0	0.0	0.0%

CONTRACTOR	PROJECT TO DATE										
	Total Hours	Total # Workers	MINORITY - Goal: 15.3%			FEMALE - Goal: 6.9%			VETERAN - Goal: 3.0%		
			# Workers	Hours	%	# Workers	Hours	%	# Workers	Hours	%
Oasis Shower Doors	8,101.0	11	2	1,864.0	23.0%	1	509.5	6.3%	0	0.0	0.0%
Otis Elevator Company	73,320.3	88	8	5,063.5	6.9%	5	3,774.8	5.1%	4	2,180.8	3.0%
P.J. Dionne Company, Inc.	1,954.5	6	1	276.0	14.1%	1	228.0	11.7%	0	0.0	0.0%
P.J. Spillane Company, Inc. (WBE)	19,619.0	48	10	2,594.0	13.2%	2	2,134.5	10.9%	1	36.0	0.2%
Peak Mechanical Services	15,159.5	24	5	6,258.0	41.3%	0	0.0	0.0%	3	2,069.0	13.6%
Pick Crane Service, Inc.	110.5	3	0	0.0	0.0%	0	0.0	0.0%	0	0.0	0.0%
Port Morris Tile & Marble Boston LP	85,872.5	140	29	20,971.0	24.4%	4	5,251.0	6.1%	4	4,272.0	5.0%
Pro Cut Inc.	16.0	1	0	0.0	0.0%	0	0.0	0.0%	0	0.0	0.0%
PSN Construction Inc.	1,347.2	2	2	1,347.2	100.0%	0	0.0	0.0%	0	0.0	0.0%
Quality Air Metals, Inc. (WBE)	19,033.0	16	3	4,482.0	23.5%	1	1,698.0	8.9%	1	457.0	2.4%
Quality Construction Specialty, Inc.	4,548.5	8	1	212.0	4.7%	0	0.0	0.0%	0	0.0	0.0%
R.J. Cobb LTD	48.0	2	0	0.0	0.0%	0	0.0	0.0%	0	0.0	0.0%
Rapid Flow Inc.	1,572.0	2	0	0.0	0.0%	0	0.0	0.0%	1	8.0	0.5%
Regis Steel Corporation (MBE)	6,283.5	24	6	1,415.5	22.5%	3	613.0	9.8%	0	0.0	0.0%
Richard W. Reid Electric Company Inc.	34.0	3	2	16.0	47.1%	0	0.0	0.0%	0	0.0	0.0%
Roadsafe Traffic Systems, Inc	618.0	18	2	17.0	2.8%	0	0.0	0.0%	0	0.0	0.0%
Roman Iron Works, Inc.	492.0	3	1	145.0	29.5%	0	0.0	0.0%	0	0.0	0.0%
S&A Cranes LLC	62.5	7	1	10.5	16.8%	0	0.0	0.0%	1	8.0	12.8%
S&F Concrete Contractors, Inc.	425,161.0	414	103	129,999.0	30.6%	17	23,739.0	5.6%	11	15,248.5	3.6%
S-Cal-O Painting LLC (MWBE)	3,535.0	8	3	1,212.0	34.3%	3	1,144.0	32.4%	0	0.0	0.0%
Silverback Construction Inc.	416.0	18	1	27.0	6.5%	0	0.0	0.0%	0	0.0	0.0%
Skylight Consultants of America, Inc.	2,014.5	14	2	171.0	8.5%	1	107.0	5.3%	0	0.0	0.0%
SOEP Painting Corp.	58,369.5	84	30	20,777.0	35.6%	10	5,471.0	9.4%	2	2,042.0	3.5%
SOS Corporation (WBE)	7,108.0	36	23	4,332.0	60.9%	22	3,841.0	54.0%	1	192.0	2.7%
SPS New England, Inc.	59,076.5	83	17	10,828.5	18.3%	6	3,730.5	6.3%	1	424.0	0.7%
Stanley & Sons, Inc.	17,067.0	33	10	4,844.5	28.4%	3	2,198.5	12.9%	4	2,492.0	14.6%
Structures Derek International SA	2,159.5	10	4	1,143.5	53.0%	0	0.0	0.0%	0	0.0	0.0%
Sullivan & McLaughlin Co., Inc.	4,209.0	12	1	873.0	20.7%	2	945.0	22.5%	1	681.0	16.2%
Sunrise Erectors, Inc.	47,933.5	80	12	5,418.5	11.3%	6	2,692.5	5.6%	4	3,615.5	7.5%
Swan Contracting, LLC (MWBE)	72.0	1	1	72.0	100.0%	0	0.0	0.0%	0	0.0	0.0%
Sweeney Drywall Finishes Corp	12,037.0	40	14	4,161.0	34.6%	2	798.0	6.6%	1	32.0	0.3%
T & T Steel Erectors, Inc. (MBE)	859.0	6	1	305.0	35.5%	1	240.0	27.9%	0	0.0	0.0%
T&T Electrical Contractors, Inc.	166,881.0	165	23	25,270.0	15.1%	10	7,532.0	4.5%	6	7,613.5	4.6%
Tavares LLC (MBE)	41,739.5	70	36	27,136.5	65.0%	3	3,180.0	7.6%	1	2,351.0	5.6%
TCI Installations Inc. (WBE)	3,340.0	8	1	416.0	12.5%	0	0.0	0.0%	1	983.0	29.4%
Tekon-Technical Consultants, Inc.	628.5	5	0	0.0	0.0%	0	0.0	0.0%	0	0.0	0.0%
The Cheviot Corporation	4,803.0	16	3	539.5	11.2%	1	523.5	10.9%	1	126.0	2.6%
The Railroad Associates Corporation	68.5	3	0	0.0	0.0%	0	0.0	0.0%	0	0.0	0.0%
The Welch Corporation	11,582.5	21	2	1,308.0	11.3%	3	1,057.0	9.1%	2	1,225.0	10.6%
Thermo-Dynamics International, Inc. (VBE)	16,677.0	36	11	4,575.5	27.4%	2	1,047.0	6.3%	1	1,643.0	9.9%
Titan Roofing, Inc. (MWBE)	65,947.8	107	29	19,062.5	28.9%	3	4,701.5	7.1%	4	4,786.0	7.3%
Total Mechanical Service Corp. (MBE)	96.0	3	0	0.0	0.0%	0	0.0	0.0%	0	0.0	0.0%
TREVICOS CORPORATION	60,534.5	89	24	16,023.0	26.5%	7	4,090.5	6.8%	3	2,630.0	4.3%
Triboro Crane & Rigging Services	1,242.0	9	0	0.0	0.0%	0	0.0	0.0%	0	0.0	0.0%
Ultra-Lum Services, LLC	2,200.0	11	3	690.0	31.4%	0	0.0	0.0%	0	0.0	0.0%
Union Temporary Services, Inc.	9,782.0	12	2	1,458.0	14.9%	1	1,132.5	11.6%	0	0.0	0.0%
Unistrut International Corp.	17,165.8	22	5	5,994.5	34.9%	2	1,186.5	6.9%	1	1,996.0	11.6%
United Elevator Company (WBE)	732.0	5	0	0.0	0.0%	0	0.0	0.0%	1	21.0	2.9%
Universal Automation & Mechanical Services	1,580.0	9	1	8.0	0.5%	0	0.0	0.0%	0	0.0	0.0%
Urban Insulation Inc. (WBE)	12,952.0	20	5	4,110.0	31.7%	2	1,283.5	9.9%	2	975.0	7.5%
UTEC Constructors LLC	688.0	9	1	116.0	16.9%	0	0.0	0.0%	0	0.0	0.0%
Vanguard Plumbing & Mechanical LLC	352.0	2	0	0.0	0.0%	0	0.0	0.0%	0	0.0	0.0%
Vynorius Piledriving Inc.	13,626.3	32	3	1,810.3	13.3%	3	657.5	4.8%	4	1,592.0	11.7%
Walco Installations, LLC	782.0	8	0	0.0	0.0%	0	0.0	0.0%	0	0.0	0.0%
WES Construction Corp	4,134.0	15	1	356.5	8.6%	1	398.0	9.6%	0	0.0	0.0%
Whitehawk Construction Services, Inc.	1,575.0	18	6	561.0	35.6%	1	136.0	8.6%	0	0.0	0.0%
Wood & Wire Fence Co. Inc. (MBE)	8.0	2	1	4.0	50.0%	0	0.0	0.0%	0	0.0	0.0%
TOTAL	5,456,938.2	7,165	1,713	1,382,048.2	25.3%	456	391,608.7	7.2%	303	297,934.8	5.5%

**Contracts and Payments to Minority, Women and
Veteran Business Enterprises for Construction Phase**
As of March 31, 2019

Reference 205 CMR 135.02(5)(f)

As of March 31st, 2019, Encore had awarded \$260,068,013 or 19.1% of qualified construction contracts, in contracts to M/W/VBEs. As of March 31st, 2019, Encore and Encore's contractors and sub-contractors awarded 80 contracts to MBEs, 151 contracts to WBEs, and 49 contracts to VBEs for construction.

	# Contract Awards*	Contract Award Value (\$)	% of Total Construction Contracts Awarded to Date	% Goal	Paid to Date (\$) As of 12/31/18
MBE	81	79,848,381	5.9%	5.0%	66,397,482
WBE	151	173,221,778	12.8%	5.4%	130,651,268
VBE	49	37,495,939	2.8%	1.0%	30,213,433
TOTAL**	252	\$260,068,013	19.1%	11.4%	\$200,537,952

*Note that a majority of M/W/VBEs are sub-contracted with Encore's contractors and sub-contractors.

M/W/VBE contract awards and payments report includes awards and payments made to businesses with more than one diverse classification (i.e. M/WBE). **Totals reported deduct any double counting due to awards to businesses with more than one diverse classification.

**Contracts and Payments to Minority, Women and
Veteran Business Enterprises for Design Phase
As of March 31st, 2019**

Reference 205 CMR 135.02(5)(f)

As of March 31st, 2019, Encore had awarded \$15,097,886 or 23.6% of qualified design contracts, to M/W/VBEs for design work. As of March 31st, 2019, Encore and Encore’s consultants awarded 13 contracts to MBEs, 14 contracts to WBEs, and 4 contracts to VBEs for design work.

	# Contract Awards*	Contract Award Value (\$)	% Total Design Contract*	% Goal	Paid to Date (\$) <i>As of 12/31/18</i>
MBE	13	5,517,871	8.4%	7.9%	5,315,293
WBE	14	5,364,495	8.2%	10.0%	4,790,947
VBE	4	3,993,851	6.1%	1.0%	3,649,171
TOTAL**	30	\$14,876,217	22.8%	18.9%	\$13,755,411

*Note that 9 MBE contracts, 9 WBE contracts, and 2 VBE contract, are sub-contracted with Encore’s consultants.

M/W/VBE contract awards and payments report includes awards and payments made to businesses with more than one diverse classification (i.e. M/WBE). **Totals reported deduct any double counting due to awards to businesses with more than one diverse classification.



May 3, 2019

Massachusetts Gaming Commission
 101 Federal St., 12th
 Boston, MA 02110

Dear Commissioners:

In accordance with 205 CMR 135.02(5)(a), please see below for the total estimated cost of construction of the project and related infrastructure improvements and the costs incurred as of March 31, 2019, calculated pursuant to 205 CMR 122.03: *Costs Included in the Calculation of Capital Investment*, and separately identifying detailed costs for design, land acquisition, site preparation and construction and off-site improvements:

MGC Quarterly Report
Appendix 1
(US\$ thousands)

Component	Cost Incurred 3/31/2019	Estimated Remaining Cost	Total Estimated Cost
Construction / on-site Development	\$ 1,559,357	\$ 164,003	\$ 1,723,360
Design and engineering	109,478	10,472	119,950
Site preparation	38,164	1,219	39,383
Off-site improvements	36,850	12,759	49,609
Land acquisition	65,245	964	66,209
Pre-opening	91,977	32,994	124,971
Owner FF&E	107,712	57,920	165,632
Total	\$ 2,008,783	\$ 280,331	\$ 2,289,114

In addition, in accordance with 205 CMR 135.02(5)(b), I direct you to the financial statements of Wynn Resorts, Limited (NASDAQ: WYNN), the parent of Wynn MA, LLC (the "Licensee"), including Wynn Resorts' Annual Report on Form 10-K for the year ended December 31, 2018, filed with the Securities and Exchange Commission (the "SEC") on February 28, 2019, which is available at www.sec.gov. As reflected in these financial statements, Licensee has sufficient financial resources in order to meet all expected financial obligations relating to the completion of the Project and related infrastructure improvements associated with the Project.

I, Frank Cassella, hereby certify to my knowledge and in my capacity as Chief Financial Officer of Wynn MA, LLC, as to the material veracity of the foregoing.

Sincerely,

A handwritten signature in black ink, appearing to read "Frank Cassella". The signature is written in a cursive, flowing style with a large initial "F" and a long, sweeping tail.

Frank Cassella
Chief Financial Officer



TO: MGC Commissioners

FROM: Joseph Delaney
John Ziembra

CC: Edward R. Bedrosian

DATE: May 2, 2019

RE: Commission Approval of Encore Boston Harbor Independent Traffic Monitoring

Approval of Independent Traffic Monitoring

The Commission's Encore Boston Harbor Section 61 Findings issued pursuant to M.G.L. c. 23K and M.G.L. c. 30, §61 include numerous references to transportation monitoring and traffic monitoring which shall be conducted by an independent organization.¹ Such Findings require, in different sections, approval of the independent organization by the Massachusetts Department of Transportation or by the Commission. Please see attached letter from STV Incorporated requesting approval by the Commission to conduct the independent traffic monitoring (Attachment A) Also attached please find a description of STV, Inc. (Attachment B) which has been approved by MassDOT to perform such monitoring. MassDOT's approval (Attachment C) followed a meeting between representatives from MassDOT, the Commission staff, STV, Inc., and Encore Boston Harbor.

We recommend that the Gaming Commission approve STV, Inc. for such monitoring. We recommend that STV, Inc. be requested to consult with Encore Boston Harbor's surrounding communities regarding monitoring that will occur in such communities. STV, Inc. has agreed to conduct such consultations (Attachment D). We also recommend that the Gaming Commission state that such approval may be rescinded at any time, requiring Encore Boston Harbor to recommend a new independent monitor acceptable to both MassDOT and the Commission.

¹ See for example, in Section VIII (F)(4) of such Findings, "[p]ursuant to and subject to §§ 7.1.B of the Boston SCA, Wynn shall monitor traffic, and, if there are operational deficiencies at the monitored locations" ... "then Wynn shall be responsible for the costs of implementing additional mitigation measures including but not limited to those measures listed in § 7.1.B of the Boston SCA", provided that certain specified thresholds are reached. Section VIII (F)(4) of such Findings states that "[p]ursuant to and subject to § 7.1.B of the Boston SCA, Wynn shall engage and pay for an independent organization approved by the Commission to complete the monitoring program." In Section VIII (F)(9), such Section 61 Findings state that "Wynn shall engage and pay for an independent organization approved by MassDOT to undertake a comprehensive transportation monitoring program."



Massachusetts Gaming Commission

Attachment A



April 25, 2019

Cathy Judd-Stein
Massachusetts Gaming Chair
Massachusetts Gaming Commission
101 Federal St, 12th Floor
Boston, MA 02110

Re: Selection of STV to Support Traffic Study and Analysis for Encore Boston Harbor

Dear Ms. Judd-Stein:

Encore Boston Harbor has selected STV Incorporated to perform traffic monitoring and analysis to help fulfill their Section 61 permitting obligations. I understand our role must be approved by the Gaming Commission, so I am writing to introduce STV and describe our qualifications.

STV Incorporated is a leading multidisciplinary engineering, architectural, planning, and construction management firm with over 120 employees in our Boston office and over 2,200 professionals and support staff around the country that we can draw on. We provide a full range of engineering services--including traffic planning and engineering--for roadway, streetscape, and land development projects around the Commonwealth. Our clients include MassDOT, the MBTA, local municipalities, and other State agencies. A brief overview of STV and a sample of some of our projects is attached.

STV is prequalified with MassDOT in the discipline of *Traffic Operations Studies and Design*, and we have worked on similar projects for MassDOT; MassDevelopment; and the Cities of Somerville, Boston, and Nashua. Our specific role on this project was reviewed and approved by MassDOT. See the attached letter dated March 21, 2019.

Our current scope of work is to collect baseline traffic counts from before Encore Boston Harbor opens and analyze the existing conditions at 13 intersections in Everett, Boston, Somerville, Medford, Chelsea, and Revere. These traffic counts and the analysis will be repeated at regular intervals over the next ten years per the Section 61 requirements to determine what traffic impacts Encore Boston Harbor has on the surrounding communities.

As with any project we work on, STV will adhere to professional and ethical standards and will remain an independent observer as we perform this traffic monitoring. We have not worked for Wynn or Encore Boston Harbor in the past and we were not involved in



any of the previous traffic analyses performed for the Section 61, FEIR, or supplemental reports.

If you have any questions about our role on this project or STV in general, please don't hesitate to contact me.

Sincerely,

A handwritten signature in black ink, appearing to read "PT", written over the word "Sincerely,".

Paul Tyrell, P.E., P.L.S., LEED AP
Vice President, Chief Civil Engineer
STV Incorporated
One Financial Center, 3rd Floor
Boston, MA 02111-2621
(617) 947-1319 (cell)

Attachment B

STV INCORPORATED



Introduction to STV

"It is our mission to create exceptional value for our clients and perform our services with integrity, vision, innovation, quality, and environmental sensitivity."

Dominick M. Servadio, P.E.
Executive
Chairman, STV

Established in 1912, STV Incorporated (STV) is a leading multidisciplinary engineering, architectural, planning, environmental, and construction management firm with over 120 personnel in our Boston office, complemented by more than 2,200 professionals and support staff nationwide. The firm has built a reputation as a leader in civil and structural engineering, roadway and bridge design, and construction management. STV has significant experience with design-bid-build, design-build, and public-private-partnerships (P3s) and has the expertise and resources to support all delivery methods.

Our Boston office boasts a dynamic multidisciplinary staff offering complete design services in civil, structural, mechanical, electrical, and architectural fields, as well as construction inspection and resident engineering services. STV's reputation in Boston as a professional firm is confirmed by the many projects awarded to us by new and repeat clients. We have worked for MassDOT on hundreds of projects across the state since 1978 and have been prequalified by MassDOT for Traffic Operations and Studies for many years.

STV provides a wide range of civil engineering services for roadway, streetscape, and land development projects including traffic engineering and design. The firm's traffic planning and engineering staff is experienced with a wide array of analyses and simulation software. Our engineers provide a full range of design capabilities related to roadways, pedestrian access, stormwater drainage, sewer systems, utilities, parking, and lighting. Our staff is experienced in developing phasing and maintenance of traffic plans to make sure that construction of infrastructure and facility improvements is accomplished with minimal impact to traffic, business operations, and the public. Traffic operations and engineering services STV offers include:

Traffic Engineering & Planning Studies

- >> Traffic Operational & Capacity Analyses
- >> Transportation Planning Studies
- >> Freeway/Arterial/Intersection Safety Evaluations
- >> Traffic Impact Studies (TIS)
- >> Interchange Access Studies (IMR/IJR)
- >> Traffic Simulation, Analysis & Animation
- >> Roundabout Analysis & Design
- >> Innovative Interchanges/Intersections
- >> Traffic Data Collection
- >> Access Management

Traffic Engineering Design

- >> Traffic Signal Warrants & Design
- >> Signing & Pavement Marking Plans
- >> ADA Compliance
- >> Photometric Analysis
- >> Lighting Design
- >> Major Guide Sign Fabrication Design
- >> Standards & Specifications
- >> Cost Estimating & Quantities
- >> Shop Drawing Review

Bicycle, Pedestrian & Multimodal Transportation

- >> Complete Streets Design
- >> Bicycle Facility Analysis & Design
- >> Pedestrian Signal Warrants & Design
- >> Planning & Design for Light Rail Transit (LRT)
- >> Planning & Design for Bus Rapid Transit (BRT)
- >> Neighborhood Traffic Calming
- >> Parking Studies

Maintenance of Traffic

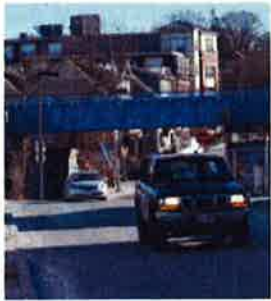
- >> Transportation Management Plans
- >> Work Zone Traffic Analyses
- >> Maintenance of Traffic Design
- >> Construction Phase Support

ITS & Communications

- >> Intelligent Transportation Systems (ITS) Design
- >> Traffic Signal Communications Design
- >> Transit/Emergency Signal Priority & Preemption

Following please find a selection of our local projects as well as a letter noting our current prequalification status with MassDOT. More information on our company services and portfolio can be found at www.stvinc.com.

Quincy Street Reconstruction



THE RECONSTRUCTION OF QUINCY STREET IS PART OF THE FEDERAL CHOICE NEIGHBORHOODS PROGRAM THAT UNITES RESIDENTS, PUBLIC HOUSING AUTHORITIES, CITIES, SCHOOLS, POLICE, BUSINESS OWNERS, AND PRIVATE DEVELOPERS, TO CREATE AND IMPLEMENT PLANS FOR TRANSFORMING UNDERSERVED URBAN AREAS.

LOCATION
BOSTON, MA

CLIENT
BOSTON PWD

CONSTRUCTION COST
\$2 MILLION

SIZE
2,000 FEET

Bounded by Columbia Road to the east and Blue Hill Avenue on to west, Quincy Street is a 2-lane thoroughfare in a distressed area of Boston's Dorchester section that has a historically high accident rate and lacks economic investment. Through a special grant that aims to create healthy, affordable housing and safer streets, STV has redesigned the 2-lane roadway to revitalize the urban landscape while addressing long-standing traffic and pedestrian safety issues.

Following the city's "complete street" guidelines, the design team has developed preliminary plans that not only improve the safety and flow for motorists, pedestrian, and bicyclists, but also incorporate planting areas, smaller lane widths, new side street connections, and better lighting, signage, and seating. The improvements promise to reduce traffic snarls and accidents, provide

convenient shortcuts around the area, filter runoff pollution, and enliven the corridor for commercial investment. To develop the layout, STV used topographic and utility surveys of the road that it completed during a previous project to verify subsurface conduit locations and locate areas of insufficient surface cover or depth. The team reconfigured geometry along the 2,000-foot-long stretch to fit new curb, traffic island, and pedestrian ramp locations, as well as new traffic signals and lighting.

STV has worked closely with the PWD, Public Improvement Commission, community groups, businesses, and government stakeholders to build consensus on project goals and design. This collaborative approach is the cornerstone of the U.S. Department Housing and Urban Development (HUD)'s Choice Neighborhood program, which is funding the work.

University Avenue Improvement



THE UNIVERSITY AVENUE IMPROVEMENT EFFORT PROVIDED A SAFER AND MORE EFFICIENT MEANS OF TRAVELING FOR VEHICLES AND PEDESTRIANS IN THE AREA AROUND THE UNIVERSITY OF MASSACHUSETTS (UMASS) LOWELL.

LOCATION
LOWELL, MA

OWNER
MASSDOT

CONSTRUCTION COST
\$36 MILLION

The University Avenue Improvement designed by STV was a comprehensive roadway infrastructure upgrade for the bustling area around the UMass Lowell campus where more than 14,000 students attend classes. Primarily a bridge replacement project, it also involved new roadway construction along the main campus gateway entrance and the upgrade of local signal systems and alignments.

The firm developed plans to keep the existing University Avenue Bridge over the Merrimack River open while its replacement was being built in a new alignment. Meanwhile, two intersections — the new bridge's connection with Pawtucket Street and the intersection of Fletcher and Pawtucket streets — received traffic signals and were reconfigured to better accommodate

projected traffic volume and estimated turning movements. On the same side of the river, between these two intersections, the intersection of Salem and Pawtucket streets was realigned to further calm traffic. Additionally, sidewalks along University Avenue and Pawtucket Street were improved for pedestrians.

On the opposite side of the river, the intersection geometry at VFW Highway and University Avenue was revised to enhance safety and the alignment of VFW was widened to accommodate bicycle lanes.

During construction, STV provided construction phase services, including review of shop drawings and request for information (RFI) responses.

Central Broadway/Winter Hill Roadway and Street Improvements



THE PRELIMINARY DESIGN FOR IMPROVING THE CENTRAL BROADWAY/WINTER HILL AREA OF SOMERVILLE IS A "COMPLETE STREET" CONCEPT THAT PROVIDES BETTER PEDESTRIAN AMENITIES, PHYSICALLY PROTECTED BICYCLE LANES, AND TRAFFIC CALMING SOLUTIONS FOR THE 1-MILE THOROUGHFARE.

LOCATION
SOMERVILLE, MA

CLIENT
CITY OF SOMERVILLE

STV FEE
\$400,000

LENGTH
1 MILE

Broadway is one of the main east-west thoroughfares in Somerville, MA, but its awkward layout, signal timing issues, and lack of bicycle lanes cause congestion along the 1-mile route. STV has developed three alternatives to reconstruct the roadway with bicycle and pedestrian amenities, reconfigured traffic flows, and parks in an effort to improve traffic flow and safety for the corridor's more than 20,000 daily users.

The preferred option, which STV will carry to final design, significantly narrows the curb-to-curb width by shrinking lanes and the median without eliminating lanes. A "complete street" concept, the preliminary design improves pedestrian amenities, creates physically protected bicycle lanes, consolidates and improves bus stops, and provides traffic calming. The design also brings sidewalks into compliance with accessibility guidelines, reduces crossing distances with narrower lanes and curb extensions, adds raised crossings across minor side streets, increases crossings across Broadway, and introduces several traffic calming features that include the narrowed lanes, landscaping elements, re-

duced curb radii, and a new shared frontage road. New street lighting, along with signage, signals, and pavement markings to clarify confusing merges, will all help to improve safety.

To gauge public opinion, STV has performed outreach using the city's "Somerville by Design" model, which encourages input from residents and businesses. The firm has led public meetings and has introduced the project to local businesses, the Chamber of Commerce, the city, and local media. At the first of these forums, the firm requested criticism from approximately 50 attendees and asked about their travel patterns, typical travel modes, safety concerns, and ideas for shaping the design.

The team has also used online tools to communicate with stakeholders. The blog www.somervillebydesign.com contains project information and updates along with a "MindMixer" forum with surveys and polls to gauge public reaction. The Twitter feed <https://twitter.com/SomerbyDesign> is also being used to help residents collaborate with public officials and establish their vision for the neighborhood's future.

Lincoln Road Reconstruction



LINCOLN ROAD IS A BUSY ROUTE TO THE POPULAR CRAIGVILLE BEACH AREA IN BARNSTABLE, MA, THAT WILL BE RECONSTRUCTED TO MAKE IT MORE ATTRACTIVE AND AMENABLE TO WALKERS, JOGGERS, BICYCLISTS, AND MOTORISTS.

LOCATION
BARNSTABLE, MA

CLIENT
TOWN OF BARNSTABLE

COST
\$2.3 MILLION

SIZE
0.75 MILE

Lincoln Road is a north-south thoroughfare in Hyannis that serves as a popular cut-through between 28 and West Main Street arteries, especially for summer vacationers en route to Craigville Beach. The existing roadway environment fosters high speeds through this residential neighborhood and accommodations for pedestrians and bicycles are lacking. The existing pavement is failing and the lack of curbing is contributing to drainage problems. To make the 0.75-mile roadway more attractive and amenable for motorists, bicyclists, and pedestrians, the town has selected STV to design a comprehensive roadway rehabilitation.

The proposed work will include roadway rehabilitation, curbing with sidewalks, ADA-accessible wheelchair ramps, drainage improvements, installation of signs and pavement markings, and minor landscaping. The project will not only rehabilitate the roadway but also improve overall safety by calming traffic, providing pedestrian-friendly sidewalks, and defining driveway curb cuts. STV will also design a shared-use path to connect the existing bike path

along Route 28 to the elementary school at the south end of the project. This path will provide a low-stress cycling environment that is physically separated from traffic, a traffic calming feature that, along with highly-visible crosswalk treatments and other improvements, will transform the road from a high-speed cut-through into a multimodal corridor appropriate for the residential beachside neighborhood.

STV's goal is to reconstruct Lincoln Road so that the streetscape is more inviting while improving overall conditions with minimal disruptions to the community. To achieve this, sidewalk improvements will be designed to avoid adverse impacts property abutters. Coordination with local school bus operations and businesses is a must for the project to run smoothly. The firm also anticipates the need for utility upgrades and various filings and permits, including a Notice of Intent, a National Pollutant Discharge Elimination System Permit, and Natural Heritage & Endangered Species Coordination and Notification forms.

Northern Avenue Reconstruction



NORTHERN AVENUE WAS REDESIGNED AS PART OF THE TRANSITWAY PROJECT, WHICH LINKED DOWNTOWN BOSTON TO THE SEAPORT DISTRICT.

LOCATION
BOSTON, MA

CLIENT
MASSACHUSETTS BAY
TRANSPORTATION AUTHORITY
(MBTA)

CONSTRUCTION COST
SOUTH PIERS TRANSITWAY
PROJECT - \$93 MILLION

As part of the \$93 million South Boston Piers Transitway project, STV designed the complete roadway reconstruction of Northern Avenue, in Boston, for the Massachusetts Bay Transportation Authority. The firm provided maintenance-of-traffic management and designed temporary detour roadways as well as temporary and final signalized intersections.

Through extensive coordination with the City of Boston, utility agencies, and adjacent projects, the firm developed complex traffic management and construction phasing plans for the project. The entire roadway was excavated and utilities were temporarily relocated for the construction of the underground Transitway Tunnel and Station. Northern Avenue was then fully reconstructed, with an additional two signalized intersections.

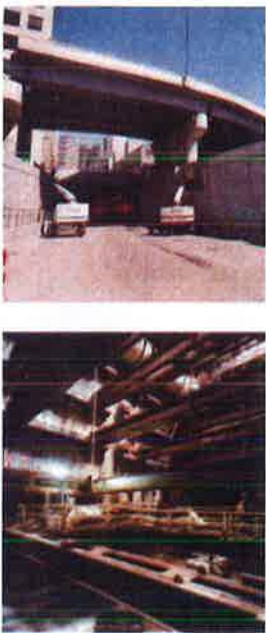
Facing space limitations, careful planning was critical to identifying final utility locations

that would support future development. The reconstruction of Northern Avenue was a vital element in the high-profile development plan to create a "new" Boston in the Seaport District and Convention Center area.

New Northern Avenue was reconstructed with a 22-foot increase in cross-sectional width and features wider sidewalks and medians; on-street parking; connections with intersecting streets; pedestrian routes and view corridors; and direct access between the Transitway Station and surrounding area via headhouse structures at the sidewalk level.

STV closely coordinated with the City of Boston Redevelopment Agency to make sure the designs for final streetscape elements such as sidewalk finish materials, street lighting types, and plantings were consistent with the overall plan for the Seaport Area development.

Central Artery Tunnel Section D011A



THE NORTHBOUND TUNNEL WAS AN IMPORTANT PART OF THE CENTRAL ARTERY/TUNNEL PROJECT, THE LARGEST URBAN INFRASTRUCTURE UNDERTAKEN IN U.S. HISTORY.

LOCATION
BOSTON, MA

CLIENT
MASSDOT

CONSTRUCTION COST
\$450 MILLION

SIZE
2,500 LF

The \$14.6 billion Massachusetts Department of Transportation (MassDOT) Central Artery/Tunnel (CA/T) or "Big Dig" project rerouted the Central Artery (I-93), the chief highway through the heart of Boston, into a 3.5-mile-long tunnel.

STV was responsible for the civil, structural, mechanical, electrical, geotechnical, and utilities engineering, as well as the management of all disciplines, for the \$450 million Section D011A design-build. Located on I-93 beginning at Kneeland Street and extending to Congress Street in the heart of Boston, the northbound tunnel portion was the CA/T's most technically complex and challenging section.

The project included 110-foot-deep soldier piles; concrete slurry walls for water cut-off; support and vibration protection of buildings during excavation; restoration of community amenities; emergency and handicapped egress and headhouses; and ex-

tensive and complex construction sequencing plans which not only guaranteed that the project was constructible within design parameters, but also served as the basis for the traffic management plans.

Work also included surveying; permitting; surface drainage systems; tunnel and Massachusetts Bay Transportation Authority (MBTA) pump rooms; ventilation; power distribution and lighting; fire protection and corrosion control; urban design and streetscaping; specifications and cost estimates; and embedded mechanical items in the tunnel, including drain inlets and pipes.

The project involved extensive interfacing among the other CA/T contracts as well as coordination of design and construction with the new MBTA South Boston Piers Transitway and Transitway Station.

North Scituate and Greenbush Streetscape Improvements



THE STREETSCAPE IMPROVEMENTS WERE PERFORMED IN RESPONSE TO THE RESTORED GREENBUSH COMMUTER RAIL LINE THROUGH THE TOWNS OF BRAintree, WEYMOUTH, HINGHAM, COHASSET AND SCITUATE, MASSACHUSETTS.

LOCATION
SCITUATE, MA

CLIENT
TOWN OF SCITUATE

CONSTRUCTION COST
\$2.5 MILLION

Substantial changes to public spaces occurred due to the Massachusetts Bay Transportation Authority (MBTA)'s new Greenbush commuter rail line. The Town of Scituate initiated streetscape improvements aimed at enhancing the villages of North Scituate and Greenbush by providing proposed landscape improvements to achieve attractive, pedestrian-friendly public spaces coordinated with the new rail line.

STV provided plans, specifications, construction cost estimates, bid documents, and construction engineering services for streetscape design and aesthetic improvements along two miles of roadway in Scituate, MA. The project involved the installation of

decorative street lighting fixtures, clock towers, park area improvements, installation of signs and pavement markings, curbing with the latest decorative sidewalk construction, construction of ADA-accessible wheelchair ramps, drainage improvements, landscaping, and the analysis of the potential removal of overhead utilities based on available funding.

STV had to overcome the challenge of satisfying local groups, abutting neighborhoods, and officials for this streetscape improvement project.

Owner's Representative Services for the Binney Street Area Improvement Project



ROADWAY INFRASTRUCTURE IS BEING IMPROVED AROUND BINNEY STREET IN ANTICIPATION OF THE ALEXANDRIA CENTER, A 1.7 MILLION-SF LIFE SCIENCE AND TECHNOLOGY CENTER THAT WILL TAKE SHAPE OVER THE NEXT 10 TO 20 YEARS.

LOCATION
CAMBRIDGE, MA

CLIENT
CITY OF CAMBRIDGE

STV FEE
\$578,000

The Alexandria Center is a planned life science and technology development that will bring 1.7 million sf of laboratories, offices, apartments, restaurants, and shops to Cambridge's high-tech center over the next two decades. To service the mixed-use campus and make it ready for a huge increase in traffic volume, the local utility infrastructure and roadways are being upgraded with more capacity and a greener streetscape. STV is overseeing the work as part of a three-year, on-call assignment that will help improve a formerly neglected area of the city.

The proposed development is located at 75 and 125 Binney Street in Kendall Square, adjacent to the Charles River. Within that area, from First to Third streets, workers have installed underground electric and telecom utilities, as well as new sewers and water mains with enough capacity for tenants like Biogen Idec and ARIAD Pharmaceuticals Inc. Streetscapes are also be-

ing improved. Portions of Binney Street, Rogers Street, and Linskey Way, between First and Third streets are being reconstructed, and workers are building new sidewalks, bike paths, and a 2-acre public park that will dramatically improve areas surrounding the urban brownfield development site.

STV started work on the project in 2013. Inspectors arrive at 6 a.m., Monday to Saturday, to witness and inspect every part of the construction process. The firm verifies that the contractors start and finish work at the agreed-upon times, and that they have the correct permits and follow requisite traffic management and safety plans. Inspectors also observe the quality of materials, such as piping, subsurface soils, and asphalt, and monitor the ongoing landscaping work, street resurfacing, and traffic signal and signage installation.

East-West Parkway Design-Build



THE EAST-WEST PARKWAY RUNS THROUGH THE HEART OF SOUTHFIELD, A NEW \$1.5 BILLION DEVELOPMENT BEING BUILT AT THE FORMER NAVAL AIR STATION SOUTH WEYMOUTH.

LOCATION
ROCKLAND AND
WEYMOUTH, MA

CLIENT
SOUTH SHORE TRI-TOWN
DEVELOPMENT CORPORATION

CONSTRUCTION COST
\$41 MILLION

LENGTH
3.5 MILES

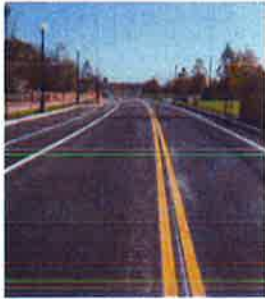
The former Naval Air Station South Weymouth is a 1,405-acre parcel that is being redeveloped into SouthField, a massive village-style community. In anticipation of the development's impact on the South Shore of Massachusetts, the state is making major transportation infrastructure improvements, the centerpiece of which is the 3.5-mile East-West Parkway. STV served as owner's representative for major segments of the roadway, which runs through the heart of the development. For our efforts, the firm was honored with a Project of the Year Award for Transportation Infrastructure Projects under \$40 million from the Construction Management Association of America New England Chapter.

The first task involved overseeing construction of approximately one-fourth of the parkway between the Old Swamp River and Weymouth Street in Rockland through mainly wooded land.

At a cost of approximately \$32.4 million, this 0.75-mile stretch was considered the most complex part of the project because it involved major land clearing and construction of three vehicular bridges, two pedestrian bridges, retaining walls, and landscaping. The second task involved reconstruction of Trotter Road to link a portion of the development with the Massachusetts Bay Transportation Authority South Weymouth commuter rail station. During this phase, STV oversaw construction of a 0.4-mile, 2-lane roadway with sidewalks, ornamental lights, a parking lot, and landscaping.

Finally, STV oversaw the installation of ornamental roadway lighting, gas mains, sewers, electric duct banks, and landscaping irrigation for a portion of the parkway west of the Old Swamp River.

Trotter Road Reconstruction and South Weymouth Commuter Rail Station Improvements



AN IMPROVED TROTTER ROAD WILL GIVE RESIDENTS OF SOUTHFIELD, A PROPOSED 1,400-ACRE TRANSIT-ORIENTED COMMUNITY ON MASSACHUSETTS' SOUTH SHORE, EASY ACCESS TO COMMUTER RAIL SERVICE.

LOCATION
WEYMOUTH, MA

CLIENT
SOUTH SHORE TRI-TOWN
DEVELOPMENT CORPORATION

CONSTRUCTION COST
\$8 MILLION

SIZE
0.5 MILE

The idea behind SouthField, a \$1.5 billion community being developed on Massachusetts' South Shore, is to create a village community with easy access to mass transit. To that end, public and private leaders have improved access to a nearby Massachusetts Bay Transportation Authority (MBTA) commuter rail station as a way to cut back on the need for driving to work. STV served as owner's representative for this project as part of a 3-year, award-winning effort that also included overseeing SouthField's main artery. The firm oversaw the reconstruction of 0.5 miles of Trotter Road as an access way to the South Weymouth MBTA station. We also managed construction of kiss-and-ride and shuttle drop-off areas and a new 75-car parking lot to improve services for rail commuters.

Our work on this federally funded improvement included the inspection and monitoring of

roadway layout and striping; construction of sidewalks and a grade crossing; and installation of bicycle lanes, street-level parking, a water and sewer system, drainage system with a wetland/detention basin, and underground electrical wires, telephone and cable wires, and gas mains. The firm also oversaw streetscape work, including landscaping, ornamental lighting, and irrigation.

These improvements will give residents the option of a short walk or free shuttle ride to the station. From there, they only have a 25-minute commute to Boston. For our efforts on the parkway project, access road, and station improvements, STV was honored with a Project of the Year Award for Transportation Infrastructure Projects under \$40 million from the Construction Management Association of America New England Chapter.

Boston Landing Station



BOSTON LANDING STATION, A NEW STOP ON THE MBTA'S FRAMINGHAM/WORCESTER LINE, FEATURES A CENTER ISLAND PLATFORM, ACCESSIBLE STAIRS, GLASS-ENCLOSED ELEVATORS, AND A PEDESTRIAN BRIDGE CONNECTION TO NEW BALANCE'S MIXED-USE CORPORATE CAMPUS.

LOCATION
BOSTON, MA

CLIENT
NB DEVELOPMENT GROUP

CONSTRUCTION COST
\$26 MILLION

Footwear manufacturer New Balance is developing a 14-acre former industrial property into a \$500 million sports-themed corporate campus complete with Boston Celtics and Boston Bruins practice facilities, and a hotel, park, movie theater, restaurants, and office space. The 1.4 million-sf development will essentially create a new district within the city's Allston/Brighton area and require major infrastructure upgrades. STV provided design and planning services in support of the project, including technical support for a public-private funding agreement. For its efforts, the project team received the 2017 Innovative Transportation Solutions Award from the Boston Chapter of the Women's Transportation Seminar.

With the development of a master site plan, STV analyzed the best options for serving the increased volumes of traffic. Following a presentation of conceptual plans, New Balance selected

the commuter rail station as the best option and moved ahead to design and construct the facility through an innovative public-private agreement. STV facilitated negotiations and reached a deal with the Massachusetts Secretary of Transportation and the MBTA's general manager that allows New Balance to finance the design and construction. The company will immediately relinquish ownership to the Massachusetts Department of Transportation but assume maintenance costs for 10 years.

STV designed the station layout with a center island platform, accessible stairs, glass-enclosed elevators, and a pedestrian bridge connection to the New Balance development, Arthur Street, and Everett Street bridge overpass. The firm also provided construction-phase services for the project.

Green Line LRT Extension Design-Build



TWO NEW BRANCHES OF THE MBTA'S GREEN LINE LIGHT RAIL SERVICE WILL OPERATE NEW LOW-FLOOR, FULLY ACCESSIBLE TROLLEYS AND MAKE SEVEN STOPS BETWEEN CAMBRIDGE, SOMERVILLE, AND MEDFORD, MA.

LOCATION
CAMBRIDGE, SOMERVILLE, AND
MEDFORD, MA

OWNER
MBTA

CONSTRUCTION COST
\$1.32 BILLION

LENGTH
4.3 MILES

The extension of the Massachusetts Bay Transportation Authority (MBTA)'s Green Line light rail transit (LRT) system will provide a one-seat ride between downtown Boston and cities to the north that are underserved by mass transit. STV is serving as the lead designer of the \$1.32 billion design-build project, which entails the construction of seven stations, modification of a commuter rail ROW, installation of new signals and traction power systems, and construction of multiple bridges, noise and retaining walls, a new vehicle maintenance facility, and an administrative building.

The project will create two new branches starting at Lechmere Station in Cambridge, MA, which will be relocated to the north of Monsignor O'Brien Highway. One branch will run 3.4 miles to College Avenue in Medford and the other nearly 1 mile to Union

Square in Somerville. Both routes will occupy double-track currently used to operate the Lowell and Fitchburg commuter rail lines. STV is developing final plans to modify tracks to the proper alignment and widths for light rail, and install an overhead contact system (OCS).

The firm is also developing plans to construct multiple noise barriers to buffer properties along the corridor, as well as build, modify, or rehabilitate nine bridges and one viaduct. Stations will be located at East Somerville, Gilman Square, Magoun Square, and Union Square in Somerville; Ball Square and College Avenue in Medford; and Lechmere in Cambridge.

The 55,000-sf maintenance facility will have four service tracks, 7- and 10-ton cranes, and two inspection bays for maintaining 24 trainsets. The site will also include a 1,200-sf modular transportation building and parking.

Longfellow Bridge Rehabilitation Design-Build



THE LONGFELLOW BRIDGE IS CONSIDERED THE MOST HISTORICALLY SIGNIFICANT BRIDGE IN MASSACHUSETTS.

LOCATION
BOSTON AND CAMBRIDGE, MA

Constructed in 1908, the Longfellow Bridge, carrying Route 3 and the Massachusetts Bay Transportation Authority (MBTA)'s Red Line over the Charles River, had structural deficiencies and widespread deterioration of its ornate masonry and metal casing features. STV served as lead designer as part of the \$305 million design-build effort to rehabilitate the structure.

communications, and signals for a heavy rail line that crosses the bridge.

OWNER
MASSDOT

The 2,135-foot bridge consists of 11 arch spans supported on 10 masonry piers and 2 abutments. Span lengths vary from 100 to 190 feet long. The deck supporting the rail, vehicles, bicycles, and pedestrians is 100 feet wide.

To accelerate construction, the design-build team developed an innovative technique of installing reinforced precast concrete lining within the towers, as well as the piers, abutments, and masonry walls within the piers. These forms were self-supporting and sized and shaped to provide the necessary thickness. The cast-in-place deck slab over the piers integrated with the concrete pier liner walls below. The deck slab acts as a continuous, water-tight diaphragm over the entirety of each pier.

CLIENT
WHITE/SKANSKA/CONSIGLI JV

PROJECT COST
\$305 MILLION

LENGTH
2,135 FEET

STV advanced the final design and addressed geometric improvements at the approaches, traffic management plans, and structural deterioration. The firm also developed plans for trackwork, traction power,

Construction required complex phasing, rerouting of power and signal cables, and 25 weekend Red Line service diversions. The team coordinated closely with MassDOT and MBTA to provide a smooth transition for travelers.

Fore River Bridge Replacement



THE NEW FORE RIVER BRIDGE WILL BE A HIGHLY ACCESSIBLE, ECONOMICALLY AND OPERATIONALLY EFFICIENT, AND ATTRACTIVE LANDMARK WITH DRAMATIC LIGHTING TO MARK IT AS A GATEWAY TO THE SOUTH SHORE REGION OF MASSACHUSETTS.

LOCATION
QUINCY AND WEYMOUTH,
MA

CLIENT
MASSDOT

CONSTRUCTION COST
\$245 MILLION

LENGTH
2,640 FEET

Constructed in 1936, the Fore River Bridge was a landmark along the Massachusetts coast. After more than 60 years of heavy but reliable use, MassDOT decided to replace the structure with a modern bridge that will serve motorists, pedestrians, bicyclists, and mariners for decades to come.

As part of MassDOT's Accelerated Bridge Program, STV has led the design of the new bridge, a 2,640-foot lift structure that will provide many advantages to travelers. First and foremost, it will maintain the vehicular and pedestrian capacity of the original bascule bridge while improving the horizontal and vertical channel clearances provided by a temporary Acrow span in place since 2002. Second, the new bridge will provide 250 feet of horizontal navigation space and a vertical clearance of 175 feet when in the

open position. In the closed position, most recreational sailboats will be able to pass without bridge openings, saving considerable time for motorists. Above all – with four vehicle lanes, two bicycle lanes, and two ADA-compliant sidewalks – the bridge will be a highly accessible, economical, operationally efficient, and attractive landmark with dramatic lighting to mark it as a gateway to the South Shore region.

STV advanced the vertical lift design to a 60% level of completion and the approach span structures to 30%. To resolve design conflicts, the team used an innovative approach by generating a 3-D model using Revit building information modeling software. The firm is currently providing construction-phase services for the \$245 million project.

Belden Bly Bridge Replacement



THE BELDEN BLY BRIDGE WILL FEATURE A SINGLE-LEAF, HEEL-TRUNNION BASCULE CENTER SPAN THAT WILL ROTATE ALONG FOUR SEPARATE POINTS AS IT OPENS.

LOCATION
LYNN AND SAUGUS, MA

CLIENT
MASSDOT

CONSTRUCTION COST
\$43 MILLION

LENGTH
263 FEET

Built in 1913, the Belden Bly Bridge is one of the oldest Scherzer Rolling Lift bridges still in use and under the supervision of the Massachusetts Department of Transportation (MassDOT). The drawbridge, which carries Route 107 over the Saugus River between Lynn and Saugus, MA, is opened an average of 40 times per day during the summer months but sometimes gets stuck in the raised position. STV is designing plans to replace the structurally deficient bridge and improve roadway approaches and a nearby intersection for motorists, bicyclists, and pedestrians.

The firm's final design is based on a concept approved by MassDOT in 2005. Similar to the existing structure, the new Belden Bly Bridge will have three spans but the movable span will pivot on a heel-trunnion. The bridge will have four separate points of rotation — three of them also moving along an arc — that must geometri-

cally align throughout the complete movement of the bridge as it opens. The design places the counterweight and mechanical equipment above the roadway deck, which provides greater separation between the mechanical and electrical systems and the water without the use of large and expensive enclosed foundation pits. Concrete beams and a concrete deck will support the roadway approach spans, and drilled shafts will support the bascule and rest piers. Driven piles will support new abutments to avoid dependence on the existing timber pile foundations.

Roadway improvements will involve reconstruction of Route 107 at each approach with sidewalks and bicycle lanes. Additionally, the Route 107 and Ballard Street intersection will be reconfigured, which is expected to significantly reduce rush hour delays.



Charles D. Baker, Governor
 Karyn E. Polito, Lieutenant Governor
 Stephanie Pollack, Secretary & CEO
 Jonathan L. Gulliver, Highway Administrator



Architects and Engineers Review Board - Prequalification

Effective: October 5, 2018

Expires: October 4, 2020

STV, Incorporated
 One Financial Center
 Boston

MA 02111-2621

You are Prequalified in the following Disciplines:

- | | |
|--|--|
| <input checked="" type="checkbox"/> Major Environmental Documentation | <input checked="" type="checkbox"/> Transportation Planning |
| <input checked="" type="checkbox"/> Basic Roadway Design | <input checked="" type="checkbox"/> Intelligent Transportation Systems |
| <input checked="" type="checkbox"/> Intermediate Roadway Design | <input checked="" type="checkbox"/> Transit and Rail Systems Design |
| <input checked="" type="checkbox"/> Complex Roadway Design | <input type="checkbox"/> Subsurface Utility Engineering |
| <input checked="" type="checkbox"/> Basic Bridge Design/Rating | <input checked="" type="checkbox"/> Value Engineering |
| <input checked="" type="checkbox"/> Intermediate Bridge Design/Rating | <input type="checkbox"/> Cultural Resources |
| <input checked="" type="checkbox"/> Complex Bridge Design/Rating | <input type="checkbox"/> Hazardous Waste - Site Investigation and |
| <input checked="" type="checkbox"/> NBIS Bridge Inspection | <input type="checkbox"/> Hazardous Waste - Remediation |
| <input checked="" type="checkbox"/> Moveable Bridge Design/Rating | <input type="checkbox"/> Wetlands - Delineation and Assessment |
| <input checked="" type="checkbox"/> Moveable Bridge Inspection | <input type="checkbox"/> Wetlands - Mitigation |
| <input checked="" type="checkbox"/> Traffic Operations Studies and Desig | <input type="checkbox"/> Water Quality - Assessment |
| <input checked="" type="checkbox"/> Geotechnical Engineering Including
Soils and Foundation Studies | <input type="checkbox"/> Water Quality - Mitigation |
| <input checked="" type="checkbox"/> Construction Oversight | <input type="checkbox"/> Air Quality |
| <input checked="" type="checkbox"/> Construction Contract Assistance | <input type="checkbox"/> Noise Studies |
| <input checked="" type="checkbox"/> Hydraulics and Hydrology | <input type="checkbox"/> Engineering Field Survey |
| <input type="checkbox"/> Materials Inspection and Testing | <input type="checkbox"/> Total Station AutoCAD Base Plan Services |
| <input checked="" type="checkbox"/> Architecture | <input type="checkbox"/> Layout Document Preparation |
| <input type="checkbox"/> Landscape Architecture | <input type="checkbox"/> Photogrammetry |

MassHighway will retain this rating on its list of prequalified firms until the Expiration Date shown above. Your firm is required to submit a new or updated ADM-016 Form on or before the Expiration Date if you wish to continue to be considered for new services by the Department. Revised ADM-016 Forms may also be submitted at any time prior to the Expiration Date.

Failure to furnish an updated ADM-016 Form prior to the Expiration Date will result in your firm being removed from the Department's approved list.

This will disqualify you from being selected for new services by the Department until an updated form is submitted and the A&E Board has issued a new rating.

Sincerely,

Peter VanBuskirk, Secretary
 Architects & Engineers Review Board



BOSTON OFFICE

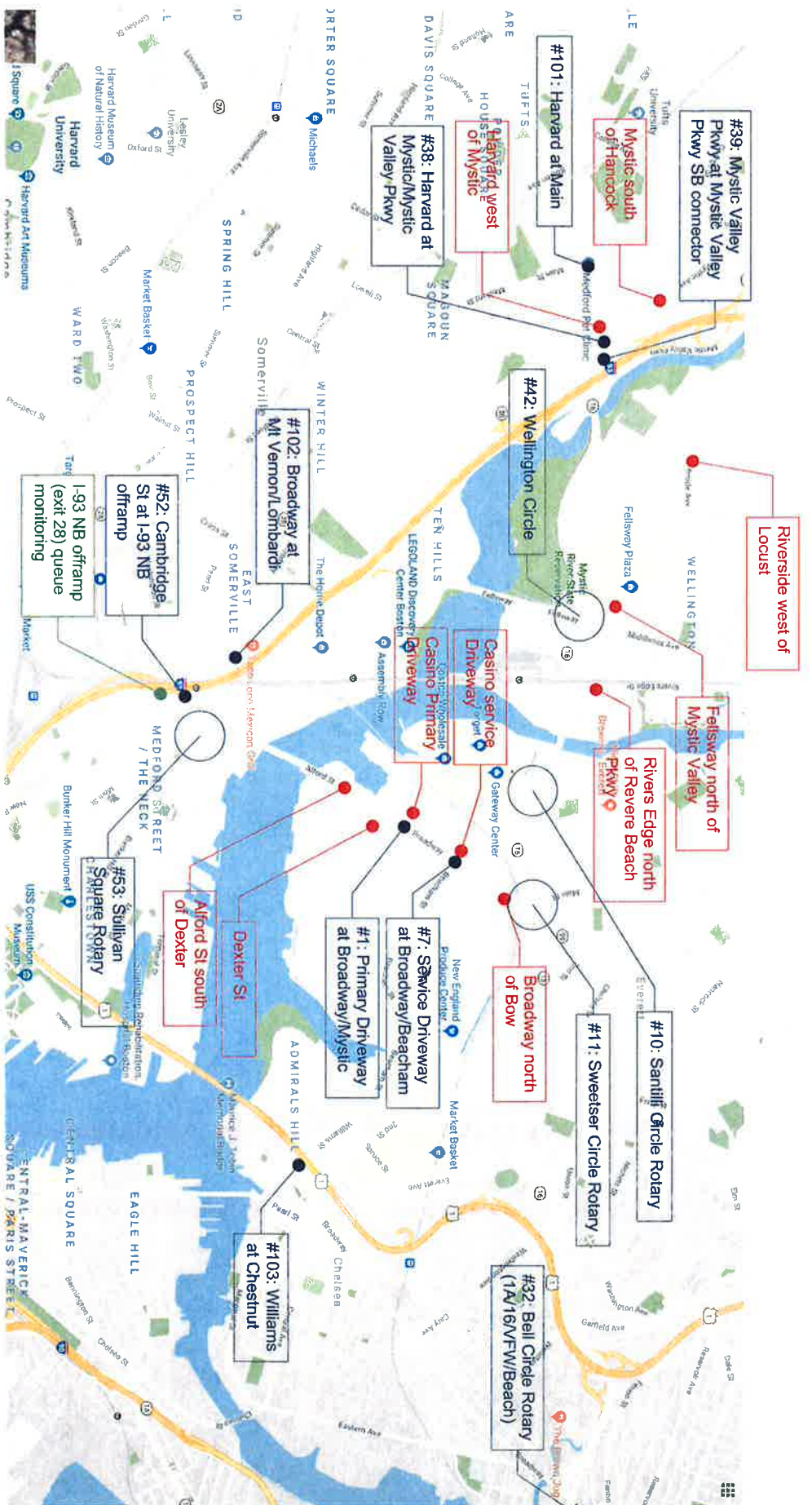
One Financial Center, 3rd Floor
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NEW YORK HEADQUARTERS

225 Park Avenue South
New York, NY 10003
Tel: (212) 777-4400

and more than 40 other locations nationwide

<http://www.stvinc.com>



Alford St south of Dexter

ATR location (7-day)

Alford St south of Dexter

TMC location (Thurs & Fri, 4-6 PM. Sat, 2-5 PM)

I-93 NB offramp (exit 28) queue monitoring

Encore Boston Harbor
Support for Traffic Study and Analysis
Traffic Count Locations
4/17/19

Attachment C



Charles D. Baker, Governor
Karyn E. Polito, Lieutenant Governor
Stephanie Pollack, MassDOT Secretary & CEO

massDOT
Massachusetts Department of Transportation

March 21, 2019

James Folk
Executive Director of Transportation
ENCORE BOSTON HARBOR
101 Station Landing, Suite 2200
Medford, MA 02155

Dear Jim

Thank you for forwarding the information regarding STV, Inc. and the scope of work for the Boston Harbor Encore Casino transportation monitoring program. The Section 61 Finding issued jointly by the Massachusetts Department of Transportation, the Massachusetts Bay Transportation Authority, and the Department of Conservation and Recreation on March 31, 2016 and subsequent amendment issued on October 11, 2017 require that the casino traffic be monitored to verify the project's transportation study assumptions and identify and address any unforeseen impacts for remediation.

We have reviewed the information provided and had a follow up meeting yesterday with your staff, STV, Inc., and representatives from the Massachusetts Gaming Commission. Based on our review and the meeting discussions, we are satisfied with STV, Inc. as the consultant to conduct the monitoring program. We also believe the scope you provided is consistent with both the MassDOT and the MGC Section 61 Findings, except that we would require that monitoring of the queue on the I-93 Northbound Ramp (Exit 28) during the PM peak hour be added to the scope. In addition, we would recommend that the surrounding communities as defined by the casino legislation be consulted for inputs, especially the Cities of Boston, Somerville, and Medford, which are abutting communities from which permits may also be sought to conduct traffic counts.

Thank you again. I encourage you to continue coordination with MassDOT Traffic Safety and Highway Division Districts 4 & 6, which could assist STV, Inc. in securing necessary permits to conduct traffic counts on state highways, provide relevant project information and schedule of on-going construction projects, and help finalize the methodology to establish the baseline conditions for the monitoring program.

If you have any questions or concerns, please contact me at 857-368-8862.

Sincerely,

A handwritten signature in black ink, appearing to read "J. Lionel Lucien".

J. Lionel Lucien, P.E., Manager
Public/Private Development Unit
Office of Transportation Planning

cc: David Mohler, Executive Director, Office of Transportation Planning
Patricia Leavenworth, P.E., Chief Engineer, Highway Division
Paul Stedman, District 4 Highway Director
John McInerney, P.E., District 6 Highway Director
Neil Boudreau, Assistant Administrator of Traffic and Safety Engineering
John Ziemba, Ombudsman, Massachusetts Gaming Commission
Joseph Delaney, Massachusetts Gaming Commission.

Attachment D



March 29, 2019

James Folk
Executive Director of Transportation
ENCORE BOSTON HARBOR
Development Office
101 Station Landing, Suite 2200, Medford, MA 02155

RE: Encore Boston Harbor – Support for Traffic Study and Analysis

Dear Mr. Folk:

STV Incorporated (STV) is pleased to submit this proposal to provide coordination support for traffic study and analysis of traffic patterns and impacts for the streets and intersections as well as select public transportation stops that provide access to and from the Encore Boston Harbor (EBH) located in Everett, Massachusetts. STV has extensive experience performing this type of work for public and private sector clients throughout the Commonwealth and the United States.

Project Understanding

Encore Boston Harbor is a luxury hotel and casino that is under construction in Everett, Massachusetts and developed by Wynn Resorts. The resort borders the City of Boston and is approximately five miles from Boston's Logan International Airport. Encore Boston Harbor is expected to open in June 2019. As part of its permitting requirements under the Massachusetts Environmental Policy Act (MEPA) as well as commitments to the Massachusetts Department of Transportation (MassDOT) and the surrounding communities Encore Boston Harbor is seeking to obtain professional services to conduct traffic counts and analysis for vehicles, pedestrians and bikes at several key locations in the area providing access to and from the casino location.

In accordance with your request, STV has prepared the following Scope of Services to meet the currently defined project goals and schedule. Refinements to this Scope of Services are expected as coordination with Encore Boston Harbor and other affected stakeholders will lead to potential enhancements to project methodology.

It is recommended that the data collection take place in March and April 2019. NOTE: The scope of services contained herein cover the first 12 months commencing with an authorized Notice to Proceed.

Scope of Services

Upon notice to proceed, STV will execute the following tasks and activities:

- 1. Hold formal kick-off meetings with the Project Manager from Encore Boston Harbor to finalize project goals, milestones and deliverables.**
- 2. Complete a review of historical traffic analysis reporting conducted by Howard Stein Hudson (HSH) and AECOM as well as any other pertinent reports or materials that will assist the project team. The project team will also conduct a detailed debriefing from HSH and AECOM to fully understand any historical or existing conditions.**
- 3. Conduct the appropriate traffic counts in the following manner as prescribed:**
 - Monitoring shall commence in March and April 2019, prior to the initial occupancy of either hotel or gaming components, whichever comes first, to establish a baseline, and will continue for a period of 10 years. Data will be collected on non-holiday weeks while schools are in session.
 - STV, or the selected vendor/sub-consultant shall, twice annually and eventually becoming annually, arrange for the collection of ATR counts over a continuous seven-day, weeklong period at primary driveway and service driveway to the project, along with the following Medford locations: Harvard Street, Mystic Avenue, Fellsway, Riverside Avenue, Rivers Edge Drive. It is also recommended that baseline counts (including vehicle classification) be conducted at the following locations: Dexter Street, Everett; Alford Street (Route 99) south of Dexter Street, Boston; and Broadway (Route 99 north of Bow Street, Everett. ATR data may be collected with video, radar, or pneumatic tube-type Automatic Traffic Recorders. The most economical technology used will depending on the specific site conditions.
 - STV, or the selected vendor/sub-consultant shall conduct peak period TMCs, vehicle classification and ped/bike counts on a Thursday and Friday (4:00-6:00 PM) and Saturday (2:00- 5:00 PM) at eleven (11) intersections including site drive/Broadway and service drive/Broadway/Beacham. TMC data will be collected with roadside cameras.
 - STV, or the selected vendor/sub-consultant shall monitor the queue on the I-93 Northbound ramp (exit 28) during the PM peak hours on a Thursday and Friday.

- STV will provide capacity analyses for each of the 11 intersections based on the actual counts performed and submit the results of these analyses and monitoring studies to the PPDU and MassDOT District 4&6 offices.

Peak period TMCs including vehicle classification and ped/bike counts will be conducted at the following locations:

- o Encore Boston Harbor primary driveway / Broadway (Route 99), Everett;
 - o Encore Boston Harbor service driveway / Beacham Street / Broadway (Route 99), Everett;
 - o Santilli Circle - Revere Beach Parkway (Route 16) / Santilli Highway / Mystic View Road / Route 99 Connector), Everett;
 - o Sweetser Circle - Revere Beach Parkway (Route 16) / Broadway (Route 99) / Main Street, Everett;
 - o Bell Circle - Beach Street / Everett Street / Route 1A / Route 16 / Route 60, Revere;
 - o Harvard Street / Mystic Avenue (Route 38) / Mystic Valley Parkway (Route 16), Medford;
 - o Mystic Valley Parkway (Route 16) / Mystic Valley Parkway (Route 16) Southbound Connector, Medford;
 - o Wellington Circle - Mystic Valley Parkway / Revere Beach Parkway (Route 16) / Fellsway (Route 28) / Middlesex Avenue, Medford;
 - o Cambridge Street / I-93 Northbound Off-ramp, Boston;
 - o Sullivan Square – Main Street / Maffa Way / Cambridge Street / Alford Street, Boston; and
 - o Harvard Street / Main Street, Medford.
- STV shall collect boarding and alighting information from the MBTA for the following MBTA bus routes:
 - o Route 99 (Malden Center-Wellington Station) and Route 105 (Malden Center - Sullivan Station) at the bus stops located on Broadway serving the project site
 - o Route 90 (Davis Square-Wellington Station) Route 100 (Elm Street-Wellington Station) Route 110 (Wonderland – Wellington Station), and Route 134 (North Woburn- Wellington Station) at Wellington Station
 - STV can assist EBH in obtaining this information from MBTA.
 - STV, or the selected vendor/sub-consultant shall include the following additional intersections - Broadway/Mt. Vernon Street/Lombardi Way (Somerville) and Williams Street/Chestnut Street (Chelsea). At these additional intersections Wynn shall conduct peak period TMCs, vehicle

classification and ped/bike counts on a Thursday and Friday (4:00-6:00 PM) and Saturday (2:00-5:00 PM).

4. **Gather and synthesize all vehicle, pedestrian and bike traffic data in a consolidated format for presentation to Encore Boston Harbor Project Manager.**
 1. **The Proponent shall also collect bicycle parking demand observations for both outside and inside bicycle parking facilities; occupancy information and utilization data for car/vanpool spaces, carsharing services, alternative fuel vehicle spaces; and usage of electric vehicle charging stations within the onsite parking garage**

No action is required for this item to determine baseline conditions.
 2. **The Proponent shall, once annually, collect boarding and alighting information for the Premium Park and Ride service, water transportation service, tour buses, patron Orange Line shuttle, employee shuttle and neighborhood shuttle**

No action is required for this item to determine baseline conditions.
 3. **The Proponent shall, once annually, conduct a survey of patron and employee travel modes. The survey will differentiate between casino and non-casino patrons and employees, and will include information pertaining to primary trip purpose (i.e., shopping, hotel guest, casino, etc.), mode of transportation used, and vehicle occupancy (for persons arriving by private automobile**

No action is required for this item to determine baseline conditions.
 4. **(GHG Commitment) Furthermore, with the yearly Transportation Monitoring Program to be completed and submitted to MassDOT, the Proponent will provide a report on the implementation of the TDM program. Appropriate MassDOT staff with the assistance of MassRIDES, will review the yearly report for operational effectiveness and, if necessary, provide suggestions for**

adjustments or improvements to the program.

No action is required for this item to determine baseline conditions.

- 5. Include the following additional intersections - Broadway/Mt. Vernon Street/Lombardi Way (Somerville) and Williams Street/Chestnut Street (Chelsea). At these additional intersections Wynn shall conduct peak period TMCs, vehicle classification and ped/bike counts on a Thursday and Friday (4:00-6:00 PM) and Saturday (2:00-5:00 PM).**

Peak period TMCs including vehicle classification and ped/bike counts will be conducted at Broadway/Mt. Vernon Street/Lombardi Way (Somerville) and Williams Street/Chestnut Street (Chelsea). It is recommended that capacity analyses be performed at these locations for those peak hour periods in order to establish baseline operating conditions.

- 6. Pursuant to and subject to Section 7.1.B of the Boston SCA, Wynn shall monitor traffic and, if there are operational deficiencies at the monitored locations and either (1) the measured traffic volumes for the Project exceed 110% of the projected values; or (2) the distribution of Project-related traffic from the Project Site entrance to the roadway network varies by more than 10% of the trip assignment assumed for the project, then Wynn will be responsible for the costs of implementing additional mitigation measures...**

Not required at this time

- 5. Create draft Final Presentation to be reviewed by Encore Boston Harbor Senior Management Team**
- 6. Deliver Final Presentation to the Massachusetts Gaming Commission**



Schedule

We understand that the schedule for this project is to begin in April 2019 and that the traffic study, counts and analysis will be ongoing for a period of up to 10 years. The initial findings and draft final presentation are expected to be complete by September 2019. **NOTE: The cost proposal for this scope of works covers a period of only the first 12 months from Notice to Proceed. Following this period, it is expected that STV will negotiate any appropriate increases in fees or labor rates with Encore Boston Harbor for any future effort.**

Fee

A breakdown of our fee is provided as Exhibit B. As reflected therein, STV can complete the proposed Scope of Services for a not to exceed fee of \$58,300.00 for a period of 12 months after Notice to Proceed. Please note this price may be subject to increase based on requests for additional scope from Encore Boston Harbor or other stakeholders. This value will not be exceeded without prior written approval by the Encore Boston Harbor Project Manager.

STV will begin project activities once we receive formal authorization to proceed. Should you have any questions regarding this proposal, please contact me.

Very truly yours,

A handwritten signature in black ink, appearing to read "P. Tyrell".

Paul Tyrell, P.E.

Vice-President and Project Manager



TO: MGC Commissioners

FROM: John Ziemba
Joseph Delaney

CC: Edward R. Bedrosian

DATE: May 3, 2019

RE: Encore Boston Harbor – Approval of Changes to Encore Boston Harbor Design

As the Commission and Commission staff have begun final preparations relative to the planned opening of Encore Boston Harbor, we recommend that the Commission memorialize an approval of changes to the design of the Encore Boston Harbor facility since the Commission approved the design of the facility on October 26, 2016. In such prior approval, the Commission noted that a future Massachusetts Environmental Policy Act (“MEPA”) Notice of Project Change (“NPC”) would be anticipated and stated that material changes should be brought back to the Commission for its approval.

On October 26, 2016, the Commission approved the design of the then Wynn Boston Harbor facility pursuant to 205 CMR 135.00. This Commission’s regulation sets out procedures that the Commission may use to review project designs. It states that the Commission may participate in the development of key milestones of the design review process. Pursuant to 205 CMR 135.03(4), “[t]he commission or its representative may request for review and approval the final site plan and architectural design package” for each gaming establishment. The Commission issued a similar approval for MGM Springfield on July 19, 2018.

Encore Boston Harbor made a presentation to the Commission regarding material changes to the Project on March 2, 2017, following the February 28, 2017 submission of a MEPA Notice of Project Change.¹ The NPC filing detailed a number of program refinements, changes to square footage of project elements, and detailed Encore Boston Harbor’s sediment remediation plan. Encore Boston Harbor received a Certificate of the Secretary of Energy and Environmental Affairs on the Notice of Project Change on April 7, 2017. The most significant changes identified in the NPC were an increase in the number of hotel rooms, a reduction to the retail space, an increase to food and beverage space and an increase to conference/meeting space.

¹ The Commission has also reviewed major stages of Encore Boston Harbor’s design including but not limited to Commission reviews on March 19 and October 29, 2015, as well as March 22 and October 26, 2016 and February 16, 2017. For a detailed history of the Commission’s design review process please see the minutes of both the October 26, 2016 and March 2, 2017 meetings, (which involved a number public presentations and opportunities for public comments).



Massachusetts Gaming Commission

In an effort to assist in the Commission’s review of material changes to Encore Boston Harbor’s final design, we briefly describe below some of the material (or perhaps immaterial) design changes that were either not yet available or fully described to the Commission at the time of the October 26, 2016 design approval or during the Commission’s review of Encore Boston Harbor’s NPC.²

Material Changes to the Final Design of the Encore Boston Harbor Project

1. **Definition of Types and Number of Food and Beverage Outlets.** Although the expansion of restaurant space was included in the NPC presentation, further details on the 15 anticipated food and beverage outlets are now available. The current planned food and beverage offerings include:

<u>Name</u>	<u>Type</u>
Rare	Steakhouse
Sinatra	Italian
Mystique	Asian/Fusion
Waterfront	Craft Beer
Oyster Bar	Raw Bar
Blu	Café
Red 8	Asian
Fratelli	Italian
The Buffet	Buffet
Dunkin Donuts	Coffee/Donuts
Garden Café	Café
Garden Lounge	Lounge
On Deck	Sports Bar
Memoire	Nightclub
Center Bar	Bar

2. **Gaming Positions.** Encore Boston Harbor identified 4,421 gaming positions in its 2017 Notice of Project Change filing. Further detail regarding Encore Boston Harbor’s gaming

² Although the approval of the final design of the Encore Boston Harbor project does not relieve Encore Boston Harbor from the responsibility specified in M.G.L. c. 23K, § 21 to abide by statements made in its application, this approval does demonstrate the Commission’s recognition that changes to the project have been necessary since the date of the RFA-2. It also demonstrates that the Commission should take a final design approval into consideration in determining whether Encore Boston Harbor has abided by the RFA-2 application and the evaluation reports that were part of the Commission’s RFA-2 evaluation process.

positions and gaming mix will be detailed by Encore Boston Harbor at the May 6th Commission meeting.

3. Square Footage and Other Section 61 Changes. Attached to this memorandum are proposed revisions to Encore Boston Harbor's Section 61 Findings that reflect the current square footage totals for the project and that provide further updates to the April 2016 Section 61 Findings. The proposed Section 61 Findings describe regulatory approvals and other reviews that have occurred since that date, including items such as the August 3, 2016 Chapter 91 approvals and other local reviews.
4. Sediment Remediation. Encore Boston Harbor's NPC identified four alternatives for the proposed remediation. The preferred alternative included partial dredging and capping of the entire 7 acre area with at least an 18-inch clean sediment cap. This alternative was designed to achieve a level of No Significant Risk under the Massachusetts Contingency Plan ("MCP"). The preferred alternative was reviewed and approved through the MCP process. All of the sediment remediation work has been completed.
5. Employee Parking. As explained in the Encore Boston Harbor's MEPA certificates and the Commission's Section 61 Findings, the Project will continue to include 800 off-site spaces for employee parking. Encore Boston Harbor's initial plans focused on securing parking at two locations – Wellington Station and Malden Center. As the project has progressed, it was determined that there was not sufficient availability of parking in Malden Center, so Encore Boston Harbor focused its efforts on securing parking near the Wellington MBTA Station. Encore has secured 400 parking spaces in the parking garage at Station Landing, and is negotiating with the owner for additional spaces. This garage has direct pedestrian access to the Wellington MBTA station. Employees will ride a shuttle bus from Wellington Station to the employee drop-off at Encore Boston Harbor.
6. Offsite Park and Ride Locations. Encore Boston Harbor has secured three locations for its park and ride operations. Pursuant to the Commission's Section 61 Findings, Encore Boston Harbor is required to provide premium Park & Ride shuttle buses at 3 locations with 90 minute headways for 12 hours a day. They will be located in Londonderry, NH; Milford, MA; and Rockland, MA. These will be serviced by Encore Boston Harbor branded motor coaches. A reservation system will be put in place to ensure that there are adequate buses for all patrons.
7. Battery Backup System. Encore Boston Harbor has obtained a grant from the Massachusetts Clean Energy Center ("MassCEC") to help finance the installation of a battery backup system at the facility. This system will work in conjunction with the Solar Photovoltaic System and allows Encore to purchase power for storage at off-peak periods to help reduce overall power costs and to provide additional backup power in the event of a power outage. This backup system was not included in the original design. It is currently under construction but may not be complete for the project opening. This will not have any effect on the ability of the project to open on time.

8. Daycare Facility. Encore Boston Harbor has secured a location for its daycare facility at Station Landing in Medford. The property will be operated by Action for Boston Community Development (ABCD). The facility is currently under construction but will not be ready by opening day. Encore is currently seeking daycare options for its employees to use until the Station Landing facility is ready. Encore Boston Harbor plans to provide subsidies and alternate locations for the provision of daycare.
9. Lighting Plan. The Section 61 Findings require Encore Boston Harbor to provide a lighting plan to the Commission for review. Pursuant to the Section 61 Findings this plan must be approved by the City of Everett and be reasonably consistent with the proposed LEED certification. The City of Everett approved the lighting plan on March 27, 2017. MGC has a copy of the lighting plan and approval for the project. The most recent LEED scorecard shows the project tracking well within the Gold range.

Other Project Related Changes

Several other changes related to the project have been implemented since the Commission's last design approval. These are summarized below:

- Rivergreen Community Parking Lot – Encore Boston Harbor purchased the Rivergreen site (former GE property on Airforce Road in Everett) as a site to relocate tenants that were displaced from properties purchased across Broadway from the Encore Boston Harbor site. Only the Freightliner Truck Repair facility moved to this location. As space remained available at the site, Encore Boston Harbor proposed to the City of Everett that a temporary (up to three years) parking facility be built at this location for commuter and resident parking and any Encore Boston Harbor overflow parking that might occur during the early years of the Encore Boston Harbor operation. The City of Everett approved this proposal and the site is currently under construction. Patrons parking at this location will take the patron shuttle bus that will also serve the Malden Center and Wellington MBTA Stations.
- Community Parking Lot – Encore Boston Harbor is constructing a temporary (up to three years) community parking lot across Lower Broadway from the Encore Boston Harbor facility. Recently, this lot has been used for construction parking. Prior to the parcel's use for construction parking, it was used for approximately 500 spaces of parking for previous users, including but not limited to LTI Limo. The plan for this lot includes 100 parking spaces for ride sharing services (Uber, Lyft, etc.), which will be operated by Encore Boston Harbor, and approximately 700 parking spaces that will be operated by the City of Everett. The City of Everett approved the design of the lots and filed a Notice of Project Change with MEPA to incorporate the parking lots into the Lower Broadway Urban Renewal Plan. This change was approved by MEPA. The City of Everett has issued a Request for Proposals for the operation of the 700 space lot.

Recommendation:

We recommend that the Commission approve of the described Material Changes to the Final Design of the Encore Boston Harbor Project, as shown in the attached site plan provided that such approval shall not be constrained:

- to supersede any obligations pursuant to M.G.L. c. 23K to the Commission's Section 61 Findings, as they may be amended from time to time, or to the conditions of Encore Boston Harbor's license, including but not limited to, Condition #14 relative to compliance with the information included in the application filed by the Designated Licensee and the evaluation reports filed by the Commission;
- to relieve Encore Boston Harbor from providing prior notice to the Commission of any future changes to the design for the Commission's review and approval; and,
- be construed to demonstrate that the Commission has made any determinations specified in 205 CMR 135.06(2) and 205 CMR 151.00.



TO: The MGC Commissioners

FROM: John Ziemba
Joe Delaney

CC: Ed Bedrosian

DATE: May 3, 2019

RE: Encore Boston Harbor Detailed Construction Schedule

The Commission is required to approve a detailed project schedule for the Encore Boston Harbor project. The Commission approved a June 3, 2019 opening date (“Opening Date”) for the Project in October 26, 2016.¹ Although the Commission approved the Opening Date, the approval of the detailed schedule of the major stages of construction, as contemplated in the Commission’s regulations, remains to be finalized. Pursuant to 205 CMR 135.02 (2)(a), “[t]he commission shall, in accordance with M.G.L. c. 23K, §§ 10 and 11 approve for each gaming licensee, a project schedule for the gaming licensee’s capital investment in its gaming establishment and related infrastructure which includes: (a) all major stages of design and construction; including all permitting and approvals, design deliverables, site preparation, foundation, structure, plumbing, electrical, mechanical, exterior finish and fenestration, long lead items, insulation, interior finish and furnishings and landscaping, building commissioning and commissioning of gaming equipment and information technology systems.” Encore Boston Harbor now plans to open the facility on June 23, 2019.

The attached schedule includes deadlines for major stages of Encore Boston Harbor’s project that remain. During the construction of the Project, Encore Boston Harbor has regularly provided updates to the Commission and Commission staff regarding the status of all major stages of the Project’s design and construction, including detail on permitting, design deliverables, and other items identified in 205 CMR 135.02 (2)(a).² However, Commission staff recommends that a final schedule should be approved in short order now that the final construction schedule details are much clearer.

¹The approval of the opening date pursuant to 205 CMR 135.02(2)(b) is important, among other reasons, to any determination under M.G.L. c. 23K 10(b) which states that:

“(b) A licensee who fails to begin gaming operations within 1 year after the date specified in its construction timeline, as approved by the commission, shall be subject to suspension or revocation of the gaming license by the commission and may, after being found by the commission after a hearing to have acted in bad faith in its application, be assessed a fine of up to \$50,000,000.”

² The Commission has also reviewed major stages of Encore Boston Harbor’s design including but not limited to Commission reviews on March 19 and October 29, 2015, as well as March 22 and October 26, 2016 and February 16, 2017.



Massachusetts Gaming Commission

The below schedule shows completion of major stages of the construction before the planned June 23, 2019 Opening Date.

Project Schedule

Encore anticipates receiving a Certificate of Occupancy (“CO”) from the City of Everett on June 10, 2019, which will mark the substantial completion of on-site construction. Additional work beyond that date could include addressing final punch list items as well as final furnishing, fixtures and equipment (FF&E). It is Encore’s intention to receive a final CO on the June 10 date, but it is possible that the project may receive a Temporary Certificate of Occupancy (“TCO”) on that date, with a final CO issued at a later date. This would be similar to the MGM Springfield project which opened on a TCO with the final CO issued approximately one month after opening. All project amenities are expected to be in operation at project opening. Additional off-site infrastructure work is expected to continue up to June 17 at which point all work is planned to be available for full beneficial use. MGC staff will coordinate with all of the appropriate entities (MassDOT, MBTA, City of Boston, City of Everett, City of Medford, etc.) to ensure that the work is satisfactorily completed before the project opens. The completion of the infrastructure is important to the Opening Date because, pursuant to 205 CMR 135.06(2)(b), prior to approving the opening of the Project the Commission must determine “that the gaming licensee has completed all infrastructure improvements on and off site and around the vicinity of the gaming establishment, including projects to account for traffic mitigation required by the gaming license or any other approval obtained by the gaming licensee in connection with the gaming establishment.” It is expected that minor punch list items and work such as the development of as-built drawings may extend up to or beyond the project opening.

The below schedule identifies numerous interim dates for the project construction. In many locations, the term “Turnover” is used. This generally indicates that the space is being turned over from Suffolk Construction to Encore for the installation of FF&E. These dates are provided to give the Commission a general idea where the various stages of the construction stand between now and the project opening.



<u>Resort Project Schedule</u>	
<u>Project Component</u>	<u>Construction Completion</u>
Central Plant Turnover with FF&E	11/26/2018
Security and Surveillance/IT Data Center Turnover	03/18/2019
Fire Command Center Turnover	03/18/2019
High Rise Levels 5-26 Turnover	04/15/2019
Executive Offices Turnover	04/15/2019
Back of House Turnover	04/15/2019
Atrium/Hotel Registration Turnover	04/29/2019
Casino Turnover	04/29/2019
Spa/Salon/Fitness Center Turnover	04/29/2019
Commissioning of IT Systems	12/14/2018
Commissioning of Gaming Equipment	01/01/2019
Public Restrooms Turnover	05/13/2019
Ultra-Lounge Turnover	12/01/2018
Retail/Food and Beverage Turnover (Owner)	12/01/2018
Retail/Food and Beverage (Tenant)	06/01/2019
Convention and Meeting Rooms Turnover	05/27/2019
Porte Cochere	06/03/2019
Parking Garage	06/01/2019
Site Work	06/10/2019

<u>Offsite Work Schedule</u>	
<u>Project Component</u>	<u>Construction Completion</u>
Service Road	06/10/2019
Gateway Connector	06/10/2019
Malden and Wellington MBTA Stations (Package 3)	03/01/2019
Adaptive Signals Interconnect to BTB	05/31/2019
Broadway, Robin and Dexter (Package 1)	06/01/2019
Route 16 (Package 2)	06/10/2019
Sullivan Square Roadway and MBTA Station (Package 4)	06/17/2019
Day Care Facility	09/15/2019

Final Stage of Construction

(Commission Approval will be Requested at a Later Date)

Under M.G.L. c. 23K, § 10(a), the licensee has the option of providing a cash deposit of 10% of the total investment in the project to be held in escrow or a bond for the same amount to ensure that the project is completed. Encore chose to provide a bond, which is in place until December 10, 2019. Under 205 CMR 135.05, the licensee must certify to the Commission that the project has reached the final stage of construction in accordance with the approved schedule in order to have the deposit returned or the bond released. Since Encore provided a



Massachusetts Gaming Commission

bond, releasing the bond would not actually provide any funds back to Encore Boston Harbor for the completion of the project. Therefore, in consultation with Encore Boston Harbor, it is recommended that for the purposes of compliance with 205 CMR 135.05, the final stage of construction should coincide with the issuance of the Operations Certificate for the project. This is expected to take place on or about June 22, 2019. At that point, subject to a future Commission vote on the final stage of construction, Encore may be released from the bond.

Priority of Section 61 Deadlines - Staff recommends that the Commission specify that nothing in the approval of this Encore Boston Harbor schedule shall be construed to otherwise impact or impair the Commission's Section 61 Findings issued in relation to the Encore Boston Harbor project. Via separate memo, we detail proposed updates to Encore Boston Harbor Section 61 Findings.

Recommendation

For the foregoing reasons, we recommend that, pursuant to 205 CMR 135.02 (2)(a) the Commission approve the above construction schedule.



Massachusetts Gaming Commission

A&K DRAFT: 4/30/19

**MASSACHUSETTS GAMING COMMISSION
SECOND AMENDED SECTION 61 FINDINGS ISSUED
PURSUANT TO M.G.L. c. 23K AND M.G.L. c. 30, § 61**

PROJECT NAME: Encore Boston Harbor (f/k/a Wynn Everett and Wynn Boston Harbor)
PROJECT LOCATION: 1 Broadway in Everett, Massachusetts
PROJECT PROPONENT: Wynn MA, LLC
EOEEA NUMBER: 15060
APPROVAL SOUGHT: Category 1 Gaming License

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**MASSACHUSETTS GAMING COMMISSION
SECOND AMENDED SECTION 61 FINDINGS ISSUED
PURSUANT TO M.G.L. c. 23K AND M.G.L. c. 30, § 61**

PROJECT NAME: Encore Boston Harbor (f/k/a Wynn Everett and Wynn Boston Harbor)
PROJECT LOCATION: 1 Broadway in Everett, Massachusetts
PROJECT PROPONENT: Wynn MA, LLC
EOEEA NUMBER: 15060
APPROVAL SOUGHT: Category 1 Gaming License

I. INTRODUCTION

On April 25, 2016, the Massachusetts Gaming Commission (the “Commission”) issued Section 61 Findings for the Project (the “2016 Section 61 Findings”) pursuant to the Massachusetts Environmental Policy Act, G.L. c. 30, §§ 61-62I, G.L. c. 23K, § 15(12), 301 CMR 11.12, and 205 CMR 120.02. The Commission found that, with the implementation of the measures identified in the Project Proponent Wynn, MA, LLC’s (“Wynn’s”) Final Environmental Impact Report (“FEIR”) submitted to the Executive Office of Energy and Environmental Affairs (“EOEEA”) on June 30, 2014, the Secretary of EOEEA’s (the “Secretary’s”) Certificate regarding the FEIR dated August 15, 2014 (the “FEIR Certificate”), the Supplemental Final Environmental Impact Report submitted February 17, 2015 (“SFEIR”), the Secretary’s Certificate regarding the SFEIR dated April 3, 2015 (the “SFEIR Certificate”), the Second Supplemental Final Environmental Impact Report (“SSFEIR”) dated July 15, 2015 (the “SSFEIR”), the Secretary’s Certificate dated August 28, 2015 regarding the SSFEIR (the “SSFEIR Certificate”), and including, without limitation those measures summarized in the 2016 Section 61 Findings, that all practicable and feasible means and measures will have been taken to avoid or minimize potential damage to the environment from Wynn’s proposed category 1 gaming establishment as defined in G.L. c. 23K, § 2 (the “Project” or the “Gaming Establishment”). The 2016 Section 61 Findings were published in the Environmental Monitor on May 11, 2016.

On February 28, 2017, Wynn filed a Notice of Project Change (the “NPC”) regarding a sediment remediation plan for a portion of the Project site and an adjacent area of the Mystic River, and proposed modifications and refinements to the Project’s building program. The NPC also identified the acquisition of properties within the vicinity of the Project by affiliates of the Proponent. Notice of the NPC was published in the Environmental Monitor on March 8, 2017. During the public comment period which ended on March 28, 2017, public comments on the NPC were submitted by the Massachusetts Department of Environmental Protection (“MassDEP” or “DEP”), the Massachusetts Water Resources Authority (“MWRA”), the Massachusetts Office of Coastal Zone Management (“CZM”), the Massachusetts Department of Conservation and Recreation (“DCR”), the City of Everett, Everett United, the Mystic River Watershed Association, and Boston Harbor Now.

On April 7, 2017, the Secretary issued a Certificate on the NPC (the “NPC Certificate”) in which the Secretary determined that “the project change **does not require** the submission of a supplemental Environmental Impact Report (EIR)” and that “[o]utstanding issues associated with this project change can be addressed during State permitting” (emphasis in original). The NPC Certificate was published in the Environmental Monitor on April 19, 2017.

Shortly thereafter, Wynn requested that the Commission approve a minor modification to one condition in the 2016 Section 61 Findings with respect to the Mystic River Pedestrian-Bicycle Bridge Feasibility Study (the “Feasibility Study”). Under the 2016 Section 61 Findings (at page 42), Wynn was required to “provide \$250,000 to DCR [the Department of Conservation and Recreation] for planning and engineering services for a possible pedestrian bridge crossing of the Mystic River linking Somerville and Everett.” Wynn requested that it be permitted to either make this payment or “retain and pay for a qualified design, planning and engineering firm to conduct and complete the [Feasibility Study] with a scope of work reasonably acceptable to DCR.” The Commission approved a minor modification of the 2016 Section 61 Findings to this effect on July 13, 2017 (the “First Amended Section 61 Findings”).

Since that time, Wynn has continued to revise and refine the design of the Project and the methods by which it would implement the mitigation measures identified in the 2016 Section 61 Findings and the First Amended Section 61 Findings. Accordingly, Wynn has requested that the Commission revise and restate the 2016 Section 61 Findings and the First Amended Section 61 Findings to reflect the NPC, NPC Certificate, and the refinements in the Project’s design and the mitigation measures associated with the Project. Wynn also consulted with the MEPA Office of the EOEEA regarding the revisions made since the NPC Certificate was issued and has been advised by EOEEA that no further filings are required under MEPA.

The Commission has reviewed the NPC, NPC Certificate, and Wynn’s refinements to the Project on a regular basis since issuing the 2016 Section 61 Findings. It has also reviewed the proposed revisions to Wynn’s mitigation commitments (as described below). Based on this review, the Commission now issues these Seconded Amended Section 61 Findings (the “Second Amended Section 61 Findings”) pursuant to G.L. c. 30, §§ 61-62I, G.L. c. 23K, § 15(12), 301 CMR 11.12, and 205 CMR 120.02, to continue to ensure that all practicable and feasible means and measures have been and will be taken to avoid or minimize potential damage to the environment from the Project. These Second Amended Section 61 Findings restate and replace, but do not abrogate, the 2016 Section 61 Findings and the First Amended Section 61 Findings.

II. PROJECT SITE

According to the NPC Certificate, the project site known as 1 Horizon Way in Everett, Massachusetts (“Project Site”) is a waterfront parcel totaling approximately 33.9 acres located in Everett adjacent to the Mystic River. Approximately 25.6 acres are upland, surrounded by shoreline and the remnants of marine structures, and approximately 8.3 acres are below the mean high water mark on the Mystic River. The Project Site includes approximately 1,600 linear feet (“lf”) of shoreline along flowed tidelands.

Historic uses of the Project Site include a Monsanto chemical manufacturing facility. The Project Site was previously contaminated and contained high levels of arsenic and lead in soils and groundwater, and was classified as a disposal site subject to G.L. c. 21E and the Massachusetts Contingency Plan (“MCP”). Contaminated sediments were also identified in the area of the Project Site within the Mystic River.

The Project Site is bordered to the west by the tracks of the Massachusetts Bay Transportation Authority (“MBTA”) Newburyport commuter rail line. The upland portions of the Project Site are bounded by Horizon Way (which intersects with Route 99), and commercial and institutional properties. Most of the soils on the Project Site have been disturbed and comprised of fill material. Along the shoreline of the Mystic River is a mix of deteriorated stone seawalls, loose gravel and boulders, and rotted timber piers and pilings. The shallower portions of the shoreline also contain debris and remnants of timber structures.

Access to the Project Site was formerly via Horizon Way, which formed an unsignalized intersection with Broadway (Route 99) in Everett. The Project Site is located in an urban, commercial/industrial area that has suffered from economic disinvestment during the latter part of the twentieth century when manufacturing, import, and fishery activities declined. Surrounding land uses were primarily commercial/retail, with local businesses (e.g., an auto dealership, chain restaurants, and an auto repair shop) and infill residential structures nearby. Proximate uses include Boston Water and Sewer Commission (“BWSC”) and MWRA properties, the MBTA’s Everett Shops maintenance facility (“Everett Shops”) to the north, and the Gateway Center and Gateway Park to the west. The DCR owns and operates parkways in the vicinity of the Project Site, including Revere Beach Parkway, the Fellsway, and Mystic Valley Parkway. In addition, DCR owns and operates the Mystic River Reservation and the Amelia Earhart dam, a flood control structure located on the Mystic River in the vicinity of the Project Site.

The Project Site is bordered by the Mystic River to the south and an embayment to the east. The embayment is approximately 350 to 500 feet wide from shoreline to shoreline (from the Project Site to the upland east of the embayment containing operations of the MWRA and BWSC). The embayment contains a former channel, reportedly constructed in the mid-1800s. Records indicate the channel to be about 1,000 feet long with a width of 100 feet, and an original draft of 20 feet below the mean low water mark. The channel flares out at the northern end to about 250 feet wide. The channel has since shoaled and the present depth does not exceed 13 feet below the mean low water mark. Waters adjacent to the channel banks are shallower than the central portion of the channel. The eastern side of the embayment is a mud flat with surface grades from the mean low water mark to about three above it. The mud flat previously contained a variety of debris, including several abandoned timber barges. Much of that debris was removed as part of the Project.

III. PROJECT DESCRIPTION

A. The Building Program

The Project consists of the redevelopment of the 33.9 acre Project Site as a destination resort casino. The NPC identifies modifications and refinements to the building program from the program described in the SSFEIR, but within the footprint of the original proposal. NPC page 6-7.

As described in the NPC, the building program now includes a total of 3,112,153 square feet (sf), an increase of 178,215 sf compared to the Project as previously reviewed and approved during the MEPA process.

As set forth in the NPC (Table 1-1) and in the Secretary’s NPC Certificate (at page 2), the modifications and refinements to the program include the following, some of which involve increases and others of which involve decreases to the building program:

Changes in the Project Program since the SSFEIR

Feature	SSFEIR Program	NPC Program	Change (Quantity)	Change (Square Feet)
Program Increases				
Hotel Rooms	629	671	+42	
Hotel Tower	621,774	663,200		41,426
Gaming	190,461	206,474		16,013
Food/Beverage	54,680	105,288		50,608
Event/Meeting	37,068	60,166		23,098
Spa/Gym	15,405	26,368		10,963
Back-of-House (includes MEP)	411,058	630,447		219,389
Front-of-House Support (restrooms, lobbies, etc.)	58,548	83,889		25,341
Sub-Total	1,388,994	1,775,832	+ 42 Rooms	+386,838 sf
Program Decreases				
Total Gaming Positions (GP)	4,580	4,421	-159	
Retail (includes hotel and gaming areas)	52,632	9,177		-43,455
Lobby Lounge	841	0		-841
Indoor Pool Deck	10,485	0		-10,485
Indoor Garden	4,525	4,121		-404
Parking Garage	1,476,461	1,323,023		-153,438
Sub-Total	1,544,944	1,336,321	- 159 GP	-208,623 sf

Feature	SSFEIR Program	NPC Program	Change (Quantity)	Change (Square Feet)
Overall Gross Floor Area	2,933,938	3,112,153		+178,215 sf
Parking Spaces				
Parking Spaces on-site	2,936	2,914	-22	
Parking Spaces off-site	800	800	0	
Total Parking Spaces	3,736	3,714	-22 Spaces	

In public comments dated March 27, 2017 and submitted to the Secretary of EOEEA on the NPC, the Mayor of the City of Everett (the Host Community) expressed support for these changes, stating that these “[d]esign refinements have been made to best serve the needs of the region. Refinements include increased hotel rooms, less retail, more food and beverage, and expanded convention and meeting space. These design modifications will bring more visitors and associated tax revenue to Everett, and will create even more job opportunities for our residents.”

These refinements to the building program associated with the project change will increase wastewater generation by 31,167 gallons per day (“gpd”) and increase water use by 34,284 gpd. See NPC at page 5. At the same time, when adjusted for mode share, the project change will result in 2,580 fewer vehicle trips per day (“vpd”) on Friday (a reduction of 12.8%) and 3,416 fewer vpd on a Saturday (a reduction of 14.2%) than previously reviewed. NPC at page 5 and page 1-11. In turn, the Friday PM Peak Hour traffic is reduced by 156 vehicle trips per hour (“vph”) (a reduction of 11.5%), and the Saturday PM Peak Hour traffic is reduced by 336 vph (a reduction of 18.6%). Id. at page 1-11. While parking has been decreased by 22 spaces to 2,914 on-site spaces, the Project will continue to include 800 off-site spaces for employee parking. Significantly, despite the reduced traffic resulting from the NPC, the “Proponent is not proposing any changes to its previously committed mitigation.” NPC at page 1-10.

The NPC (at § 1.3.3) also identifies an additional level of below-grade parking, changes to the living shoreline design resulting from the permitting process, and changes to docks, piles, and floats to improve access and meet the Americans with Disabilities Act (“ADA”) requirements for ferry docking.

Access to the Project Site is via a new boulevard-type driveway located approximately 150 feet north of Horizon Way. It will intersect the west side of Lower Broadway (Route 99) just north of Horizon Way opposite Mystic Street. This access required the acquisition of land (approximately 1.758 acres) from the MBTA consisting of three non-contiguous parcels that were part of the Everett Shops as shown on SSFEIR Figure 1-8. Wynn relocated the current unsignalized entrance driveway to the MBTA maintenance facility to the north on Lower Broadway to the signalized intersection at Beacham Street. A secondary access for deliveries and employees is provided via a service road that follows the periphery of the Everett Shops property and connects with Route 99 across from Beacham Street in Everett.

The proposed Project includes extensive outdoor landscape and open space amenities including a 20 foot wide harborwalk with connections to the extensive public open space network along the Mystic River; overlooks to view restored coastal bank vegetation and salt marsh; a public gathering area with an outdoor park; a pavilion, waterfront features, water transportation and transient vessel docking facilities. Off-site improvements include the construction of a pedestrian connection to the DCR Gateway Park, as well as transportation, pedestrian, and bicycle accommodations.

B. Site and Sediment Remediation

As noted above, the site was classified as a disposal site subject to G.L. c. 21E and the MCP. It was, at the time Wynn began the Project, contaminated and contained very high levels of arsenic and lead, both in soil and groundwater. Contaminated sediments associated with the site had also been identified within the Mystic River.

Accordingly, the Project included remediation and restoration of the Project Site. The proposed shoreline work included the installation of a vertical steel pile bulkhead, the placement of stone revetments and the installation of pile-supported walkways, the removal of abandoned and deteriorated structures and remnants, salt marsh restoration and re-vegetation of the shoreline. Waterside work included sediment dredging to provide an adequate water depth of six feet below the mean low water mark to accommodate water transportation vessels. Coastal bank and salt marsh restoration were proposed within the area landward of high tide at the southwestern edge of the Project Site.

1. Remediation Area

The MEPA review leading up to the SSFEIR Certificate addressed sediment remediation conceptually; however, sediments in the Mystic River had not yet been characterized as necessary to develop and analyze remediation alternatives under the MCP. The NPC identified proposed remediation to include mechanical dredging and capping of a 7-acre area (“the “Remediation Area”). Dredging depths are anticipated to be up to two feet below the existing mudline or the previously reviewed elevation in the area of navigational dredging, with an anticipated over-dredge allowance of up to one foot.

The Remediation Area identified in the NPC was located in the lower reaches of the Mystic River, 1,000 feet downgradient of the Amelia Earhart Dam and approximately 8,400 feet upstream of where the Mystic River empties into Inner Boston Harbor. The Remediation Area is located primarily within the embayment of the Mystic River and a small area extends into a shallow portion of the channel. The Remediation Area included a portion of Mystic River below mean high water. The tidal flats on the easterly side of the Project site are bounded by Coastal Bank to the east and southeast.

2. Alternatives Analysis

The purpose of the remediation was to eliminate or mitigate risks so that a condition of No Significant Risk is reached and a Permanent Solution, as defined by the MCP, is achieved. The NPC analyzed four alternatives for the waterside remediation using criteria including effectiveness, short and long-term reliability, implementability, cost, risks, benefits, timeliness, non-pecuniary interests and greener cleanups. NPC Certificate at pages 7-8.

These alternatives also included the use of turbidity barriers around the dredge area established by MassDEP during the Section 401 Water Quality Certification (“WQC”); monitoring and mitigation of dust and odor; dewatering within the site boundaries (or at an off-site facility) via decanting and/or Geotubes, followed by the addition of stabilizing agents if necessary; transportation of dewatered dredged material via barge to an offloading facility; disposal of the dredged material at a suitable licensed/permitted facility; backfilling of the dredge area with clean material; and, monitoring of the thickness of the cap to ensure that changes in site conditions which could result in a risk to benthic organisms do not go undetected.

The NPC assumed that the cap would be constructed without a physical barrier because the cap thickness would be sufficient to minimize burrowing through the cap to the sediment below. According to the Secretary’s NPC Certificate (at page 8), a study by the U.S. Army Corps of Engineers’ (“ACOE”) Dredging Operations and Environmental Research Program provides guidance for cap thickness below subaqueous caps. For sand caps in coastal marine waters, the ACOE recommended total cap thicknesses of 0.65 to 1.5 feet. According to the Secretary’s NPC Certificate (at page 8), MassDEP concurred with the ACOE’s findings and recommended that a clean sediment cap at least 1.5 feet (18 inches) thick should be used.

In public comments dated March 27, 2017 (at page 1) to the Secretary of EOEEA on the NPC, CZM confirmed that it “supports the remediation of marine sediments as proposed in the NPC.” In public comments dated March 27, 2017, submitted to the Secretary of EOEEA on the NPC, the Mayor of the City of Everett (the Host Community) stated that “[a]pproval of the NPC will allow for the continuation of cleanup on the resort site. Land based remediation is nearly complete and with the approval of the Notice of Project Change, cleanup of contaminated sediments in the Mystic River will move forward.” In addition, the Mayor commented, “Upon approval of the Notice of Project Change, Wynn will be able to complete the connection between the Wynn Harborwalk and the nearby waterfront Gateway Park, creating contiguous open space and walking paths for the Everett community. Once again, we believe that the creation of this type of waterfront access will be a game changer for our community and eagerly anticipate its completion.”

3. The Preferred Alternative and the Remediation Work

According to the Secretary's NPC Certificate (at page 8), the Project Proponent consulted with MassDEP during review of the NPC, and, as a result, identified the Preferred Alternative. The Preferred Alternative included partial dredging and capping of the entire area with at least an 18-inch clean sediment cap. MassDEP comments indicate that the Preferred Alternative would be designed to achieve a level of No Significant Risk under the MCP. The alternatives were reviewed in more detail through the MCP process.

On June 21, 2017, Wynn filed a combined Phase III Remedial Action Plan/Phase IV Remedial Implementation Plan under the MCP that addressed the construction and implementation of the Comprehensive Remedial Action for the Project Site. A public meeting was held on June 29, 2017 and the public comment period ended July 11, 2017 in accordance with the Public Involvement Plan ("PIP") process regarding that submittal. Work proceeded on the Project Site remedy thereafter. On December 6, 2018, Wynn filed a Phase IV As-Built Construction and Final Inspection Report, Partial Permanent Solution Statement and two Activity Use Limitations ("AULs") as part of the sediment remediation closure documents. A public meeting was held on December 17, 2018 and the public comment period ended on January 9, 2019 regarding the remediation work under the Project.

IV. MEPA HISTORY

Wynn filed an Expanded Environmental Notification Form for the Project on May 31, 2013 and a Draft Environmental Impact Report ("DEIR") on December 16, 2013. The Secretary issued a certificate approving the DEIR on February 21, 2014. Wynn submitted the FEIR on June 30, 2014. On August 15, 2014, the Secretary issued the FEIR Certificate requiring Wynn to submit an SFEIR limited to traffic and transportation issues and a Response to Comments, but otherwise approving the description of environmental impacts and mitigation measures in the FEIR. Wynn submitted the SFEIR on February 17, 2015.

On April, 3, 2015, the Secretary issued the SFEIR Certificate requiring Wynn to submit the SSFEIR limited to the following scope:

1. An explanation of and remedy for the premature conveyance of land from MassDOT/MBTA and its acceptance by Wynn prior to the completion of MEPA review.
2. Wynn's commitment to a specific dollar amount for an annual operating subsidy to the MBTA to support service and capacity improvements on the MBTA Orange Line.
3. Clarification of the SFEIR's Traffic Impact Assessment and supplemental data and analysis.

4. Revised draft Section 61 Findings that incorporate commitments associated with the three requirements listed above.
5. Responses to Comments that provide clear specific responses to the issues raised.

The SFEIR Certificate otherwise approved of the description of environmental impacts and mitigation measures in the SFEIR. It also noted that the Commission had issued a Category 1 gaming license to Wynn, effective November 18, 2014 (the “License”) pursuant to Chapter 194 of the Acts of 2011 and G.L. c. 23K (the “Gaming Act”) and that this License was conditional on completion of the MEPA review process. This conditional License did not constitute Agency Action under MEPA or its implementing regulation (301 CMR 11.02, Agency Action (c)). *See* SSFEIR Certificate, at pages .7-8.

According to the SSFEIR (§ 1.3.6 and Appendix B), on April 15, 2015, Wynn and its affiliate, Everett Property, LLC (collectively, the “Wynn Parties”), entered into an escrow agreement with the MBTA (the “Escrow Agreement”) pursuant to which Wynn executed a quitclaim deed to return the portions of the Everett Shops the Secretary had deemed were prematurely conveyed by MassDOT/MBTA. The Wynn Parties and MBTA also executed an agreement terminating an Easement Agreement conveyed by MassDOT/MBTA at that time. The MBTA placed the purchase price paid by the Wynn Parties for the portion of Everett Shops in question (\$6,000,000) in escrow. Specifically, the SSFEIR (§ 1.3.6) provided as follows:

The escrow agreement provides, in pertinent part, that the conveyance of the property shall be deemed to have not taken place unless and until the Secretary of Energy and Environmental Affairs has determined that, for the Project located on the Proponent’s adjacent land that includes work or activities on the MBTA Everett Shops property: (1) no Environmental Impact Report is required; or (2) a single or final Environmental Impact Report is adequate and sixty (60) days have elapsed following publication of notice of the availability of the single or final Environmental Impact Report in the Environmental Monitor in accordance with 301 CMR 11.15(2), provided that the MBTA shall reconsider and confirm or modify the conveyance of the property pursuant to the Deed and any conditions following MEPA review.

Pursuant to the terms of the Escrow Agreement, in the event the MBTA determines that the transaction requires no modifications or conditions or other mitigation, the escrow agent will return the Quitclaim Deed and Termination of Easement Agreement to the Proponent and the money to the MBTA. In the event the MBTA determines that the transaction requires modifications or conditions or other mitigation, the parties are obligated to work in good faith to document such required modifications, conditions or mitigation commitments after which the escrow agreement will return the Quitclaim Deed and Termination of Easement Agreement to Proponent and the money to the MBTA and record any such modifications. In the event that the parties cannot agree to any required modifications, conditions or other mitigation, the escrow agreement will file the Quitclaim Deed and Termination of Easement Agreement and return the money to Proponent.

Pursuant to the terms of the Escrow Agreement, the Proponent has agreed that it shall not commence any pre-construction or construction activities on the MBTA Everett Shops property until such time as the escrow is dissolved.

On June 1, 2015, Wynn met with representatives from MassDOT, the MEPA Office, EOEEA, the Commission, the City of Everett and the City of Somerville regarding long-term improvements to the Rutherford Avenue corridor. The City of Boston declined to attend this meeting. However, representatives from Wynn and the City of Boston later met on June 10 and June 18, 2015 to discuss improvements to the Rutherford Avenue corridor.

On July 15, 2015, Wynn submitted its SSFEIR for the Project addressing the issues required by the SFEIR Certificate. The SSFEIR included an updated Project description and associated plans, an updated Transportation Impact Analysis, revised mitigation based on additional analysis and comment letters, and provided conceptual plans for proposed improvements. The SSFEIR included a separate chapter summarizing proposed mitigation measures and included draft Section 61 Findings for each State Agency that will issue permits for the Project.

On August 28, 2015, the Secretary issued the SSFEIR Certificate which concluded that the SSFEIR “submitted on this project **adequately and properly complies** with the Massachusetts Environmental Policy Act (G. L. c. 30, ss. 61-62I) and with its implementing regulations (301 CMR 11.00).” SSFEIR Certificate, p.1, emphasis in original. The Secretary determined that Wynn adequately addressed the issues required by the SFEIR Certificate and that “[o]utstanding aspects of the Project that require additional analysis can be addressed during local, State and federal permitting, review and approval processes.” *Id.*

In the SSFEIR Certificate, the Secretary noted the measures taken by Wynn and MassDOT/MBTA to “remedy the premature conveyance of the land” under MEPA and that, “[a]s directed [by the Secretary in the SFEIR Certificate], the Proponent has provided separate draft Section 61 Findings for MassDOT (i.e. Vehicular Access Permit) and the MBTA (i.e. Land Transfer).” *Id.*, pp. 12-13. The SSFEIR Certificate concluded that the MassDOT and MBTA Section 61 Findings “will be finalized during permitting, any associated modifications to the sale will be recorded, and copies of the Section 61 Findings will be filed with the MEPA Office.” *Id.* p. 13.

The SSFEIR Certificate also noted that Wynn had “made significant commitments to minimize and mitigate traffic impacts,” including “an unprecedented commitment” to mitigate impacts on the MBTA’s Orange Line operations in the form of an approximately \$7.4 million subsidy over a 15-year period. As also noted in the SSFEIR Certificate, both MassDOT and the Metropolitan Area Planning Council (“MAPC”) reviewed Wynn’s traffic analysis and mitigation plans and determined, consistent with their review protocols, that those plans would be effective to mitigate the Project’s impacts on existing transportation infrastructure. The Secretary also found the methodology for the transportation analysis in Wynn’s EIR submittals was “consistent with that which was required of each of the Casino proposals [in the Commonwealth], including MGM Springfield (EEA #15033); Project First Light (EEA #15159), and the proposed Mohegan Sun project in Revere (EEA #15006).” SSFEIR Certificate, p. 7.

On February 28, 2017, Wynn filed an NPC identifying changes to programming and design of the Project and a remediation plan for a portion of the Project Site and an adjacent area of the Mystic River. It also identified the acquisition of properties within the Project area by affiliates of Wynn. On April 7, 2017, the Secretary issued the NPC Certificate which concluded that the “project change **does not require** the submission of a supplemental Environment Impact Report (EIR)” and that “[o]utstanding issues associated with this project change can be addressed during State permitting.” NPC Certificate, p. 1, emphasis in original.

In addition, as noted above, Wynn requested a minor modification to the 2016 Section Findings to clarify Wynn’s obligations with respect to the Feasibility Study. The Commission issued the First Amended Section 61 Findings on July 13, 2017 to address the Feasibility Study.

V. PROJECT IMPACTS

The Project’s potential environmental impacts are associated with the creation of 19.42 acres of impervious surfaces, alteration of wetland resource areas, 346,114 gpd of water use, generation of 316,649 gpd of wastewater, and dredging of 53,365 cy of sediments. When adjusted for mode share, the Project is estimated to generate approximately 17,550 average daily trips (“adt”) on a Friday and 20,566 adt on a Saturday.

Wynn’s acquisition of portions of the Everett Shops property from the MBTA for the Project and the construction of the Project’s access required the relocation of the Everett Shops’ main gatehouse to the north opposite Beacham Street. As shown on SSFEIR Figure 1-15, Wynn constructed a 10-foot wide, 60-foot long layover area to the Everett Shops driveway’s eastbound approach to allow a larger vehicle to wait while another enters Everett Shops as part of this relocation. Wynn also constructed new loading docks to the Everett Shops as part of the relocation. As explained in the SSFEIR, the relocation of the main access did not negatively affect maneuverability for MBTA vehicles at Everett Shops.

According to the SSFEIR, the MBTA obtained an independent appraisal of the impact of Wynn’s proposed purchase on the value of the three Everett Shops parcels. That appraisal concluded that “the sale of these parcels will not have a negative impact on the use of the larger property by the MBTA. In fact, the sale of the parcels will facilitate construction of a new traffic light controlled intersection with Broadway which will facilitate better access to the remaining MBTA property.” SSFEIR, pp. 1-7.

According to the SSFEIR, the amount of additional ridership the Project is expected to add to the MBTA’s Orange Line would not, on its own, cause the Orange Line to operate beyond the MBTA’s Service Delivery Policy capacity standards for most time periods and locations. Assuming no further improvements to Orange Line service and operations prior to 2023, if the Project is built and becomes operational, Orange Line service is expected to be beyond the MBTA’s Service Delivery Policy capacity standards for four hours a week, including three weekday non-peak hours in which the Orange Line service is currently not in compliance with the Service Delivery Policy and a fourth hour on Saturday (12-1 p.m.) in which service would be

in non-compliance with the Service Delivery Policy by less than one additional passenger per train.

The Project was subject to MEPA review and required the preparation of a Mandatory EIR pursuant to 301 CMR 11.03(1)(a)(2), 11.03(3)(a)(5), 11.03(6)(a)(6) and 11.03(6)(a)(7) because it requires State Agency Actions and it will create 10 or more acres of impervious area, create a new non-water dependent use occupying one or more acres of waterways or tidelands, generate 3,000 or more new adt on roadways providing access to a single location, and provide 1,000 or more new parking spaces at a single location. The Project is also subject to the EOEEA Greenhouse Gas (“GHG”) Emissions Policy and Protocol dated May 5, 2010.

As described in the FEIR Certificate, Wynn analyzed potential historic and archaeological resources as part of the FEIR and determined that the Project will not adversely impact any historic resources on or in the vicinity of the Project Site. There are also no archaeological resources that will be impacted by the Project due to the fact that the majority of the land portion of the Project Site is fill and has been substantially disturbed. In its comment letter on the DEIR, the Massachusetts Historical Commission determined that the Project would have “no adverse effect” on historic resources in the vicinity of the project.

The Project is not subject to the enhanced analysis provisions of the EOEEA Environmental Justice Policy, as amended in 2017 (the “EJ Policy”). Although the Project is located in and adjacent to communities with designated environmental justice populations, it does not exceed the MEPA thresholds for air quality, solid waste or hazardous waste that trigger a requirement for enhanced analysis under the EJ Policy. The EOEEA has also not required Wynn to conduct any further analysis under Executive Order No. 552 on Environmental Justice (November 20, 2014). Nonetheless, the Commission finds that the proposed Project will make significant positive environmental justice contributions to the host community of Everett and the surrounding area that are consistent with EOEEA’s goals of increasing investments in economically disadvantaged areas. *See EJ Policy* at 12-13. These positive contributions include without limitation the rehabilitation and revitalization of a contaminated former chemical manufacturing site and its abutting riverfront, the creation of open space amenities including a 20 foot wide harborwalk with connections to the extensive public open space network along the Mystic River, the use of environmentally-sensitive design in all aspects of the Project as described below, and the creation of significant numbers of new jobs arising out of and related to the construction and operation of the proposed facility. The Commission finds that these jobs will directly and substantially benefit disadvantaged persons in the local community.

VI. REQUIRED GOVERNMENTAL PERMITS AND APPROVALS

According to the SSFEIR Certificate, and as updated by the NPC and the NPC Certificate (Page 5), the Project has received or requires the following permits and approvals from, or review by, the following federal, state, and local agencies:

Agency	Issued or Completed	Required or Pending
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Agency	Issued or Completed	Required or Pending
Gaming Commission	Category 1 Gaming License	
MassDOT		Vehicular Access Permit (Category III); Non-vehicular Access Permit; Traffic Signal Regulation
MassDOT, Rail and Transit Division/MBTA	Land Disposition and Easement Agreements	Agreements and approvals necessary to: <ul style="list-style-type: none"> • Construct improvements and operate within MBTA transit stations; • Relocate bus stops; • Fund support of Orange Line capacity; and • Make improvements to MBTA stations.
DCR		Construction and Access Permit
MWRA	Sewer Use Discharge Permit (or waiver) and an 8(M) Permit	
MassDEP	Chapter 91 Waterways License; Section 401 Water Quality Certification (“WQC”); Chapter 91 Dredging Permit; Notification of Construction/Demolition	Air Plan Approval or Environmental Results Program Certification and Asbestos Removal Permit (if required).
EOEEA	Municipal Harbor Plan Approval	
CZM	Federal Consistency Review	
Department of Housing and Community Development	Approval of urban renewal plan	
City of Everett Conservation Commission	Order of Conditions for on-site work	
City of Boston Transportation Department & Public Improvements Commission	Approval for Off-Site Roadway Improvements	
U.S. Army Corps of Engineers (“ACOE”)	Section 404 Clean Water Act Permit and Section 10 Permit	
Federal Aviation	Determination of No Hazard to Air	

Agency	Issued or Completed	Required or Pending
Administration	Navigation	
Massachusetts Aeronautics Commission	Airspace Review	
U.S. Environmental Protection Agency	National Pollutant Discharge Elimination System (“NPDES”) Construction General Permit and Remediation General Permit	

VII. EXECUTED MITIGATION AGREEMENTS

Pursuant to G.L. c. 23K §§ 15(8) - (10), Wynn entered into the following mitigation agreements (each individually a “Mitigation Agreement” and collectively the “Mitigation Agreements”):

1. The Host Community Agreement with the City of Everett dated April 19, 2013 (approved by local referendum pursuant to G.L. c. 23K, § 15(13), on June 22, 2013);
2. Surrounding Community Agreements with the following municipalities:
 - a. The City of Boston (“Boston”), dated January 27, 2016;
 - b. The City of Cambridge (“Cambridge”), dated April 22, 2014;
 - c. The City of Chelsea (“Chelsea”), dated June 9, 2014;
 - d. The City of Malden (“Malden”), dated November 12, 2013;
 - e. The City of Medford (Medford”), dated April 11, 2014; and
 - f. The City of Somerville (“Somerville”), dated June 12, 2014.
3. Neighboring Communities Agreements with the following municipalities:
 - a. The City of Lynn (“Lynn”), dated January 28, 2014; and
 - b. The City of Melrose (“Melrose”), dated January 28, 2014;
4. The Impacted Live Entertainment Venues Agreement including with the Massachusetts Performing Arts Coalition, dated January 20, 2014; and
5. The Massachusetts State Lottery effective as of September 5, 2014.

Subject to the caveats listed below regarding the MEPA Section 61 Conditions, the Commission incorporates by reference the provisions of each of the above Mitigation Agreements into these Second Amended Section 61 Findings as conditions to be included in the License for the Gaming Establishment issued pursuant to 205 CMR 120.02. Nothing in these Second Amended Section 61 Findings shall prevent the reopening of any Mitigation Agreement pursuant to its terms or pursuant to 205 CMR 127.00; provided, however, that in the event any Mitigation Agreement is reopened, the Commission in its discretion expressly reserves the right to modify or amend these Second Amended Section 61 Findings and the conditions set forth in the License to continue to ensure that all feasible measures are taken to avoid or minimize impacts of the Project and damage to the environment.

VIII. MEPA SECTION 61 FINDINGS AND CONDITIONS

A. Scope of Commission Section 61 Findings

In the SSFEIR Certificate, the Secretary noted that “the subject matter of the [the Commission’s] Agency Action is sufficiently broad ... such that it is functionally equivalent to broad scope jurisdiction” because “the Gaming License ... addresses a broad range of environmental issues - sustainability, energy efficiency, renewable energy, and traffic- and extends to mitigation of environmental impacts on host and surrounding communities.” The Secretary also concluded that while MEPA jurisdiction is limited to the subject matter of required or potentially required permits “the subject matter of the Gaming License confers broad scope jurisdiction and extends to all aspects of the project that may cause Damage to the Environment, as defined in the MEPA regulations.”

As a result, these Second Amended Section 61 Findings include detailed conditions to mitigate this broad range of environmental issues, incorporate the Mitigation Agreements to further mitigate environmental impacts on host and surrounding communities, and incorporate Section 61 Findings of other State Agencies to comprehensively address these issues as set forth below.

B. Enhanced Public Participation in Commission Section 61 Findings

In the SSFEIR Certificate (pp. 3-4), the Secretary required “enhanced public review during ... development of [the Commission] 61 Findings.” The Commission has complied and will comply with these enhanced requirements as follows:

1. In these Second Amended Section 61 Findings, the Commission has considered and revised as appropriate, the draft Section 61 Findings included in the SSFEIR and NPC.
2. In these Second Amended Section 61 Findings, the Commission has included and incorporated by reference the Section 61 Findings from all other State Agencies including, but not limited to, MassDOT’s Section 61 Findings. See below.
3. In preparing the 2016 Section 61 Findings, the Commission engaged Green International and City Point Partners as consultants, whose representative made a public presentation at the Commission’s open meeting on March 22, 2016 at 1:00 PM

and who have provided recommendations regarding additional conditions that should be added to the Commission’s draft and final 2016 Section 61 Findings (as restated in these Second Amended Section 61 Findings).

4. The Commission posted a March 17, 2016 preview draft of the 2016 Section 61 Findings and the consultants’ report on the MGC website on March 18, 2016; posted the Commission’s draft of the 2016 Section 61 Findings on the MGC website after the meeting on March 22, 2016; and solicited written comments on the draft 2016 Section 61 Findings on or before April 11, 2016 at 4:00 PM.
5. On March 29, 2016, at 5:00 PM the Commission held a public hearing on the draft 2016 Section 61 Findings at the Boston Convention and Exhibition Center, 415 Summer Street, Boston.
6. The 2016 Section 61 Findings incorporated consideration of public comments received at the Commission’s public hearing on March 29, 2016, and prior to the close of public comments on April 11, 2016.
7. Upon the completion of the above process, the Commission incorporated its final 2016 Section 61 Findings into the Gaming License and filed the final 2016 Section 61 Findings with the MEPA Office.
8. The Commission has since then conducted regular quarterly review concerning compliance with the Commission’s final 2016 Section 61 Findings and the conditions of the Gaming License.

C. Mitigation Measures in Section 61 Findings of Other State Agencies

In the SSFEIR Certificate, the Secretary instructed that the Commission’s “Section 61 Findings shall include or include by reference the Section 61 Findings from all other State Agencies including, but not limited to, MassDOT’s Section 61 Findings.” To date, the following State Agencies have issued draft or final Section 61 Findings for the Project:

Agency	Date	Env. Monitor
MWRA	1/12/16	1/20/16
Massport	1/21/16	2/24/16
MassDEP	1/22/16	2/10/16
MassDOT, MBTA and DCR	4/5/16	4/6/16

Subject to the limitations listed below regarding the MEPA Section 61 Conditions, the Commission incorporates these Section 61 Findings by other State Agencies (and any final Section 61 Findings by these other State Agencies pursuant thereto) into the Commission’s Second Amended Section 61 Findings. Wynn shall comply with the detailed mitigation

measures provided by the final Section 61 Findings issued by each other State Agency with jurisdiction to take Agency Action with respect to the Project including, without limitation, MassDEP, MassDOT, MBTA, MassDCR, Massport and MWRA. Wynn shall also comply with all applicable and lawful terms and conditions of any final federal, state, or local permit or approval required for the Project.

D. Limitations Regarding MEPA Section 61 Conditions

The Commission in its discretion expressly reserves the right to take, and nothing herein shall prevent the Commission from taking, further action with respect to these Second Amended Section 61 Findings, the License for the Gaming Establishment, and/or any conditions contained in these Second Amended Section 61 Findings or the License for the Gaming Establishment, pursuant to 205 CMR 127 or otherwise. Without limitation, to continue to ensure that all feasible measures are taken to avoid or minimize impacts of the Project and damage to the environment, the Commission, in its discretion, expressly reserves the right to modify or amend its Second Amended Section 61 Findings as a result of any Section 61 Findings or final Agency Action issued or finalized by other Agencies after the Commission's 2016 Section 61 Findings. If the terms of (a) any other Agency's Section 61 Findings or final Agency Action, (b) any other governmental permit or approval, (c) any denial of any other governmental permit or approval, (d) any process required to obtain such permit or approval, or (e) any provision of any of the Mitigation Agreements listed above, conflict with the Commission's Second Amended Section 61 Findings or the mitigation measures set forth below, or render such mitigation measures infeasible or impossible, Wynn shall notify the Commission of that conflict for resolution by the Commission pursuant to G.L. c. 23K and 205 CMR 120.01 and 120.02. Pursuant to G.L. c. 23K, § 10(c), the Commission reserves its rights to determine which infrastructure improvements onsite and around the vicinity of the Gaming Establishment, including projects to account for traffic mitigation as determined by the Commission, shall be completed before the Gaming Establishment shall be approved for opening.

E. Mitigation Measures for the Project under the FEIR, SFEIR, SSFEIR, and NPC

Wynn shall comply with the following detailed measures to mitigate the Project's impacts specified in (a) the FEIR and the FEIR Certificate, (b) the SFEIR and the SFEIR Certificate, (c) the SSFEIR and the SSFEIR Certificate, and (d) the NPC and the NPC Certificate including, without limitation, the mitigation measures described in the following sections of the FEIR, SFEIR, SSFEIR, and NPC:

- (1) Measures described in SFEIR Chapter 3, and SFEIR Tables 3-2: Proposed DEP Mitigation Measures by Wynn MA, LLC, 3-3: Proposed DCR Mitigation Measures by Wynn MA, LLC, and 3-4: Summary of Proposed Mitigation Measures by Wynn MA, LLC;
- (2) Measures to mitigate impacts on wetlands, waterways and water quality set forth in FEIR Chapter 3, FEIR Section 13.4.1, and FEIR Tables 13-1

and 13-3, Proposed Wetlands, Waterways and Water Quality Mitigation Measures;

- (3) Measures to mitigate air quality impacts set forth in FEIR Chapter 5, FEIR Section 13.4.5, and FEIR Tables 13-1 and 13-3;
- (4) The transportation demand management (“TDM”) program strategies for patrons and employees as noted in FEIR Chapter 4;
- (5) Measures to mitigate greenhouse gas impacts and promote sustainable development set forth in FEIR Chapter 6, FEIR Section 13.4.6, and FEIR Tables 13-1 and 13-3, Greenhouse Gas Emission Mitigation Measures;
- (6) Measures to mitigate storm water impacts set forth in FEIR Chapter 7, FEIR Section 13.4.4, and FEIR Tables 13-1 and 13-3, Stormwater Mitigation Measures;
- (7) Measures to mitigate impacts on water supply set forth in FEIR Chapter 8, FEIR Section 13.4.2, and FEIR Table 13-1, Proposed Water Use Mitigation Measures;
- (8) Measures to mitigate wastewater impacts set forth in FEIR Chapter 9, FEIR Section 13.4.3, and FEIR Tables 13-1 and 13-3, Proposed Wastewater and Sewer Mitigation Measures;
- (9) Measures to mitigate solid and hazardous wastes impacts set forth in FEIR Chapter 10 and FEIR Section 13.4.7 (Brownfields Remediation);
- (10) Measures to mitigate impacts on historic and archaeological resources set forth in FEIR Chapter 11;
- (11) Measures to mitigate construction-related impacts set forth in FEIR Chapters 12 and 13;
- (12) Measures to mitigate impacts on open space set forth in FEIR Chapter 2.3.8 and FEIR Section Table 13-4;
- (13) Measures identified in SSFEIR Chapter 4;
- (14) Measures to mitigate impacts identified in NPC Chapter 4.6; and
- (15) Measures to mitigate impacts identified in NPC Chapter 5.

In addition, Wynn shall comply with all measures to mitigate transportation impacts set forth in FEIR Chapter 4, FEIR Section 13.3, FEIR Tables 13-2 and 13-4, Table of Proposed Transportation Mitigation Measures, SFEIR Chapter 3 and SFEIR Table 3-1: Proposed

Transportation Mitigation Measures by Wynn MA, LLC, and SSFEIR Chapter 4 as supplemented and amended in the SFEIR, SSFEIR and FEIR, SFEIR, SSFEIR, and NPC Certificates, and shall comply with any additional conditions that the Commission imposes in the License pursuant to 205 CMR 120.02(1)(a).

With respect to the foregoing requirements, in the event of a conflict regarding a particular mitigation measure described in the FEIR, the Secretary's FEIR Certificate, the SFEIR, the Secretary's SFEIR Certificate, the SSFEIR, the Secretary's SSFEIR Certificate, the NPC, and/or the Secretary's NPC Certificate, the mitigation measure described in the later document in the MEPA process shall control.

F. Project-Specific Mitigation Measures and Off-Site Improvements

The environmental review process culminating in the NPC and the NPC Certificate, and the Section 61 Findings issued by the other State Agencies listed above require detailed and specific mitigation measures and off-site improvements to avoid or minimize the impacts of the Project and damage to the environment within the scope of MEPA and its implementing regulations. The Commission incorporates by reference the mitigation measures specified by the Section 61 Findings of these State Agencies having expertise in their respective areas of subject matter jurisdiction. The Commission also incorporates by reference Mitigation Agreements listed above which mitigate other impacts on the host and surrounding communities from the development and operation of a gaming establishment within the scope of the Gaming Act and its implementing regulations. Without limitation, the Commission incorporates by reference the acknowledgement and agreement of the City of Boston in § 1.2 of the Boston Surrounding Community Agreement ("Boston SCA") regarding mitigation of the transportation impacts of the Project. The Commission finds pursuant to G.L. c. 30, § 61 and 301 CMR 11.12(5), and based on the results of the MEPA process that, subject to the mitigation measures imposed as conditions by the Commission's Second Amended Section 61 Findings herein, all feasible measures have been taken to avoid or minimize impacts of the Project and damage to the environment.

Specifically and without limitation, as conditions of the Commission's Second Amended Section 61 Findings, the Commission hereby requires that Wynn shall implement, and shall be fully responsible for the costs of implementing, the following mitigation measures according to the following schedule:

SUBJECT MATTER	MITIGATION OR IMPROVEMENT MEASURE	SCHEDULE
1. EVERETT MITIGATION		
	<p>In accordance with the Secretary’s applicable Certificates as more particularly specified and conditioned in Section V of the MassDOT/MBTA/DCR Section 61 Findings, Wynn shall:</p>	
<p>Revere Beach Parkway (Route 16)/Mystic View Road/Santilli Highway/Route 99 Connector Improvements (Santilli Circle)</p>	<ul style="list-style-type: none"> • Modify the approach from Frontage Road into the rotary to allow for two formal lanes. • Widen circle at Santilli Highway approach to allow for three travel lanes. • Provide improved pedestrian and bicycle connection from Frontage Road to Mystic View Road. • Reconfigure channelizing island on south side of rotary near Mystic View Road. • Provide traffic signal improvements at the signalized locations around the traffic circle. • Provide landscaping improvements to the center of the circle. • Provide new guide signage and pavement markings. <p>These geometric and traffic signal improvements shall be substantially as described in the MassDOT/MBTA/DCR Section 61 Findings and as set forth in the conceptual plan entitled “Santilli Circle Conceptual Improvement Plan (Figure 2-24A, B, C, and D)” included in the SFEIR, as revised in accordance with the revised conceptual plans entitled, “Proposed Modifications to SSFEIR 2023 Build Condition at Santilli Circle & Santilli Highway (Figure 1 & 2)” included in a Technical Memorandum dated March 3, 2016 to be reviewed and approved by MassDOT, with such refinements thereto as are approved by MassDOT through the 100 percent design submission.</p> <p>In addition, as set forth in the MassDOT/MBTA/DCR Section 61 Findings, the Proponent (Wynn) has conducted a Road Safety Audit (“RSA”) at Santilli Circle due to its inclusion in a Highway Safety Improvement Plan (HSIP) cluster. The RSA has identified a list of recommended safety improvements to address both</p>	<p>Prior to opening.</p>

SUBJECT MATTER	MITIGATION OR IMPROVEMENT MEASURE	SCHEDULE
	<p>existing and future conditions. These recommendations were summarized in the RSA Report dated March 10, 2016 submitted to MassDOT by AECOM on behalf of the Proponent. To improve safety conditions and mitigate the Project’s impacts at Santilli Circle, the Proponent shall incorporate in the conceptual design plans for Santilli Circle all the potential safety enhancements with “low” and/or “medium” costs and with “short-term” and/or “mid-term” timeframes as listed in the RSA Report in Table 3: Potential Safety Enhancement Summary--Santilli Circle.</p>	
<p>Revere Beach Parkway (Route 16)/Broadway/Main Street (Sweetser Circle)</p>	<ul style="list-style-type: none"> • Reconstruct circle and approaches to function as a two-lane modern roundabout. • Reconfigure the existing Broadway (Route 99) northbound approach to allow for three travel lanes providing free flow access to Route 16 eastbound. • Provide shared use path on northwest side of rotary to improve bicycle access. • Provide landscaping and improvements on the north side of the circle. • Maintain pedestrian signal across Route 16 eastbound exit from rotary. <p>These improvements shall be substantially as described in the MassDOT/MBTA/DCR Section 61 Findings and as set forth in the conceptual plan entitled “Sweetser Circle Conceptual Improvement Plan (Figure 2-25A, B, and C)” included in the SFEIR, with such refinements thereto as are approved by MassDOT through the 100 percent design submission.</p> <p>In addition, as set forth in the MassDOT/MBTA/DCR Section 61 Findings, the Proponent (Wynn) has conducted a Road Safety Audit (RSA) at Sweetser Circle due to its inclusion in a Highway Safety Improvement Plan (HSIP) cluster. The RSA has identified a list of recommended safety improvements to address both existing and future conditions. These recommendations were summarized in the RSA Report dated March 10, 2016 submitted to MassDOT by AECOM on behalf of the Proponent. To improve safety conditions and mitigate the Project’s impacts at Sweetser Circle, the Proponent shall incorporate in the conceptual design plans for Sweetser Circle all the potential safety enhancements with “low” and/or “medium” costs and with “short-term” and/or “mid-term” timeframes as listed in the RSA Report in Table 4: Potential Safety Enhancement Summary--Sweetser</p>	<p>Prior to opening.</p>

SUBJECT MATTER	MITIGATION OR IMPROVEMENT MEASURE	SCHEDULE
	Circle.	
<ul style="list-style-type: none"> • Route 99 (Broadway)/ Horizon Way (Site Driveway) • Route 99 (Broadway)/ Lynde Street • Route 99 (Broadway)/ Thorndike Street • Bow Street/Mystic Street • Bow Street/Lynde Street • Bow Street/Thorndike Street • Beacham Street/Robin Street • Route 99 (Broadway)/ Bowdoin Street • Route 99 (Broadway)/ Beacham Street intersection (service driveway) 	<ul style="list-style-type: none"> • Construction of the site driveway and signalization of the Route 99 (Broadway)/Horizon Way intersection. • Reconstruct Lower Broadway as a 4-lane boulevard with turn lanes at major intersections. • Upgrade/replace/install traffic control signals. • Reconstruct or construct sidewalks and bicycle lanes where required. • Install street trees and lighting. • Improve and provide access MBTA bus stops along Lower Broadway. • Installation of technology along Broadway/Alford Street (Route 99), near project entrance, to allow for signal prioritization for buses. <p>Without limitation, these improvements shall be substantially as described in the MassDOT/MBTA/DCR Section 61 Findings and as set forth in the conceptual plan entitled “Lower Broadway/ Alford Street (Route 99) Improvement Plan (Figures 2-12A, B, and C)” and refinements thereto through the 100 percent design.</p> <p>In addition, as set forth in the MassDOT/MBTA/DCR Section 61 Findings, the Proponent (Wynn) has conducted a Road Safety Audit (“RSA”) along this corridor due to its inclusion in a Highway Safety Improvement Plan (HSIP) cluster. The RSA has identified a list of recommended safety improvements to address both existing and future conditions. These recommendations were summarized in the RSA Report dated March 10, 2016 submitted to MassDOT by AECOM on behalf of the Proponent. To improve safety conditions and mitigate the Project’s impacts at the intersections along this corridor, the Proponent shall incorporate in the conceptual design plans for the corridor all the potential safety enhancements with “low” and/or “medium” costs and with “short-term” and/or “mid-term” timeframes as listed in the RSA Report in Table 3: Potential Safety Enhancement Summary-Lower Broadway.</p>	Prior to opening.
Broadway/Norwood	Optimize traffic signal timing, phasing and coordination.	Prior to opening.

SUBJECT MATTER	MITIGATION OR IMPROVEMENT MEASURE	SCHEDULE
Street/Chelsea Street	This intersection is not under MassDOT jurisdiction. The determination of appropriate design and construction details at this intersection should be made between Wynn and the City of Everett.	
Lower Broadway Truck Route	<ul style="list-style-type: none"> • Upgrade Robin Street and Dexter Street to serve as a truck route. • Provide full depth reconstruction of the existing roadway to accommodate heavy vehicles. • Reconstruct Robin Street and Dexter Street to include heavy-duty pavement, corner radii improvements, sidewalk reconstruction (where present), drainage system modifications (minor), signs and pavement markings. 	Prior to opening.
Ferry Street/Broadway (Route 99)	Retime and optimize traffic signal.	Prior to opening.
Intersections not under MassDOT jurisdiction	<p>As stated in the MassDOT/MBTA/DCR Section 61 Findings, the following intersections are not under MassDOT jurisdiction. If necessary, the determination of any appropriate mitigation measures and/or design and construction details at these intersections should be made between Wynn and Everett.</p> <ul style="list-style-type: none"> • Route 99 (Broadway)/2nd Street/Corey Street Intersection • Route 99 (Broadway)/Mansfield Street/Church Street Intersection • Route 99 (Broadway)/High Street/Hancock Street Intersection • Route 99 (Broadway)/McKinley Street/Cameron Street/Lynn Street Intersection • Tileston Street/Oakes Street/Main Street Intersection • Waters Avenue/Linden Street/Main Street Intersection • Peirce Avenue/Bellingham Avenue/Main Street Intersection 	Prior to opening.
Other Intersections	<p>As stated in the MassDOT/MBTA/DCR Section 61 Findings, there are no feasible means to avoid or minimize the project’s traffic impacts at the following locations that Wynn could be required to implement:</p> <ul style="list-style-type: none"> • Route 16 (Revere Beach Parkway)/Garvey Street/2nd Street Intersection 	N/A

SUBJECT MATTER	MITIGATION OR IMPROVEMENT MEASURE	SCHEDULE
	<ul style="list-style-type: none"> • Route 16 (Revere Beach Parkway)/Spring Street Intersection • Route 16 (Revere Beach Parkway)/South Ferry Street Intersection • Route 16 (Revere Beach Parkway)/Vine Street Intersection • Route 16 (Revere Beach Parkway)/Vale Street Intersection • Route 16 (Revere Beach Parkway)/Everett Avenue Intersection 	
2. MEDFORD MITIGATION		
	<p>In accordance with the Secretary’s applicable Certificates as more particularly specified and conditioned in Section V of the MassDOT/MBTA/DCR Section 61 Findings, Wynn shall:</p>	
<p>Mystic Valley Parkway (Route 16)/Fellsway (Route 28)/Middlesex Avenue (Wellington Circle)</p>	<ul style="list-style-type: none"> • Upgrade/replace traffic signal equipment/signs/pavement markings. • Optimize traffic signal timing, phasing and coordination. • Widen Route 28 northbound to provide an additional left turn lane. • Widen Route 16 westbound to provide an additional through lane in the middle of the intersection. • Reconstruct non-compliant sidewalks and accessible ramps around the intersection to improve pedestrian access. • Provide landscape improvements. <p>Without limitation, these improvements shall be substantially as described in the MassDOT/MBTA/DCR Section 61 Findings and as set forth in the conceptual plan entitled “Wellington Circle Conceptual Improvement Plan (Figure 2-67A, B, and C)” included in the SFEIR, with such refinements thereto as are approved by MassDOT through the 100 percent design submission.</p> <p>In addition, as set forth in the MassDOT/MBTA/DCR Section 61 Findings, the Proponent (Wynn) has conducted a Road Safety Audit (RSA) at this intersection due to its inclusion in a Highway Safety Improvement Plan (HSIP) cluster. The RSA has identified a list of recommended safety improvements to address both</p>	<p>Prior to opening.</p>

SUBJECT MATTER	MITIGATION OR IMPROVEMENT MEASURE	SCHEDULE
	<p>existing and future conditions. These recommendations were summarized in the RSA Report dated March 10, 2016 submitted to MassDOT by AECOM on behalf of the Proponent. To improve safety conditions and mitigate the Project’s impacts at this intersection) the Proponent shall incorporate in the conceptual design plans for this intersection all the potential safety enhancements with “low” and/or “medium” costs and with “short-term” and/or “mid-term” timeframes as listed in Table 4: Potential Safety Enhancement Summary-Wellington Circle.</p>	
<p>Mystic Valley Parkway (Route 16)/Mystic Avenue (Route 38)</p>	<ul style="list-style-type: none"> • Implement traffic Signal retiming and optimization. • Implement ADA Improvements. <p>As set forth in the MassDOT/MBTA/DCR Section 61 Findings, prior to any site occupancy, the Proponent (Wynn) will implement these improvements at this intersection in accordance to conceptual and 100 percent plans to be submitted to and approved by MassDOT and DCR. This plan will be refined as the design progresses to the 100 percent level.</p> <p>In addition, as set forth in the MassDOT/MBTA/DCR Section 61 Findings, the Proponent has conducted a Road Safety Audit (RSA) at this intersection due to its inclusion in a Highway Safety Improvement Plan (HSIP) cluster. The RSA has identified a list of recommended safety improvements to address both existing and future conditions. These recommendations were summarized in the RSA Report dated March 10, 2016 submitted to MassDOT by AECOM on behalf of the Proponent. To improve safety conditions and mitigate the Project’s impacts at this intersection, the Proponent shall incorporate in the conceptual design plans for this intersection all the potential safety enhancements as listed in the RSA Report in Table 4: Potential Safety Enhancement Summary-Mystic Valley Parkway/Route 16/Connector Road and Mystic Valley Parkway/Route 38/Harvard Street.</p>	<p>Prior to opening.</p>
<p>Mystic Valley Parkway (Route 16)/Route 16 Southbound Connector</p>	<ul style="list-style-type: none"> • Implement traffic Signal retiming and optimization. • Implement ADA Improvements. 	<p>Prior to opening.</p>

SUBJECT MATTER	MITIGATION OR IMPROVEMENT MEASURE	SCHEDULE
	<p>As set forth in the MassDOT/MBTA/DCR Section 61 Findings, prior to any site occupancy, the Proponent (Wynn) will implement these improvements at this intersection in accordance with conceptual and 100 percent plans to be submitted to and approved by MassDOT and DCR. This plan will be refined as the design progresses to the 100 percent level.</p> <p>In addition, as set forth in the MassDOT/MBTA/DCR Section 61 Findings, the Proponent has conducted a Road Safety Audit (RSA) at this intersection due to its inclusion in a Highway Safety Improvement Plan (HSIP) cluster. The RSA has identified a list of recommended safety improvements to address both existing and future conditions. These recommendations were summarized in the RSA Report dated March 10, 2016 submitted to MassDOT by AECOM on behalf of the Proponent. To improve safety conditions and mitigate the Project’s impacts at this intersection, the Proponent shall incorporate in the conceptual design plans for this intersection all the potential safety enhancements as listed in the RSA Report in Table 4: Potential Safety Enhancement Summary – Mystic Valley Parkway/Route 38/Harvard Street.</p>	
Wellington Circle Study	Provide \$1.5 million to MassDOT toward a transportation study to develop alternatives for a long-term fix of Wellington Circle.	Prior to opening.
Intersections not under MassDOT jurisdiction	<p>As stated in the MassDOT/MBTA/DCR Section 61 Findings, there are no additional feasible means to avoid or minimize the project’s traffic impacts at the following locations that the Proponent (Wynn) could be required to implement:</p> <ul style="list-style-type: none"> • Route 28 (Fellsway West)/Fulton Street Intersection • Route 28 (Fellsway West)/Route 60 (Salem Street) Intersection • Route 28 (Fellsway)/Central Avenue/Medford Street Intersection • Route 28 (Fellsway)/Riverside Avenue Intersection 	Prior to opening.
Other Intersections	As stated in the MassDOT/MBTA/DCR Section 61 Findings, there are no feasible means to avoid or minimize the project’s traffic impacts at this location that Wynn could be required to implement:	N/A

SUBJECT MATTER	MITIGATION OR IMPROVEMENT MEASURE	SCHEDULE
	<ul style="list-style-type: none"> • Route 16 (Mystic Valley Parkway)/Locust Street Intersection • Route 16 (Mystic Valley Parkway)/Commercial Street Intersection 	
Other Mitigation under Surrounding Community Agreement	In addition to the MEPA mitigation measures described above, Wynn shall comply with the requirements of the Medford Surrounding Community Agreement (“Medford SCA”). Without limitation, subject to the terms and conditions thereof, Wynn shall pay to Medford the Transportation Hub Payment under Section 1.2 and the annual Public Safety Payment under Section 2.2 thereof.	Ongoing pursuant to schedule set forth in the Medford SCA.
3. MALDEN MITIGATION		
	In accordance with the Secretary’s applicable Certificates as more particularly specified and conditioned in Section V of the MassDOT/MBTA/DCR Section 61 Findings, Wynn shall:	
Other Mitigation under Surrounding Community Agreement	In addition to the multimodal improvements to MBTA’s Malden Center Station and other MBTA property described below pursuant to MEPA, Wynn shall comply with the requirements of the Malden Surrounding Community Agreement (“Malden SCA”). Without limitation, subject to the terms and conditions thereof, Wynn shall pay to Malden the Transportation Hub Payment under Section 1.2, the Transitional Roads Payment under Section 2.2, and the Public Safety Payment under Section 3.2 thereof.	Ongoing pursuant to schedule set forth in the Malden SCA

SUBJECT MATTER	MITIGATION OR IMPROVEMENT MEASURE	SCHEDULE
4. BOSTON MITIGATION		
	<p>In accordance with the Secretary’s applicable Certificates as more particularly specified and conditioned in Section V of the MassDOT/MBTA/DCR Section 61 Findings and in the Boston SCA, Wynn shall:</p>	
<p>Sullivan Square Mitigation Program</p> <p>Main Street/Maffa Way/Cambridge Street/Alford Street Intersection (Sullivan Square)</p> <p>Alford Street/Main Street/Sever Street/Cambridge Street (Sullivan Square)</p> <p>Cambridge Street/Spice Street/Sullivan Square Drive Intersection</p> <p>Maffa Way/Beacham Street Extension Intersection</p> <p>Cambridge Street/I-93 northbound off-ramp</p> <p>And Related Intersections</p>	<ul style="list-style-type: none"> • Optimize signal timing for Maffa Way/Cambridge Street; interconnect and coordinate traffic signals, modify the Main Street approach. • Install a traffic signal interconnection conduit system and associated equipment (pull boxes and wiring) from Sullivan Square to Austin Street. • Reconstruct busway between Cambridge Street and Maffa Way. • Reconstruct the southbound approach of Alford Street at Cambridge Street. • Install new traffic signals at Cambridge Street/Spice Street/MBTA Busway and Maffa Way/Busway. • Upgrade/replace traffic signal equipment/signs/pavement markings. • Optimize traffic signal timing, phasing and coordination. • Reconstruct Spice Street. • Reconstruct D Street. • Reconstruct sidewalks on west side of rotary between Sullivan Square station and Alford Street Bridge. • Reconstruct sidewalks and upgrade lighting and streetscape in rotary between Cambridge Street and Main Street (east). • Provide bicycle lanes on Cambridge Street. • Reconstruct MBTA lower busway and parking area at Sullivan Square station, including new traffic signal at Maffa Way/station entrance. • Construct BUS ONLY left-turn lane from Main Street into Sullivan Square Station. <p>Without limitation, these improvements shall be substantially as described in the MassDOT/MBTA/DCR Section 61 Findings and as set forth in the conceptual plan</p>	<p>Prior to opening, except for Regional Working Group which shall be ongoing.</p>

SUBJECT MATTER	MITIGATION OR IMPROVEMENT MEASURE	SCHEDULE
	<p>entitled “Sullivan Square Conceptual Improvement Plan (Figure 2-91)” included in the SFEIR and approved by MassDOT. This plan will be refined as the design progresses to the 100 percent level.</p> <p>As set forth in the MassDOT/MBTA/DCR Section 61 Findings, Sullivan Square, the Maffa Way/Beacham Street Extension Intersection, the Maffa Way/MBTA Bus Lane Intersection, the D Street/Rutherford Avenue Intersection, and the Spice Street/D Street Intersection are not under MassDOT jurisdiction. However, because traffic operations at these locations may affect traffic operations at the I-93 Northbound off- Ramp and/or the MBTA bus operations or Sullivan Square Station driveways, Wynn will prepare and submit conceptual and 100 percent plans to MassDOT and MBTA for review and approval (as specified in the MassDOT/MBTA/DCR Section 61 Findings), in consultation with the City of Boston, prior to the construction of these intersections or improvements.</p> <p>Moreover, enhanced transportation planning for long-term transportation improvements that can support sustainable redevelopment and economic growth in and around Sullivan Square will occur through the Regional Working Group required by the SSFEIR Certificate and discussed separately below.</p>	
<p>Dexter Street/Alford Street (Route 99)</p>	<ul style="list-style-type: none"> • Upgrade/replace traffic signal equipment/signs/pavement markings. • Optimize traffic signal timing, phasing, and coordination. <p>Without limitation, these improvements shall be substantially as described in the MassDOT/MBTA/DCR Section 61 Findings and as set forth in the conceptual plan entitled “Lower Broadway/ Alford Street (Route 99) Improvement Plan (Figure 2-12)” and refinements thereto as the design progresses to the 100 percent level.</p>	<p>Prior to opening.</p>
<p>Rutherford Avenue (Route 99)/Route 1 Ramps</p>	<p>Optimize traffic signal timing and phasing.</p> <p>As stated in the MassDOT/MBTA/DCR Section 61 Findings, the traffic signal</p>	<p>Prior to opening.</p>

SUBJECT MATTER	MITIGATION OR IMPROVEMENT MEASURE	SCHEDULE
	plans are to be submitted to and approved by MassDOT. This plan will be refined as the design progresses to the 100 percent level.	
Other Intersection not under MassDOT jurisdiction	<p>As stated in the MassDOT/MBTA/DCR Section 61 Findings, the following intersection is not under MassDOT jurisdiction:</p> <ul style="list-style-type: none"> • Main Street/Beacham Street Intersection. <p>The determination of appropriate design and construction details of this intersection should be made between the proponent and the City of Boston.</p>	Prior to opening.
Other Intersections	<p>As stated in the MassDOT/MBTA/DCR Section 61 Findings, there are no feasible means to avoid or minimize the project’s traffic impacts at the following locations that Wynn could be required to implement at this time:</p> <ul style="list-style-type: none"> • Rutherford Avenue/ Austin Street Intersection. • I-93 ramps/Rutherford Avenue/Chelsea Street Intersection (City Square). <p>Rather, enhanced transportation planning will occur through the Regional Working Group required by the SSFEIR Certificate and discussed separately below.</p>	Per results of Regional Working Group.
Sullivan Square Landscaping	Improve landscaping in Sullivan Square in accordance with the 100% design plans as approved by MassDOT and the City of Boston.	Prior to opening.
Cooperation and Outreach	<ul style="list-style-type: none"> • Continue to work with MassDOT and Boston to refine geometric improvements and optimize traffic operations. • Continue discussions with affected property owners impacted by improvements regarding necessary grants of right of way. 	Prior to opening and ongoing.
	In accordance with the Secretary’s applicable Certificates as more particularly specified and conditioned in the Boston SCA, Wynn shall comply with the following conditions:	

SUBJECT MATTER	MITIGATION OR IMPROVEMENT MEASURE	SCHEDULE
<p>Long-term Financial Commitment to Transportation Mitigation for Sullivan Square</p>	<p>Pursuant to and subject to §§ 7.3, 7.4 and 7.5 of the Boston SCA, Wynn shall provide payments of \$2.5 million per year for 10 years into the SSIP Fund toward the Sullivan Square Infrastructure Project, as defined therein.</p> <p>Prior to the Opening Date, pursuant to and subject to § 7.5 of the Boston SCA, Wynn shall negotiate with Boston in good faith an escrow agreement pertaining to the SSIP Fund. If Wynn and Boston do not reach an escrow agreement prior to the Opening Date, Wynn shall report to the Commission on or within 30 days after the Opening Date for action by the Commission as may be necessary with respect thereto.</p>	<p>Annually for 10 years beginning on the first anniversary of the Opening Date.</p>
<p>Long-term Commitment Transportation Demand Management relative to Sullivan Square and Boston</p>	<p>Pursuant to and subject to § 7.1.B of the Boston SCA, Wynn shall monitor traffic and, if there are operational deficiencies at the monitored locations and either (1) the measured traffic volumes for the Project exceed 110% of the projected values; or (2) the distribution of Project-related traffic from the Project Site entrance to the roadway network varies by more than 10% of the trip assignment assumed for the Project, then Wynn shall be responsible for the costs of implementing additional mitigation measures including but not limited to those measures listed in § 7.1.B of the Boston SCA.</p> <p>Pursuant to and subject to § 7.1.B of the Boston SCA, Wynn shall engage and pay for an independent organization approved by the Commission to complete the monitoring program.</p> <p>Consistent with the MassDOT/MBTA/DCR Section 61 Findings, at least annually on the anniversary of the Opening Date, or on such other schedule as Wynn and Boston may agree, Wynn shall report to the Commission and Boston the results of the monitoring program, any operational deficiencies at the monitored locations related to metrics (1) and (2) above, and the plan for, schedule for and status of implementing any additional mitigation measures with respect thereto.</p>	<p>Commences prior to the initial occupancy of the Project and continues for a period of 10 years.</p>

SUBJECT MATTER	MITIGATION OR IMPROVEMENT MEASURE	SCHEDULE
	See also Transportation Monitoring Program, in § VIII.F.11 below.	
Community Outreach	Pursuant to and subject to § 8.8 of the Boston SCA, Wynn shall engage in community outreach to the Charlestown neighborhood and consult with the neighborhood regarding the progress of the Project including any transportation mitigation or changes in transportation mitigation plans.	Ongoing.
Community Impact Fee	<p>Pursuant to and subject to § 2.1 of the Boston SCA, following the Opening Date and throughout the term of the License for as long as Wynn, or any parent, subsidiary or related entity, owns, controls, or operates a commercial gaming facility at the Project Site, Wynn shall make an annual payment of \$2 million to Boston (the “Community Impact Fee”), subject to escalation pursuant to § 10.16 of the Boston SCA, for the purposes set forth therein.</p> <p>Pursuant to and subject to § 2.2 of the Boston SCA, the Commission has released to Boston at Wynn’s request Wynn’s check in the amount of \$1 million. If that check does not clear because of the passage of time since it was cut, Wynn shall promptly provide a replacement check in that amount to Boston.</p> <p>Pursuant to and subject to § 2.3 of the Boston SCA, the Community Impact Fee shall remain in the exclusive custody and control of Boston, and shall be used and applied at Boston’s sole discretion and determination toward any impact, infrastructure, improvement and/or mitigation measures related to the Project that Boston deems necessary and suitable.</p>	Annually on or before the ninetieth (90th) day following the Opening Date.
5. REVERE MITIGATION		
	In accordance with the Secretary’s applicable Certificates as more particularly specified and conditioned in Section V of the MassDOT/MBTA/DCR Section 61 Findings, Wynn shall:	

SUBJECT MATTER	MITIGATION OR IMPROVEMENT MEASURE	SCHEDULE
Beach Street/Everett Street/Route 1A/Route 16/Route 60 Intersection (Bell Circle)	<ul style="list-style-type: none"> • Upgrade/replace traffic signal equipment/signs/pavement markings. • Optimize traffic signal timing, phasing and coordination. <p>As and to the extent set forth in the MassDOT/MBTA/DCR Section 61 Findings, Wynn will implement the improvements at this intersection in accordance with conceptual and 100 percent plans to be submitted to and approved by MassDOT and DCR. This plan will be refined as the design progresses to the 100 percent level.</p>	Prior to opening.
6. CHELSEA MITIGATION		
In accordance with the Secretary’s applicable Certificates as more particularly specified and conditioned in Section V of the MassDOT/MBTA/DCR Section 61 Findings, Wynn shall:		
Route 16 (Revere Beach Parkway)/Washington Avenue	<ul style="list-style-type: none"> • Replace traffic signal equipment. • Furnish new signs/pavement markings. • Optimize traffic signal timing, phasing and coordination. <p>As set forth in the MassDOT/MBTA/DCR Section 61 Findings, Wynn will implement the improvements at this intersection in accordance with conceptual and 100 percent plans to be submitted to and approved by MassDOT and DCR. This plan will be refined as the design progresses to the 100 percent level.</p>	Prior to opening.
Route 16 (Revere Beach Parkway)/Everett Avenue	Optimize traffic signal timing, phasing and coordination.	Prior to opening.
Route 16 (Revere Beach Parkway)/Webster Avenue /Garfield Avenue	Optimize traffic signal timing, phasing and coordination. As set forth in the MassDOT/MBTA/DCR Section 61 Findings, Wynn will implement the improvements at this intersection as applicable in accordance with conceptual and 100 percent plans to be submitted to and approved by MassDOT	Prior to opening.

SUBJECT MATTER	MITIGATION OR IMPROVEMENT MEASURE	SCHEDULE
	and DCR. This plan will be refined as the design progresses to the 100 percent level.	
Intersections not under MassDOT jurisdiction	<p>As stated in the MassDOT/MBTA/DCR Section 61 Findings, the following intersection is not under MassDOT jurisdiction:</p> <ul style="list-style-type: none"> ▪ Williams Street/Chestnut Street Intersection. <p>If necessary, the determination of appropriate mitigation measures at this intersection should be made between the Proponent and the City of Chelsea.</p> <p>As an adjunct to the ongoing monitoring required under these Second Amended Section 61 Findings, the Commission requests that Wynn investigate whether this location becomes the subject of significant additional cut-through traffic between Logan Airport and the gaming establishment. If it does, the Commission reserves the right to impose additional mitigation requirements on Wynn to address such significant additional cut-through traffic, including, without limitation, replacing traffic signal equipment; installing new signage and pavement markings; and/or optimizing traffic signal timing, phasing and coordination. The implementation of any such measures at this intersection should be coordinated between Wynn and the City of Chelsea.</p>	Ongoing.
Other Intersections	<p>As stated in the MassDOT/MBTA/DCR Section 61 Findings, there are no feasible means to avoid or minimize the project’s traffic impacts at this location that Wynn could be required to implement:</p> <ul style="list-style-type: none"> • Route 16 (Revere Beach Parkway)/Union Street Intersection. 	N/A
Other Mitigation under Surrounding Community Agreement Arbitration Award	In addition to the MEPA mitigation measures described above, Wynn shall comply with the conditions in Chelsea Surrounding Community Agreement Arbitration Award in the form of Wynn’s BAFO to Chelsea attached to the Report and Final Arbitration Award dated June 9, 2014 (the “BAFO”), including, without limitation	Ongoing pursuant to schedule set forth in the BAFO.

SUBJECT MATTER	MITIGATION OR IMPROVEMENT MEASURE	SCHEDULE
	the requirements of Section 5 regarding Transportation Impacts. Without limitation, subject to the terms and conditions thereof, Wynn shall make to Chelsea the Transitional Roads Payment pursuant to Section 5.2 thereof and the additional annual mitigation payment under Section 5.3 thereof.	
7. SOMERVILLE MITIGATION		
	In accordance with the Secretary’s applicable Certificates and (as applicable) as more particularly specified and conditioned in the Somerville Surrounding Community Agreement (“Somerville SCA”), Wynn shall comply without limitation with the following conditions:	
Orange Line Subsidy	Wynn will provide an annual Orange Line operating subsidy to the MBTA to support additional passenger capacity on the Orange Line, discussed below, which will directly benefit (without limitation) the residents, commuters and visitors to and from Assembly Station in Somerville.	See below.
Roadways	<p>In accordance with the SSFEIR Certificate as more particularly specified and conditioned in Section V of the MassDOT/MBTA/DCR Section 61 Findings, there are no feasible means to avoid or minimize the Project’s traffic impacts that the Project Proponent (Wynn) could be required to implement at the following locations:</p> <ul style="list-style-type: none"> • I-93 Ramps/Route 38 (Mystic Avenue) Intersection. • I-93 NB Off-ramp/Route 28 (McGrath Highway) Intersection. • Route 38 (Mystic Avenue)/ Route 28 (McGrath Highway) Intersection. • Broadway/ Route 28 (McGrath Highway) Intersection. 	N/A.
Sullivan Square	Wynn will fund and undertake improvements to Sullivan Square in accordance with the SSFEIR Certificate and these Second Amended Section 61 Findings.	Prior to opening.
	Wynn will comply § 5.2 of the Somerville SCA and these Second Amended Section 61 Findings relative to developing a comprehensive traffic solution for	Ongoing.

SUBJECT MATTER	MITIGATION OR IMPROVEMENT MEASURE	SCHEDULE
	<p>Sullivan Square. See provisions regarding the Regional Working Group required by the SSFEIR Certificate and discussed below in these Second Amended Section 61 Findings.</p> <p>As an adjunct to the ongoing monitoring required under § 7.1.B of the Boston SCA, the independent organization approved by the Commission should monitor traffic at the following intersection and, if there are material operational deficiencies at the monitored location caused by the two new signalized intersections associated with the Project’s mitigation measures, should recommend feasible mitigation measures, if any, to mitigate those deficiencies: Intersection of Broadway / Mt. Vernon Street / Alfred A. Lombardi Way.</p>	<p>Ongoing.</p>
<p>Wellington Circle</p>	<p>Wynn will fund and undertake improvements to Wellington Circle in accordance with the SSFEIR Certificate and these Second Amended Section 61 Findings.</p> <p>Wynn will comply § 5.3 of the Somerville SCA and these Second Amended Section 61 Findings relative to funding a study concerning permanent improvements to Wellington Circle, funding up to 25% or \$1.5 million of the concept design following the study, and cooperating with efforts by the relevant community or communities to seek future funding from the Transportation Infrastructure and Development Fund relative to Wellington Circle.</p>	<p>Prior to opening.</p> <p>Ongoing.</p>
<p>Public Safety Mitigation Payment</p>	<p>Pursuant to § 5.4 of the Somerville SCA, and contingent upon the receipt of a non-appealable License, Wynn will pay to Somerville an annual payment of \$250,000 (plus escalation per Exhibit B of the Somerville SCA) “to enable Somerville to fund staffing and other public safety initiatives related to increased pedestrian and vehicular traffic in Somerville and additional costs, if any, incurred in mutual aid responses to the Project.”</p> <p>Pursuant to § 5.4 of the Somerville SCA and with the specific conditions of these Second Amended Section 61 Findings, Wynn will take steps to facilitate pedestrian</p>	<p>Annually per the requirements of the Somerville SCA.</p> <p>Ongoing.</p>

SUBJECT MATTER	MITIGATION OR IMPROVEMENT MEASURE	SCHEDULE
	<p>and bicycle access along the Mystic River and Broadway.</p> <p>Pursuant to § 5.4 of the Somerville SCA and with the specific conditions of these Second Amended Section 61 Findings, Wynn will coordinate signage on the Project to create continuity for pedestrian and bicycle use of such pathways and will participate in regional efforts to enhance and develop such path ways.</p>	Ongoing.
Water Transportation and Related Measures	<p>Pursuant to § 5.5 of the Somerville SCA and the specific conditions of these Second Amended Section 61 Findings, and contingent upon the receipt of a non-appealable License, Wynn will pay Somerville an annual payment of \$150,000 (plus escalation per Exhibit B of the Somerville SCA) “to make certain improvements to facilitate water transportation and to fund staffing and other public safety initiatives related to increased use of water transportation.”</p> <p>Pursuant to § 5.5 of the Somerville SCA, Wynn will participate in regional discussions regarding a walk/bike connection across the Mystic River to be built on or in the direct vicinity of the dam structure and will consider, in good faith, contributing, with other neighboring communities and businesses, to the design and construction of a connection.</p>	<p>Annually per the requirements of the Somerville SCA.</p> <p>Ongoing.</p>
Limitation on Satellite Pickup/Drop-off Sites	<p>Pursuant to § 5.6 of the Somerville SCA, except with Somerville’s express permission, Wynn will not use any location in Somerville as a satellite pickup/drop-off site to and from the Project for its employees generally; provided, however, Wynn, in coordination with Somerville, may provide transportation for employees who are residents of Somerville. In addition, Wynn will not have stops for so-called “line-runs,” or regularly scheduled bus or shuttle routes, in Somerville, provided that, subject to meeting legal requirements, Wynn will be able to provide transportation to patrons which whom it has established a relationship and will be able to provide transportation home to any patron residing in Somerville.</p>	Ongoing.
Remote Parking	<p>Pursuant to § 5.7 of the Somerville SCA, except with Somerville’s express permission, neither Wynn nor any of its affiliates, successors or assigns shall</p>	Ongoing.

SUBJECT MATTER	MITIGATION OR IMPROVEMENT MEASURE	SCHEDULE
	construct a satellite parking or other facility associated with the Project within Somerville.	
TIPS Program	Pursuant to § 5.8 of the Somerville SCA, Wynn will incorporate a training program (e.g., TIPS (Training Intervention Procedures and Services Program)) for alcohol servers and other employees.	Ongoing.

SUBJECT MATTER	MITIGATION OR IMPROVEMENT MEASURE	SCHEDULE
8. CAMBRIDGE MITIGATION		
Intersections	<p>In accordance with the SSFEIR Certificate as more particularly specified and conditioned in Section V of the MassDOT/MBTA/DCR Section 61 Findings, there are no feasible means to avoid or minimize the project’s traffic impacts at this location that the Project Proponent (Wynn) could be required to implement:</p> <ul style="list-style-type: none"> • Route 28 (Monsignor O’Brien Highway)/Edwin H. Land Boulevard/Charlestown Avenue Intersection. <p>Notwithstanding this finding, Wynn shall comply with the conditions in the Cambridge Surrounding Community Agreement (“Cambridge SCA”), including, without limitation the requirements of § 4 regarding Transportation Impacts. Specifically, to address any adverse impacts with respect to this intersection and contingent upon the acceptance by Wynn of a non-appealable License, Wynn has agreed to pay to Cambridge a onetime payment of \$200,000 to enable Cambridge to study and/or make certain improvements to the identified intersection to address any adverse impacts resulting from the development or operation of the Project.</p>	One time, due (per the requirements of the Cambridge SCA) on or before the ninetieth (90th) day following the acceptance by Wynn of a non-appealable License for the Project.
9. TRANSPORTATION DEMAND MANAGEMENT STRATEGIES		
	In accordance with the Secretary’s applicable Certificates as more particularly specified and conditioned in Section VIII of the MassDOT/MBTA/DCR Section 61 Findings, Wynn shall:	
Transportation Demand Management Program	<p>In addition to the Long-term Commitment for Transportation Demand Management relative to Sullivan Square and Boston referenced above, Wynn shall implement the following Transportation Demand Management Program:</p> <ul style="list-style-type: none"> • Pay Membership Fee with a Transportation Management Association. • Employ a designated Transportation Coordinator for the Project to coordinate efforts, monitor success rates, and manage strategic implementation of traffic 	At opening and ongoing.

	<p>reduction programs.</p> <ul style="list-style-type: none"> • Provide on-site sale of MBTA passes for employees and for guests of the Project, including on-site Full Service MBTA Fare Vending Machine when such machines are available. • Schedule employee shift beginnings and endings outside specified peak traffic periods. • Implement carpool/vanpool matching programs. • Disseminate promotional materials, including newsletters about TDM program in print at the Project’s on-site Transportation Resource Center, and online. • Provide patron Orange Line Shuttle Service to Wellington and Malden Center stations, 2 locations, 20 Minute Headways, 20 Hrs./day, 30-60 passenger vehicles. • Provide Employee Shuttle Buses 2 Locations, 20 Minute Headways, 24 Hrs./day. • Improve and provide access to MBTA bus stops along Lower Broadway. • Implement improvements to Wellington and Malden Center Stations to accommodate Wynn patron shuttle service at curbside. • Premium Park & Ride Shuttle buses 3 Locations, 90 Minute Headways, 12 Hrs./day. • Provide Neighborhood Shuttle Continuous Loop, 20 Minute Headways, 24 Hrs./day. • Provide for potential future expansion of shuttle service to include service to Logan International Airport, North Station, and South Station and other major transportation hubs through coordination with Everett and the MBTA. • Provide water shuttle service to the Project Site, including associated docks and facilities and the use of customized ferry vessels to support passenger transport between the Project Site and key Boston Harbor sites. • Participate in the MBTA Corporate Pass Program to the extent practical and as allowable pursuant to commercial tenant lease requirements. • Furnish electric vehicle charging stations within the proposed parking garage. • Furnish car sharing services in the garage at the Project Site. • Provide preferential parking for car/vanpools and alternatively fueled vehicles. 	
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	<ul style="list-style-type: none"> • Provide a “Guaranteed-Ride-Home” in case of emergency to employees that commute to the Project by means other than private automobile. 	
10. MBTA FACILITY IMPROVEMENTS & LAND TRANSFER MITIGATION		
	In accordance with the Secretary’s applicable Certificates as more particularly specified and conditioned in Section VII of the MassDOT/MBTA/DCR Section 61 Findings, Wynn shall comply with the following conditions:	
Wellington Station Improvements	<p>Wynn shall make multimodal improvements to MBTA’s Wellington Station including dedicated curb space for the patron shuttles, reconfiguration of the existing parking lot to support the construction of a fourth curb cut north of the existing/taxi/auto pick-up/drop-off area, and reconfiguration of the existing MBTA parking lot to create additional parking spaces.</p> <p>These improvements shall be substantially as described in the MassDOT/MBTA/DCR Section 61 Findings and as set forth in the conceptual plan entitled “Wellington Station Curbside Reconfiguration (Figure 2-13)” included in the SSFEIR, with such refinements thereto as are approved by the MBTA through the 100 percent design submission.</p>	Prior to opening.
Malden Center Station Improvements	<p>Wynn shall make multimodal improvements to MBTA’s Malden Center Station to accommodate shuttle bus service at curbside, associated bus layover space, and construction of a passenger shelter on MBTA property near the corner of the busway and Centre Street.</p> <p>These improvements shall be substantially as described in the MassDOT/MBTA/DCR Section 61 Findings and as set forth in the conceptual plan entitled “Malden Center Station Curbside Reconfiguration (Figure 2-14)” included in the SSFEIR, with such refinements thereto as are approved by the MBTA through the 100 percent design submission.</p>	Prior to opening.
Sullivan Square Bus Station Improvements	Wynn shall make multimodal improvements to and adjacent to MBTA’s Sullivan Square Station. These improvements include creation of a new circulation pattern including the alteration and reconstruction of the existing busways and the	Prior to opening.

	<p>reconfiguration of the parking field in front of the bus station; provision of a new signalized busway exit to accommodate right-turn movements, opposite the I-93 northbound off-ramp on Cambridge Street; construction of a new signalized entrance to allow buses to circulate into the station from Beacham Street Extension and Main Street; and provision of new bus shelters at the bus berths on the lower busway.</p> <p>These improvements shall be substantially as described in the MassDOT/MBTA/DCR Section 61 Findings and as set forth in the conceptual plan entitled “Sullivan Square Bus Station and Parking Reconfiguration (Figure 2-15)” included in the SSFEIR, with such refinements thereto as are approved by the MBTA through the 100 percent design submission.</p>	
<p>Route 99 (Broadway) Transit Corridor Upgrades</p>	<p>Wynn shall make multimodal circulation and accessibility upgrades to the Route 99 Corridor, substantially as described in the MassDOT/MBTA/DCR Section 61 Findings and as set forth in the conceptual plan entitled “Lower Broadway/ Alford Street (Route 99) Improvement Plan (Figure 2-12A, B, and C)” included in the SFEIR, with such refinements thereto as are approved by the MBTA in consultation with the City of Everett through the 100 percent design submission.</p> <p>In connection with these upgrades, Wynn shall provide all necessary equipment for the traffic signals and the MBTA buses that travel this route to support a bus priority system along the Route 99 corridor.</p> <p>In addition, as set forth in the MassDOT/MBTA/DCR Section 61 Findings, the Proponent (Wynn) has conducted a Road Safety Audit (“RSA”) along this corridor due to its inclusion in a Highway Safety Improvement Plan (HSIP) cluster. The RSA has identified a list of recommended safety improvements to address both existing and future conditions. These recommendations were summarized in the RSA Report dated March 10, 2016 submitted to MassDOT by AECOM on behalf of the Proponent. To improve safety conditions and mitigate the Project’s impacts along this corridor, the Proponent shall incorporate in the conceptual design plans for the corridor all the potential safety enhancements with “low” and/or “medium” costs and with “short-term” and/or “mid-term” timeframes as listed in the RSA</p>	<p>Prior to opening.</p>

	Report in Table 3: Potential Safety Enhancement Summary- Lower Broadway.	
MBTA Everett Shops Improvements	Subject to the mitigation regarding the conveyance stated below, and subject to review and approval by the MBTA, Wynn shall make improvements to access, construct a new gatehouse, grant an access easement to MBTA for 365 days a year/24 hours a day access, and construct new loading docks at MBTA’s Everett Shops.	Prior to opening.
Mitigation regarding Conveyance of certain of MBTA Everett Shops Land	In accordance with the SSFEIR Certificate, and as stated in the MassDOT/MBTA/DCR Section 61 Findings, Wynn has worked with the MBTA to place into escrow a quitclaim deed to Wynn and payment for 1.758 acres of the MBTA Shops property as shown on an ANR Plan prepared by Feldman Land Surveyors dated January 7, 2014; and, upon issuance of the MassDOT/MBTA/DCR Section 61 Findings, the escrow agent will return the original Quitclaim Deed and Termination of Easement agreement to Wynn, the money to the MBTA; and any modifications will be subsequently recorded.	Escrow to remain in place until issuance of the final MassDOT/MBTA/DCR Section 61 Findings.
Orange Line Subsidy	Wynn shall provide to the MBTA an annual Orange Line operating subsidy to support additional passenger capacity on the Orange Line. The annual operating subsidy shall be calculated and paid in accordance with the MassDOT/MBTA/DCR Section 61 Findings regarding the MBTA Orange Line. The total subsidy is currently estimated at \$7.4 million, including escalation, over the 15 year term of the License.	Annually beginning after opening.
SUBJECT MATTER	MITIGATION OR IMPROVEMENT MEASURE	SCHEDULE
11. OTHER TRANSPORTATION MEASURES		
	In accordance with the Secretary’s applicable Certificates as more particularly specified and conditioned in the MassDOT/MBTA/DCR Section 61 Findings, Wynn shall comply with the following conditions:	

<p>Transportation Monitoring Program</p>	<p>Wynn shall engage and pay for an independent organization approved by MassDOT to undertake a comprehensive transportation monitoring program. Monitoring shall commence prior to the initial occupancy of either hotel or gaming components of the Project, whichever occurs first, to establish a baseline, and will continue for a period of 10 years. At least annually, Wynn shall provide a report on the Transportation Monitoring Program to the Commission (with a copy to MassDOT), which will include without limitation a report on the implementation of the TDM program described herein. Wynn shall provide more frequent reports as may be required from time to time by the Commission or MassDOT.</p> <p>The scope, locations, methodology, timing and frequency of the transportation monitoring program shall comply with the requirements of the MassDOT/MBTA/DCR Section 61 Findings, and may be adjusted by MassDOT as necessary to ensure that the geographic extent of the data collected is sufficient to measure the impact of the Project and to reflect changes in the transportation system that may occur after the completion of the Project. The transportation monitoring program shall include Roadway Data Collection, Capacity Analyses, Parking Data Collection, Public Transportation Data Collection, and a Travel Mode Analysis, all as specified by the MassDOT/MBTA/DCR Section 61 Findings and adjusted from time to time by MassDOT as necessary.</p> <p>Without limitation, this monitoring shall be done at the locations, for the time periods and in accordance with the requirements and methodology specified by MassDOT and the MassDOT/MBTA/DCR Section 61 Findings, and will include the following additional intersections:</p> <ul style="list-style-type: none"> • Broadway / Mt. Vernon Street / Alfred A. Lombardi Way (Somerville) • Williams Street / Chestnut Street (Chelsea) <p>At these additional intersections, Wynn shall conduct peak period manual turning movement counts, vehicle classification, and pedestrian/bicycle counts on a Thursday and Friday between 4:00 PM-6:00 PM and on a Saturday between 2:00 PM-5:00 PM. The Commission may require additional data to be collected if the</p>	<p>Prior to the initial occupancy (to establish a baseline), and continuing for a period of 10 years.</p>
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	<p>Commission determines that the submitted data are insufficient.</p> <p>Wynn shall comply with the requirements for both the transportation monitoring program required by the MassDOT/MBTA/DCR Section 61 Findings and with the transportation monitoring program required by § 7.1.B of the Boston SCA as incorporated above in the Commission’s Second Amended Section 61 Findings and in the License; provided, however, that Wynn shall work cooperatively with MassDOT, DCR, the City of Boston and the Commission to avoid unnecessary duplication of effort or any conflicting requirements.</p> <p>The Commission will review the monitoring results to determine whether the mitigation triggers listed in § 7.1.B of the Boston SCA have been exceeded and whether additional data should be collected; and the Commission reserves the right to determine the appropriate mitigation in the event there are any such operational deficiencies or imminent traffic problems associated with traffic to and from the Gaming Establishment, including but not limited to those additional mitigation measures listed in § 7.1.B of the Boston SCA. If the additional mitigation measures involve changes to roadways, intersections, or traffic signals under the jurisdiction of the City of Boston, Wynn shall cooperate with Boston concerning the permitting and implementation of the additional mitigation measures, pursuant to the Boston SCA.</p> <p>See also Long-term Commitment Transportation Demand Management relative to Sullivan Square and Boston, in § VIII.F.4 above.</p>	
<p>Mystic River Pedestrian-Bicycle Bridge Feasibility Study</p>	<p>Wynn shall either (a) provide \$250,000 to DCR for planning and engineering services for a possible pedestrian bridge crossing of the Mystic River linking Somerville and Everett, or (b) retain and pay for a qualified design, planning and engineering firm to conduct and complete the Mystic River Pedestrian-Bicycle Bridge Feasibility Study with a scope of work reasonably acceptable to DCR.</p>	<p>Prior to opening.</p>
<p>Water Transportation Vessels</p>	<p>Wynn shall:</p> <ul style="list-style-type: none"> • Provide dock facilities and customized ferry vessels to support passenger water transportation service between the Project Site and key Boston Harbor landing 	<p>At opening.</p>

	<p>sites;</p> <ul style="list-style-type: none"> • Provide a touch and go dock for transient boat access to the Project Site; • Consistent with Section 4.5.1.1 of the FEIR, provide water transportation level of service that provides sufficient seating and headways to accommodate the expected passenger levels identified in the FEIR (2,908 passengers on Friday, 3,634 passengers on Saturday and 2,713 passengers average day, except when impracticable due to weather conditions). Current plans call for three custom-built 35 passenger vessels to be available at the project opening with a fourth 35 passenger vessel to be available within 90 days of the project opening. These requirements are subject to adjustment based on customer demand to support Wynn’s overall mode share; • Ensure that customized passenger vessels supporting water transportation service to and from the Gaming Establishment are designed and built to be able to pass safely under the Alford Street (Rt-99) Draw Bridge across the Mystic River, mile 1.4, between Boston and Everett, at high tide in the closed position; • Implement reasonable restrictions to prohibit or discourage patrons arriving to or departing from the Gaming Establishment in private vessels that would cause the Alford Street (Rt-99) Draw Bridge to open during or affecting peak vehicular transportation hours on Alford Street and in Sullivan Square. 	<p>At opening and Ongoing.</p>
<p>Annual Monitoring and Reporting Program</p>	<p>Without limiting the transportation monitoring programs required by the MassDOT/MBTA/DCR Section 61 Findings and by § 7.1.B of the Boston SCA Wynn shall also conduct a post-development traffic monitoring and employee survey program (including without limitation vehicular, public transit, and ferry service) in order to evaluate the adequacy of transportation mitigation measures including the TDM program for \$30,000 annually.</p>	<p>At opening and Ongoing.</p>
<p>12. WASTEWATER, WATER USE, AND WETLANDS AND WATERWAYS MEASURES</p>		
	<p>In accordance with the Secretary’s applicable Certificates and MWRA’s, DEP’s and MassDOT/MBTA/DCR’s respective Section 61 Findings, Wynn shall comply with all of the following mitigation measures and conditions:</p>	

<p>Wastewater</p>	<ul style="list-style-type: none"> • Implement or fund sewer system improvements that remove Infiltration and Inflow (“I/I”) equivalent to 4 gallons removed for every gallon of new wastewater generated (currently estimated at 314,649 GPD); • Assist in modifications to regional wastewater infrastructure modifications that will reduce the incidence of combined sewer overflows (“CSOs”) into the Mystic River associated with the Cambridge Sewer Branch, including the installation of grease traps and gas/oil separators. 	<p>Prior to opening as to I/I and ongoing as to CSOs.</p>
<p>Water use</p>	<ul style="list-style-type: none"> • Follow Leadership in Energy and Environmental Design (“LEED”) standards of Gold or higher, and incorporate water conservation measures that are intended to reduce the potable water demand on the MWRA water supply system; • Utilize water-efficient plumbing fixtures, low-flow lavatory faucets and shower heads; • Through rainwater harvesting and the installation of alternatives to natural turf landscaping, the Project will further reduce water demand and use; • Include extensive indoor and outdoor landscaping; • Utilize timers, soil moisture indicators and rainfall sensors to reduce potable water use on landscaping. 	<p>During construction.</p>
<p>Wetlands, waterways, and water quality certification</p>	<ul style="list-style-type: none"> • Remediate, revegetate and enhance 550 linear feet of existing shoreline with enhanced “living shoreline;” • Remove invasive vegetation and planting of native herbaceous and shrub vegetation along part of existing Coastal Bank and Riverfront Area; • Consult with MassDEP to develop specifications for the living shoreline and bank restoration; • Transform 10,900 +/- SF of disturbed Coastal Beach/Tidal Flats, Coastal Bank, and Riverfront Area to Salt Marsh; • Clean up debris within the Land Under the Ocean, Coastal Beach and Coastal Bank resource areas; • Dredge to remove contaminated sediments from the harbor bottom to provide ample draft for water transportation, recreational vessels and a proposed floating dock; • Replace existing bulkhead and construction of new bulkheads within areas of 	<p>During construction and prior to opening.</p>

	<p>existing degraded Coastal Beach and Coastal Bank areas;</p> <ul style="list-style-type: none"> • Ensure that 100% of the ground floor of the Gaming Establishment will be a facility for public accommodation; • Construct high quality landscaped open space along the edge of the Mystic River and the existing degraded Coastal Bank, Buffer Zone and Riverfront Area, including a harborwalk with high-quality amenities along the edge of the Mystic opening this site to public access and connecting it to Lower Broadway to the east; • Create a Gateway Park Connector multi-use path with benches, lighting, signage, plantings, and other amenities, linking the harborwalk on the Project Site under the MBTA rail line through to the DCR’s Gateway Park to the west along the Mystic River, including bicycle and pedestrian connections; • Provide a pile-supported pier/walkway, a gangway, and Americans with Disabilities Act-compliant floating water transportation dock designed to support future water transportation service to Downtown Boston and other regional water transportation destinations, as well as transient vessels; • Develop an attractive public destination for water dependent uses along the waterfront, including significant open space, outdoor seating, viewing areas, a gazebo and public docks; • Further consider opportunities to improve shellfish resources at appropriate locations in consultation with the Division of Marine Fisheries (“DMF”). 	
<p>Public Access</p>	<ul style="list-style-type: none"> • As stated above regarding Other Transportation Measures, either (a) provide \$250,000 to DCR for planning and engineering services for a possible pedestrian bridge crossing of the Mystic River linking Somerville and Everett, or (b) retain and pay for a qualified design, planning and engineering firm to conduct and complete the Mystic River Pedestrian-Bicycle Bridge Feasibility Study with a scope of work reasonably acceptable to DCR. • Participate in a process to study the feasibility of extending the Northern Strand Community Trail to Everett. • Provide over 190,000 sq. ft. of facilities for public accommodation to provide destinations and activation of the Project Site. 	<p>Prior to opening.</p> <p>During construction/prior to opening, and ongoing.</p>

	<ul style="list-style-type: none"> • Provide 2 acres more open space than required by G.L. c. 91. 	
Re-purpose Adjacent Waterfront Real Property	<p>Pursuant to and subject to § 8.6 of the Boston SCA, Wynn shall pay to Boston \$250,000 for the purpose of covering Boston’s legal, engineering and other professional services to be incurred by Boston under said § 8.6 in an effort to re-purpose the waterfront real property adjacent to and within the vicinity of the Project Site [i.e. the Boston Water and Sewer Commission’s Material Handling Facility] and to return such waterfront real property to public access.</p>	One-time payment prior to opening.
Stormwater	<ul style="list-style-type: none"> • Implement a stormwater management system that will improve the quality of runoff on-site. These measures include: <ul style="list-style-type: none"> ○ On-site mitigation measures: <ul style="list-style-type: none"> ▪ Two new outfalls will discharge treated stormwater into the Mystic River; ▪ Green Roof installation; ▪ Best Management Practices (“BMPs”) such as pavement sweeping, deep sump catch basins, tree box filters, filtering bioretention areas, four (4) proprietary stormwater separators, and stormwater media filters. These BMPs will be designed to remove at least 80% of the average annual load of Total Suspended Solids; and ▪ Catch basins, silt fences, hay bales and crushed stone will be used during construction to prevent sediment removal from entering runoff; ○ Offsite mitigation measure associated with transportation improvements will include bioretention or subsurface infiltration chambers, deep sump catch basins or proprietary stormwater separators. • Prepare a Stormwater Pollution Prevention Plan (SWPPP) in support of a Notice of Intent (NOI) filing with the EPA for coverage under NPDES Construction General Permit (CGP); • Incorporate new stormwater management systems in compliance with applicable requirements of State and City of Everett Stormwater Management Standards. The SWPPP and long-term stormwater improvements will provide stormwater mitigation measures to be implemented both during and after construction to improve water quality; and 	Prior to opening.

	<ul style="list-style-type: none"> • Portions of the Project Site which currently drain into the MBTA 36-inch storm drain under existing conditions will be re-directed to the Project’s stormwater management system. 	
13. GREENHOUSE GAS AND AIR QUALITY IMPACTS		
<p>MassDEP Air Plan Approval or Environmental Results Program/Greenhouse Gas Reductions</p>	<ul style="list-style-type: none"> • Design the Project buildings to be certifiable under a LEED rating of Gold or higher; • Operate utilizing a series of best operating practices consistent with LEED principles to maintain the energy use, water efficiency, atmospheric, materials and resources use, and indoor air quality goals; • Comply with the Energy Stretch Code adopted by the City of Everett pursuant to the Green Communities Act of 2008; • Provide a self-certification to the MEPA Office regarding compliance with GHG reductions upon completion of construction; • Provide a lighting plan, approved by the City of Everett, for the Commission’s review, and demonstrate to the Commission that the plan is reasonably consistent with the proposed LEED certification; • Commit to a comprehensive list of Energy Efficiency Measures (EEM) that are predicted to reduce CO2 emissions 27.4%. These proposed EEM include: <ul style="list-style-type: none"> ○ Installing street trees and lighting; ○ Cool roofs; ○ Central chiller plant with better efficiency than Code; ○ Demand Control Ventilation (DCV) for the casino, public entertainment, and retail areas; ○ Energy Recovery Ventilation (ERV) to reduce chiller energy use; ○ Building envelopes with roof and window insulation better than Code; ○ Lower light power density 20% better than Code; ○ Low-energy Electronic Gaming Machines (where feasible); ○ LED lighting for all parking structures; ○ High efficiency elevators with regenerative VVVF drives and LED lights; ○ Demand Control Exhaust Ventilation (DCEV) with variable frequency drive 	<p>During construction and post occupancy.</p>

	<p>(VFD) fans for enclosed parking structures;</p> <ul style="list-style-type: none"> ○ Kitchen and restaurant refrigeration energy efficiency design to reduce energy use; ○ Energy-STAR appliances; ○ Enhanced building commissioning; and ○ Occupancy controls for non-occupied or infrequently occupied spaces. <ul style="list-style-type: none"> • Install a photo-voltaic system on the podium building roof or other location, and/or purchase from local service providers of green power of annual electric consumption equaling 10% or more of the Project’s annual electric consumption; • Improve intersections to reduce vehicle idling and TDM measures to reduce trips will reduce Project-related motor vehicle CO2 emissions by 13.0%. When combined, (stationary source plus transportation), the Project’s total CO2 emissions reductions are 25.7% percent compared to the Base Case; • Install cogeneration plant using a nominal 1-MW microturbine, providing approximately 20% of the Project’s annual electrical consumption and significant amounts of absorption cooling, heat and hot water. Wynn will consult with MassDEP regarding the system prior to filing a permitting application. • Consider additional improvements in energy efficient design and expansion of commitment to renewable energy; • Consider electronic gaming machine energy use and provide information to EOEEA and the Commission regarding same; • Plan for and account for the effects of Sea Level Rise by elevating the proposed structures non-service and garage floor elevations to 15 to 16 feet above the 100-year flood level. The Project will also incorporate the following design criteria: <ul style="list-style-type: none"> • Parking garages entrances and other openings into below grade spaces will be elevated a minimum of 3.35 feet above the 100-year flood level, or will be sufficiently flood proofed to avoid damage from coastal storms; • Critical infrastructure and HVAC equipment will be elevated above projected flood levels; • Consider additional measures during subsequent design phases, including, but not limited to: rain gardens and swales; protection for service equipment 	
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	(HVAC, electrical, fuel, water, sewage), installation of back-water flow valves and sump pumps; protection of entrances from snow and ice; enhanced building insulation; cool/green roofing; resilient back-up power and systems; backup power sources for elevators; insulation of refrigeration equipment and elevation of utility hook-ups, mechanical devices, electrical service panel, water heaters, and IT services above potential flood levels.	
14. HAZARDOUS WASTE		
Hazardous Waste Remediation	<ul style="list-style-type: none"> • Remediation of areas of significant soil contamination, including soil removal and soil stabilization, will be initiated by Wynn at the commencement of Project construction and will be substantially completed in the first phase of Site construction (approximately 6 months); • During subsequent construction of the Project elements (casino, hotel, and retail buildings, site roadways and utilities, and waterfront improvements), additional contaminated soil will be removed, and Wynn will manage additional soil excavation and groundwater dewatering in accordance with the MCP; • All Project facilities, including the public harbor walk and other waterfront open space amenities, will be fully suitable for planned recreational and visitor uses; • Any hazardous materials excavated during construction will be managed in accordance with MassDEP guidelines, addressed, and disposed of accordingly, including treatment where applicable; • The parking garage will be waterproofed and designed to resist hydrostatic uplift pressures so that permanent, long term dewatering is not required. Dewatering will be required during construction and will be conducted pursuant to a Remediation General Discharge Permit under the NPDES program; and • Comply with G.L. c. 21E and the MCP in all areas of the Project including construction of the service road and shared entrances. 	Prior to opening/as permitted under MCP.
Sediment Remediation	In accordance with the Secretary’s applicable Certificates and DEP’s Section 61 Findings, Wynn shall comply with all of the following mitigation measures and conditions, as well as all requirements set forth in the Chapter 91 Dredge Permit and 401 Dredge Water Quality Certificate from DEP, the additional Federal Consistency Review by CZM triggered by the NPC; all conditions and mitigation	Prior to Opening

	<p>measures set forth in any additional Orders of Conditions from the Boston Conservation Commission and from the Everett Conservation Commission (or a Superseding Order of Conditions (SOC) from DEP if a local Order is appealed), the specific requirements of Chapter 21E and the MCP.</p> <p>In addition, Wynn shall:</p> <ul style="list-style-type: none"> • Perform all dredging activities under the supervision of a Licensed Site Professional and meet the performance standards of the MCP. • Avoid impacts to the two remnant patches of salt marsh within Boston. • If salt marsh is inadvertently impacted during the dredging/capping operations, plant <i>Spartina</i> species in the same general location as the existing patches, and in an area encompassing a larger area than was impacted, to enhance the intertidal habitat value of the area. • Install turbidity barriers and floating oil booms during dredging and capping to protect water quality. • Conduct water quality monitoring during remediation to identify impacts and support early intervention and mitigation. • Perform all dredging activities under the supervision of a Licensed Site Professional and meet the performance standards of the MCP. • Observe Time of Year (TOY) restrictions for in-water work recommended by the DMF. Without limitation, silt-generating in-water activities must only be conducted between September 30 and February 15. • Coordinate post-remediation monitoring with the DMF and the National Marine Fisheries Service to ensure that the sub-tidal and intertidal habitat is adequately restored. • Develop a management plan for the living shoreline and other areas of the Harborwalk which will ensure public access and engagement as the living shoreline habitats grow and mature over time. 	
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15. CONSTRUCTION MITIGATION		
<p>Traffic and Transportation</p>	<ul style="list-style-type: none"> • Implement phased starting of trades to off-peak hours, 7:00 a.m. and earlier starts; • Utilize lean building practices to maximize off-site prefabrication; • Develop separate construction staging and traffic management plans for these improvements as part of their respective construction bid documents; • The relocation of utilities to Gateway Center, which include water, electrical and communications, will be coordinated with the foundations of the Project garage; • On-site parking by construction workers will be minimized. Most personal vehicles will be restricted from parking at or around the construction site so as to reduce the impact to traffic; • Worker parking shall not be allowed on site except for company vehicles required to perform the work; • Off-site locations at which construction workers can park will be provided with shuttle bus services for worker transportation to and from the Project Site; • Due to the proximity of public transit systems, employees will be encouraged to use the MBTA. In addition, Wynn will offer carpooling incentives; • The Project will provide an off-site area at which trucks may be staged. Truck routes will be coordinated before the start of construction, and the Construction Manager will routinely check truck routes to ensure compliance with the approved plan; • The Construction Manager will establish and maintain designated material staging and delivery areas; • Given the existing traffic patterns, right-turns onto and off of the Project Site through the main site entrance are anticipated; • Wheel wash stations will be installed and maintained at construction site exits by the Construction Manager as needed. Street sweeping/vacuuming of all impacted City streets and sidewalks shall be performed by the Construction Manager on an as needed basis; 	<p>During construction.</p>

	<ul style="list-style-type: none"> • As set forth in FEIR § 12.2.12, and subject to the reasonable direction of the Police Chief, there will be full-time police detail at the site entrance to facilitate the safe delivery of materials to and from the site with as little disruption to the traffic on Lower Broadway as possible. As needed, police details will control the traffic signals along Lower Broadway to facilitate traffic movements near the Project Site; • Secured fencing and barricades will be used to isolate construction areas on the Project Site from pedestrian and vehicle traffic. 	
<p>Utilities</p>	<ul style="list-style-type: none"> • Existing utility tunnels under the MBTA Commuter Rail are anticipated to be reused to minimize disruption to rail service and operation. The construction of utilities servicing the Project primarily will take place on-site; • Connections to the water main and sanitary sewer in Broadway will occur during off peak hours; and • The stormwater management system will be functional prior to installing binder course in the service area or entry drive. 	<p>During construction.</p>
<p>Air quality</p>	<ul style="list-style-type: none"> • The contractors will implement dust control measures during active construction. The selection of specific dust control measures will be activity dependent, but the following types of control measures will be implemented: <ul style="list-style-type: none"> ○ Road and construction area watering; ○ Chemical stabilization; ○ Sand fencing ; ○ Wind speed control; ○ Perimeter sprinklers; ○ Tire washing stations; ○ On-site speed controls; ○ Covered stockpiles; and ○ Street sweeping. • Additional air quality measures to reduce air emissions will include low-sulfur diesel in construction equipment, retrofit equipment as needed, and prohibiting excessive idling (per 310 CMR 7.11); and • If on-site material crushing activities will take place, appropriate notifications 	<p>During construction.</p>

	will be made at least 30 days prior to the commencement of such activities to local officials and to MassDEP in accordance with 310 CMR 16.05(3)(e)(6).	
Noise and vibration	<ul style="list-style-type: none"> • Instituting a program that includes allowable construction timeframes to ensure compliance with the local requirements; • Locating stationary noise sources, including staging areas, as far as possible from noise-sensitive receptors; • Constructing artificial or using natural barriers to shield construction noise; • Combining noisy operations to occur in the same time period (the total noise level produced will not be substantially greater than the level produced if the operations were performed separately); • Using properly maintained equipment mufflers and providing enclosures on equipment operating continuously; • Turning off idling equipment; • Using quieter alternatives for equipment where feasible; • Selecting a quieter construction operation and technique where feasible; • Monitoring noise levels during the construction period to demonstrate compliance; • Conducting baseline noise level monitoring prior to construction and periodic monitoring of noise levels during construction. Noise monitoring shall be conducted at the site perimeter locations and locations near adjacent buildings; • Work activities that generate unavoidable excessive noise will be included in the two-week look-ahead schedule submitted by the construction managers; • Project specifications will include vibration limits to avoid potential damage to nearby utilities, buildings, and the adjacent rail line; and • If necessary to reduce vibration levels, pile locations proximate to sensitive structures will be pre-augured. 	During construction.
Stormwater and Erosion and Sediment Control	<ul style="list-style-type: none"> • Storm water pollution prevention measures will include good housekeeping such as properly storing materials, spill prevention and response plans, and proper storage and disposal of solid wastes; • The Construction Manager will be responsible for preventing the tracking of sediments beyond the construction site and for controlling dust by using 	Prior to and during construction.

	<p>stabilized construction exits, street sweeping, and watering if necessary;</p> <ul style="list-style-type: none"> • Temporary construction dewatering discharges will be appropriately controlled and discharged in accordance with the NPDES, state, and local dewatering standards; • Erosion and sediment risks will be reduced by avoiding prolonged exposure of bare soil, providing temporary and permanent stabilization as soon as practical, controlling storm water runoff, installing sediment and erosion controls, and providing frequent inspections and maintenance; • Erosion and sediment controls will be installed prior to any earth disturbing activities; • BMPs must be employed to control storm water flows through the Project Site and avoid the transport of sediments off site and towards surface waters or onto local roads. These may include silt fencing, hay bales, compost filter berms, sediment traps, check dams, diversion swales, sediment basins and/or settling tanks, and drain inlet protections; • Stockpile area(s) will be designated on-site. Stockpiles of off-site fill will be stabilized with temporary seeding and mulching, or provided with a tarp to prevent blowing dust, if the soil will not be used within a 14-day period; • Stockpiles of on-site fill will be covered with polyethylene sheeting to prevent dust migration, and hay bales or silt fence may be placed around the perimeter of the stockpiles to prevent the migration of soils during rain events; • Soil stabilization will be initiated immediately after earth-disturbing activities have permanently or temporarily ceased. Temporary stabilization will be provided as soon as possible, but no later than 14 days after construction activity ceases on any particular area; • Areas at final grade will be provided with permanent plantings or seeding prior to the opening of the Project; • These control measures will be specific to the contractor’s equipment, construction activity, and seasonal variability; and • Inspections will be performed in accordance with the SWPPP to be prepared for the Project. This includes inspection by a qualified individual of storm water controls, stabilization measures, disturbed areas, storage areas, and points of discharge at least every 7 days and within 24 hours of a storm event of ½ inches 	
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	<p>or greater.</p>	
<p>Infrastructure Protection</p>	<ul style="list-style-type: none"> • Existing public and private infrastructure located within the public right-of-way will be protected during construction; • Existing infrastructure within easements on the Project Site will be protected or relocated with the coordination of the utility companies prior to the start of construction; • The Construction Manager will notify utility companies and call “Dig Safe” prior to excavation; • The Construction Manager will be required to coordinate all protection measures, temporary supports, and temporary shutdowns of all utilities with the appropriate utility owners and/or agencies; • The Construction Manager will be required to provide adequate notification to the utility owner prior to any work commencing on their utility; • Wynn shall prepare and submit for review by MWRA a construction plan, calculations and an analysis of the MWRA’s pipeline (prepared by a professional engineer licensed in the State of Massachusetts), which shall take into consideration the contractor’s equipment, including vibration machines that would be used over MWRA’s pipeline in instances where the existing roadway surface will be completely excavated away removing the protection of the HS-20 surface loading barrier; and Wynn will be required to upgrade existing water or sewer infrastructure to protect these facilities during and after construction. See MWRA Section 61 Findings (pp. 4-5); • Wynn will conduct additional survey work, test pits and vacuum excavation to precisely identify the locations of utilities and construction monitoring and post construction surveys to ensure the integrity of MWRA infrastructure. See MWRA Section 61 Findings (p. 6); • In the event a utility cannot be maintained in service during switch over to a temporary or permanent system, the Construction Manager will be required to coordinate the shutdown with the utility owners and project abutters to minimize impacts and inconveniences; • Measures for proposed dredging and waterfront infrastructure installations will include providing floating debris barriers and turbidity curtains for water work; and 	<p>Prior to, during and after construction.</p>

	<ul style="list-style-type: none"> • Measures for dredging would include the use of an environmental style bucket to minimize turbidity, and monitoring turbidity in accordance with federal, state, and local permit approvals. 	
Recycling program	<ul style="list-style-type: none"> • Construction waste material from demolition and new construction will be recycled when possible; • The disposal contract will include specific requirements that will ensure that construction procedures allow for the sufficient space for the necessary segregation, reprocessing, reuse, and recycling of materials; and • For those materials that cannot be recycled, solid waste will be transported in covered trucks to an approved solid waste facility, per MassDEP’s Regulations for Solid Waste Facilities, 310 CMR 16.00. This requirement will be specified in the disposal contract. 	During construction.
Pest Control and Wildlife	<ul style="list-style-type: none"> • The extermination of rodents will be required prior to demolition, excavation, and foundation installation; • Proposed work within the tidal zone and below MLW will be subject to time of year restrictions from the Massachusetts Division of Marine Fisheries, which are intended to protect migratory fish as they travel up and down river and to protect winter flounder spawning and nursery habitat; and • Channel dredging operations will be conducted only during those times of the year permitted by state and federal agencies, so as to reduce possible adverse impacts to ecological populations within the dredged area. 	Prior to and during construction.
Laundry Effluent	<ul style="list-style-type: none"> • If required, obtain and comply with the conditions of a sewer discharge permit prior to and while discharging laundry wastewater into the MWRA sewer system. See MWRA Section 61 Findings (pp. 6-7). 	Prior to discharging laundry wastewater into the MWRA sewer system.

IX. SEGMENTATION

The NPC Certificate notes that the MEPA regulations contain anti-segmentation provisions to ensure that projects are not segmented to evade, curtail or defer MEPA review. In addition to having acquired the Site of the Gaming Establishment, the Proponent and/or its subsidiaries or affiliates have reportedly acquired additional properties in Everett including, without limitation: (a) the 37.5 acre Rivergreen Technology Park located approximately one mile from the Site of the Gaming Establishment; (b) the 3.5 acre Lynde Playground located on Route 99; and (c) the 1.5-acre site Boston Freightliner facility located on Bow and Mystic Streets. *See* the Secretary's Certificate dated January 20, 2017, concerning the Rivergreen Notice of Project Change (EEA # 14478) (the "Rivergreen NPC Certificate").

The NPC Certificate (at page 7) concludes that Wynn "should consult with the MEPA Office regarding additional acquisition and development in the project area and potential MEPA review to ensure that projects are not improperly segmented." The Rivergreen NPC Certificate (at page 6) "strongly encourage[s] the Proponents to consult with the MEPA Office regarding the applicability of MEPA review if and when long-term uses are developed for the Lynde Playground and the Boston Freightliner site, and if additional property is acquired and/or new development is proposed."

Wynn shall keep the Commission timely and fully informed with respect to all such matters, including without limitation the results of any such consultations with the MEPA Office, any such notice(s) of project change, and any such MEPA review. The Commission fully reserves its rights to evaluate, regulate, condition, and/or require mitigation with respect to any such matters as they relate to the Commission's jurisdiction and/or the Gaming Establishment, and to further amend the Commission's Section 61 Findings, and all amendments thereto, and/or the License for the Gaming Establishment as appropriate with respect thereto.

X. REGIONAL WORKING GROUP

The SSFEIR Certificate required Wynn to participate in and provide a proportionate share of funding for a Regional Working Group with MassDOT to assess and develop long-term transportation improvements to support sustainable redevelopment and economic growth in and around Sullivan Square. The Regional Working Group was led by MassDOT and included, among others, the Executive Office of Housing and Economic Development, MAPC, DCR, Wynn, and the cities of Boston, Everett, and Somerville. *See* Section VIII of the MassDOT/MBTA/DCR Section 61 Findings entitled "Sullivan Square and Rutherford Avenue Planning Process." The Commission required Wynn to participate in the Regional Working Group process as a condition of its 2016 Section 61 Findings and of the License. However, as the Secretary concluded in the SSFEIR Certificate, "the practical, rational and effective approach to addressing broader regional transportation impacts for this project is through enhanced transportation planning processes, not through the prism of this single project." As a result, the Commission did not require completion of long-term infrastructure improvements implemented as a result of the Regional Working Group process prior to opening of the Gaming Establishment pursuant to G.L. c. 23K.

The Regional Working Group released a report of its findings on March 11, 2019 (the “Regional Working Group Report”). The Regional Working Group Report (at p. 5) notes that “[w]hile the gaming facility will generate substantial new traffic in the area, there are numerous other developments that have been recently built, permitted, or planned, all of which will add more travel demand in the area.” The Regional Working Group Report recommends a “a systematic and holistic approach to transportation” in the area in and around Sullivan Square, including transit service improvements such as increased investment in the Orange line and local bus service, enacting new transportation demand management policies to limit single occupant vehicle trips in the area, additional roadway improvements such as bicycle lanes and pedestrian paths and bridges, and continued regional coordination. *Id.* at p. 8. Further, the Regional Working Group Report recognized that the MEPA process that led to the creation of the Working Group “required only study of issues and did not require or mandate implementation actions or funding mechanisms.” *Id.* at p. 13.

As noted in the Regional Working Group Report (at p. 18), “[w]hile the Working Group was in the early stages of its process, the City of Boston, after a thorough public engagement process separate from the Working Group, selected a preferred design for the Rutherford Avenue/Sullivan Square Project. This design seeks to accommodate both local and regional interests; improve access and safety for bicyclists and pedestrians; creates dedicated bus lanes; and allow for the redevelopment of Sullivan Square.” These infrastructure improvements remain at an early stage in design. In addition to the infrastructure improvements, as referenced earlier in these Second Amended Section 61 Findings, the Regional Working Group also made a number of recommendations for transit service improvements and new transportation demand management measures.

These Second Amended Section 61 Findings and the License will continue to require that the License include a reopener pursuant to 205 CMR 120 if it is necessary for the Commission to adjust Wynn’s contribution to either the proportionate share of funding for a Regional Working Group, or the long-term infrastructure improvements to be implemented as a result of the Regional Working Group process, or both.

Finally, Wynn shall use its best efforts to work with the MBTA, MassDOT, and DCR on any future plans to create mass transit opportunities that serve the Gaming Establishment, including without limitation working with the MBTA, MassDOT and DCR on right of way issues. Wynn shall consider making a reasonable contribution as may be determined by the Commission to the cost of implementation of such mass transit opportunities.

XI. FINDINGS

Pursuant to G.L. c. 30, § 61, and 301 CMR 11.12(5), the Commission finds that all feasible measures have been taken to avoid or minimize impacts of the Project and damage to the environment. Specifically, the Commission finds that:

1. Environmental impacts resulting from the proposed Project within the scope of MEPA are those impacts described in the FEIR, SFEIR, SSFEIR, and NPC and the corresponding Secretary's Certificates regarding each.
2. Wynn shall comply with and implement (a) all conditions in the Commission's conditional License for the Project (except those conditions that have been expressly modified and amended by the Commission's action on the Boston SCA), (b) the terms and conditions of the Mitigation Agreements, (c) the mitigation measures described in these Second Amended Section 61 Findings, and the applicable provisions of the FEIR, the SFEIR, the SSFEIR, the NPC and the Secretary's corresponding Certificates regarding the same, (d) the final Second Amended Section 61 Findings and conditions issued by other State Agencies in their respective final Agency Action on the Project, and (e) all conditions imposed by the Commission in its final Agency Action and final License for the Project pursuant to 205 CMR 120.02(1)(a).
3. Appropriate conditions will be included in any final License issued for the Project pursuant to 301 CMR 11.12(5)(b) and 205 CMR 120 to ensure implementation of the conditions and mitigation measures identified herein.
4. The Commission will establish a schedule for and conduct a regular quarterly review of compliance with the Second Amended Section 61 Findings and the conditions of the Gaming License.

Gayle Cameron, Massachusetts Gaming Commission

Date

Bruce Stebbins, Massachusetts Gaming Commission

Date

Enrique Zuniga, Massachusetts Gaming Commission

Date

A&K DRAFT: 4/30/19

MASSACHUSETTS GAMING COMMISSION
SECOND AMENDED SECTION 61 FINDINGS ISSUED
PURSUANT TO M.G.L. c. 23K AND M.G.L. c. 30, § 61

PROJECT NAME: ~~Wynn~~Encore Boston Harbor (f/k/a Wynn Everett and Wynn Boston Harbor)
PROJECT LOCATION: 1 ~~Horizon Way~~Broadway in Everett, Massachusetts
PROJECT PROPONENT: Wynn MA, LLC
EOEEA NUMBER: 15060
APPROVAL SOUGHT: Category 1 Gaming License

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MASSACHUSETTS GAMING COMMISSION
SECOND AMENDED SECTION 61 FINDINGS ISSUED
PURSUANT TO M.G.L. c. 23K AND M.G.L. c. 30, § 61

PROJECT NAME: [WynnEncore](#) Boston Harbor (f/k/a Wynn Everett [and Wynn Boston Harbor](#))
PROJECT LOCATION: 1 ~~Horizon Way~~ [Broadway](#) in Everett, Massachusetts
PROJECT PROPONENT: Wynn MA, LLC
EOEEA NUMBER: 15060
APPROVAL SOUGHT: Category 1 Gaming License

I. INTRODUCTION

~~Pursuant to the Massachusetts Environmental Policy Act, G.L. c. 30, §§ 61-62I, G.L. c. 23K, § 15(12), 301 CMR 11.12, and 205 CMR 120.02, the Massachusetts Gaming Commission (the “Commission”) finds~~ [On April 25, 2016, the Massachusetts Gaming Commission \(the “Commission”\) issued Section 61 Findings for the Project \(the “2016 Section 61 Findings”\) pursuant to the Massachusetts Environmental Policy Act, G.L. c. 30, §§ 61-62I, G.L. c. 23K, § 15\(12\), 301 CMR 11.12, and 205 CMR 120.02. The Commission found that, with the implementation of the measures identified in the Project Proponent Wynn, MA, LLC’s \(“Wynn’s”\) Final Environmental Impact Report \(“FEIR”\) submitted to the Executive Office of Energy and Environmental Affairs \(“EOEEA”\) on June 30, 2014, the Secretary of EOEEA’s \(the “Secretary’s”\) Certificate regarding the FEIR dated August 15, 2014 \(the “FEIR Certificate”\), the Supplemental Final Environmental Impact Report submitted February 17, 2015 \(“SFEIR”\), the Secretary’s Certificate regarding the SFEIR dated April 3, 2015 \(the “SFEIR Certificate”\), the Second Supplemental Final Environmental Impact Report \(“SSFEIR”\) dated July 15, 2015 \(the “SSFEIR”\), the Secretary’s Certificate dated August 28, 2015 regarding the SSFEIR \(the “SSFEIR Certificate”\), and including, without limitation those measures summarized ~~below~~ \[in the 2016 Section 61 Findings\]\(#\), that all practicable and feasible means and measures will have been taken to avoid or minimize potential damage to the environment from Wynn’s proposed category 1 gaming establishment as defined in G.L. c. 23K, § 2 \(the “Project” or the “Gaming Establishment”\). \[The 2016 Section 61 Findings were published in the Environmental Monitor on May 11, 2016.\]\(#\)](#)

[On February 28, 2017, Wynn filed a Notice of Project Change \(the “NPC”\) regarding a sediment remediation plan for a portion of the Project site and an adjacent area of the Mystic River, and proposed modifications and refinements to the Project’s building program. The NPC also identified the acquisition of properties within the vicinity of the Project by affiliates of the Proponent. Notice of the NPC was published in the Environmental Monitor on March 8, 2017. During the public comment period which ended on March 28, 2017, public comments on the NPC were submitted by the Massachusetts Department of Environmental Protection \(“MassDEP” or “DEP”\), the Massachusetts Water Resources Authority \(“MWRA”\), the Massachusetts Office of Coastal Zone Management \(“CZM”\), the Massachusetts Department of Conservation and Recreation \(“DCR”\), the City of Everett, Everett United, the Mystic River Watershed Association, and Boston Harbor Now.](#)

On April 7, 2017, the Secretary issued a Certificate on the NPC (the “NPC Certificate”) in which the Secretary determined that “the project change **does not require** the submission of a supplemental Environmental Impact Report (EIR)” and that “[o]utstanding issues associated with this project change can be addressed during State permitting” (emphasis in original). The NPC Certificate was published in the Environmental Monitor on April 19, 2017.

Shortly thereafter, Wynn requested that the Commission approve a minor modification to one condition in the 2016 Section 61 Findings with respect to the Mystic River Pedestrian-Bicycle Bridge Feasibility Study (the “Feasibility Study”). Under the 2016 Section 61 Findings (at page 42), Wynn was required to “provide \$250,000 to DCR [the Department of Conservation and Recreation] for planning and engineering services for a possible pedestrian bridge crossing of the Mystic River linking Somerville and Everett.” Wynn requested that it be permitted to either make this payment or “retain and pay for a qualified design, planning and engineering firm to conduct and complete the [Feasibility Study] with a scope of work reasonably acceptable to DCR.” The Commission approved a minor modification of the 2016 Section 61 Findings to this effect on July 13, 2017 (the “First Amended Section 61 Findings”).

Since that time, Wynn has continued to revise and refine the design of the Project and the methods by which it would implement the mitigation measures identified in the 2016 Section 61 Findings and the First Amended Section 61 Findings. Accordingly, Wynn has requested that the Commission revise and restate the 2016 Section 61 Findings and the First Amended Section 61 Findings to reflect the NPC, NPC Certificate, and the refinements in the Project’s design and the mitigation measures associated with the Project. Wynn also consulted with the MEPA Office of the EOEEA regarding the revisions made since the NPC Certificate was issued and has been advised by EOEEA that no further filings are required under MEPA.

The Commission has reviewed the NPC, NPC Certificate, and Wynn’s refinements to the Project on a regular basis since issuing the 2016 Section 61 Findings. It has also reviewed the proposed revisions to Wynn’s mitigation commitments (as described below). Based on this review, the Commission now issues these Seconded Amended Section 61 Findings (the “Second Amended Section 61 Findings”) pursuant to G.L. c. 30, §§ 61-62I, G.L. c. 23K, § 15(12), 301 CMR 11.12, and 205 CMR 120.02, to continue to ensure that all practicable and feasible means and measures have been and will be taken to avoid or minimize potential damage to the environment from the Project. These Second Amended Section 61 Findings restate and replace, but do not abrogate, the 2016 Section 61 Findings and the First Amended Section 61 Findings.

II. PROJECT SITE

According to the ~~SSFEIR~~NPC Certificate, the project site known as 1 Horizon Way in Everett, Massachusetts (“Project Site”) is a waterfront parcel totaling approximately 33.9 acres located in Everett adjacent to the Mystic River. Approximately 25.6 acres are upland, surrounded by shoreline and the remnants of marine structures, and approximately 8.3 acres are below the mean high water mark on the Mystic River. The Project Site includes approximately 1,600 linear feet (“lf”) of shoreline along flowed tidelands. ~~A small area of the Project Site is used as a materials storage yard and includes a 5,200 square feet (“sf”) construction trailer/office.~~

Historic uses of the Project Site include a Monsanto chemical manufacturing facility. The Project Site ~~is~~was previously contaminated and contained high levels of arsenic and lead in soils and groundwater, and was classified as a disposal site subject to G.L. c. 21E and the Massachusetts Contingency Plan (“MCP”). ~~The Project Site is contaminated and contains high levels of arsenic and lead in soils and groundwater.~~ Contaminated sediments ~~have~~were also ~~been~~ identified in the area of the Project Site within the Mystic River.

The Project Site is bordered to the west by the tracks of the Massachusetts Bay Transportation Authority (“MBTA”) Newburyport commuter rail line. The upland portions of the Project Site are bounded by Horizon Way (which intersects with Route 99), and commercial and institutional properties. Most of the soils on the Project Site ~~are~~have been disturbed and comprised of fill material. Along the shoreline of the Mystic River is a mix of deteriorated stone seawalls, loose gravel and boulders, and rotted timber piers and pilings. The shallower portions of the shoreline also contain debris and remnants of timber structures.

Access to the Project Site ~~is~~was formerly via Horizon Way, which ~~forms~~formed an unsignalized intersection with Broadway (Route 99) in Everett. The Project Site is located in an urban, commercial/industrial area that has suffered from economic disinvestment during the latter part of the twentieth century when manufacturing, import, and fishery activities declined. Surrounding land uses ~~are~~were primarily commercial/retail, with local businesses (e.g., an auto dealership, chain restaurants, and an auto repair shop) and infill residential structures nearby. Proximate uses include Boston Water and Sewer Commission (“BWSC”) and ~~Massachusetts Water Resources Authority (“MWRA”)~~MWRA properties, the MBTA’s Everett Shops maintenance facility (“Everett Shops”) to the north, and the Gateway Center and Gateway Park to the west. The ~~Department of Conservation and Recreation (“DCR”)~~DCR owns and operates parkways in the vicinity of the Project Site, including Revere Beach Parkway, the Fellsway, and Mystic Valley Parkway. In addition, DCR owns and operates the Mystic River Reservation and the Amelia Earhart dam, a flood control structure located on the Mystic River in the vicinity of the Project Site.

The Project Site is bordered by the Mystic River to the south and an embayment to the east. The embayment is approximately 350 to 500 feet wide from shoreline to shoreline (from the Project Site to the upland east of the embayment containing operations of the MWRA and BWSC). The embayment contains a former channel, reportedly constructed in the mid-1800s. Records indicate the channel to be about 1,000 feet long with a width of 100 feet, and an original draft of 20 feet below the mean low water mark. The channel flares out at the northern end to about 250 feet wide. The channel has since shoaled and the present depth does not exceed 13 feet below the mean low water mark. Waters adjacent to the channel banks are shallower than the central portion of the channel. The eastern side of the embayment is a mud flat with surface grades from the mean low water mark to about three above it. The mud flat ~~contains~~previously contained a variety of debris, including several abandoned timber barges. Much of that debris was removed as part of the Project.

III. PROJECT DESCRIPTION

A. The Building Program

The Project consists of the redevelopment of the 33.9 acre Project Site as a destination resort casino. ~~As~~The NPC identifies modifications and refinements to the building program from the program described in the SSFEIR ~~Certificate, the Project will include a total of approximately 3,096,700 sf,[†] including, without limitation, the following amenities:~~ but within the footprint of the original proposal. NPC page 6-7.

Amenity	Gaming Positions	Rooms	Square Feet
Gaming area	4,580		190,461
Hotel		629	621,774
Retail			52,632
Food and beverage			54,680
Lobbies, lounge, atrium garden and other “front of house” areas			58,548
Back of house facilities			411,058
Spa and gym			15,405
Convention/meeting rooms			37,068

~~Included within the Project’s total square footage, Wynn proposes to construct a parking structure below the Gaming Establishment (including under the retail portion of the Project). There will be approximately 2,930 on-site self-serve and valet parking spaces for patrons. Employee parking will be accommodated at off-site locations, with 800 off-site parking spaces for employees. Wynn will provide shuttle service for employees to and from the Project Site.~~

[†]~~In the SSFEIR itself, the total square footage of the Project has been reduced to 2,933,839± sf primarily because the number of parking spaces has been reduced in the SSFEIR from 3,400 to 2,930. The latter number of parking spaces is reflected in the SSFEIR Certificate.~~

As described in the NPC, the building program now includes a total of 3,112,153 square feet (sf), an increase of 178,215 sf compared to the Project as previously reviewed and approved during the MEPA process.

As set forth in the NPC (Table 1-1) and in the Secretary’s NPC Certificate (at page 2), the modifications and refinements to the program include the following, some of which involve increases and others of which involve decreases to the building program:

Changes in the Project Program since the SSFEIR

<u>Feature</u>	<u>SSFEIR Program</u>	<u>NPC Program</u>	<u>Change (Quantity)</u>	<u>Change (Square Feet)</u>
<u>Program Increases</u>				
Hotel Rooms	629	671	+42	
Hotel Tower	621,774	663,200		41,426 ¹
Gaming	190,461	206,474		16,013
Food/Beverage	54,680	105,288		50,608
Event/Meeting	37,068	60,166		23,098
Spa/Gym	15,405	26,368		10,963
Back-of-House (includes MEP)	411,058	630,447		219,389
Front-of-House Support (restrooms, lobbies, etc.)	58,548	83,889		25,341
<u>Sub-Total</u>	<u>1,388,994</u>	<u>1,775,832</u>	<u>+ 42 Rooms</u>	<u>+386,838 sf</u>
<u>Program Decreases</u>				
Total Gaming Positions (GP)	4,580	4,421	-159	
Retail (includes hotel and gaming areas)	52,632	9,177		-43,455
Lobby Lounge	841	0		-841
Indoor Pool Deck	10,485	0		-10,485
Indoor Garden	4,525	4,121		-404
Parking Garage	1,476,461	1,323,023		-153,438
<u>Sub-Total</u>	<u>1,544,944</u>	<u>1,336,321</u>	<u>- 159 GP</u>	<u>-208,623 sf</u>
<u>Overall Gross Floor Area</u>	<u>2,933,938</u>	<u>3,112,153</u>		<u>+178,215 sf</u>
<u>Parking Spaces</u>				
Parking Spaces on-site	2,936	2,914	-22	
Parking Spaces off-site	800	800	0	

¹ The NPC makes no change to the maximum height of the tower. NPC at page 5.

<u>Feature</u>	<u>SSFEIR Program</u>	<u>NPC Program</u>	<u>Change (Quantity)</u>	<u>Change (Square Feet)</u>
Total Parking Spaces	3,736	3,714	-22 Spaces	

In public comments dated March 27, 2017 and submitted to the Secretary of EOEEA on the NPC, the Mayor of the City of Everett (the Host Community) expressed support for these changes, stating that these “[d]esign refinements have been made to best serve the needs of the region. Refinements include increased hotel rooms, less retail, more food and beverage, and expanded convention and meeting space. These design modifications will bring more visitors and associated tax revenue to Everett, and will create even more job opportunities for our residents.”

These refinements to the building program associated with the project change will increase wastewater generation by 31,167 gallons per day (“gpd”) and increase water use by 34,284 gpd. See NPC at page 5. At the same time, when adjusted for mode share, the project change will result in 2,580 fewer vehicle trips per day (“vpd”) on Friday (a reduction of 12.8%) and 3,416 fewer vpd on a Saturday (a reduction of 14.2%) than previously reviewed. NPC at page 5 and page 1-11. In turn, the Friday PM Peak Hour traffic is reduced by 156 vehicle trips per hour (“vph”) (a reduction of 11.5%), and the Saturday PM Peak Hour traffic is reduced by 336 vph (a reduction of 18.6%). Id. at page 1-11. While parking has been decreased by 22 spaces to 2,914 on-site spaces, the Project will continue to include 800 off-site spaces for employee parking. Significantly, despite the reduced traffic resulting from the NPC, the “Proponent is not proposing any changes to its previously committed mitigation.” NPC at page 1-10.

~~The Project includes remediation and restoration of the Project Site. The proposed shoreline work includes the installation of a vertical steel pile bulkhead, the placement of stone revetments and the installation of pile-supported walkways, the removal of abandoned and deteriorated structures and remnants, salt marsh restoration and re-vegetation of the shoreline. Waterside work includes dredging of approximately 15,000 cubic yards (“cy”) of sediment over approximately 41,480 sf to provide an adequate water depth of six feet below the mean low water mark to accommodate water transportation vessels. Coastal bank and salt marsh restoration is proposed within 69,000 sf area landward of high tide at the southwestern edge of the Project Site. NPC (at § 1.3.3) also identifies an additional level of below-grade parking,² changes to the living shoreline design resulting from the permitting process, and changes to docks, piles, and floats to improve access and meet the Americans with Disabilities Act (“ADA”) requirements for ferry docking.~~

Access to the Project Site is ~~proposed~~ via a new boulevard-type driveway located approximately 150 feet north of Horizon Way. It will intersect the west side of Lower Broadway (Route 99) just north of Horizon Way opposite Mystic Street. This access ~~requires~~required the acquisition of land (approximately 1.758 acres) from the MBTA consisting of three non-contiguous parcels that ~~are currently~~were part of the Everett Shops as shown on SSFEIR Figure 1-8. Wynn ~~proposes to relocate~~relocated the current unsignalized entrance driveway to the MBTA maintenance facility to

² The NPC added an additional below-grade level and reduced footprint of parking garage, to reduce volume of material to be removed from the Project Site, with no material reduction of parking spaces. NPC § 1.3.3.

the north on Lower Broadway to the signalized intersection at Beacham Street. A secondary access for deliveries and employees ~~will be~~is provided via a service road that ~~would follow~~follows the periphery of the Everett Shops property and ~~connect~~connects with Route 99 across from Beacham Street in Everett.

The proposed Project ~~will include~~includes extensive outdoor landscape and open space amenities including a 20 foot wide harborwalk with connections to the extensive public open space network along the Mystic River; overlooks to view restored coastal bank vegetation and salt marsh; a public gathering area with an outdoor park; a pavilion, waterfront features, water transportation and transient vessel docking facilities. Off-site improvements include the construction of a pedestrian connection to the DCR Gateway Park, as well as transportation, pedestrian, and bicycle accommodations.

B. Site and Sediment Remediation

As noted above, the site was classified as a disposal site subject to G.L. c. 21E and the MCP. It was, at the time Wynn began the Project, contaminated and contained very high levels of arsenic and lead, both in soil and groundwater. Contaminated sediments associated with the site had also been identified within the Mystic River.

Accordingly, the Project included remediation and restoration of the Project Site. The proposed shoreline work included the installation of a vertical steel pile bulkhead, the placement of stone revetments and the installation of pile-supported walkways, the removal of abandoned and deteriorated structures and remnants, salt marsh restoration and re-vegetation of the shoreline. Waterside work included sediment dredging to provide an adequate water depth of six feet below the mean low water mark to accommodate water transportation vessels. Coastal bank and salt marsh restoration were proposed within the area landward of high tide at the southwestern edge of the Project Site.

1. Remediation Area

The MEPA review leading up to the SSFEIR Certificate addressed sediment remediation conceptually; however, sediments in the Mystic River had not yet been characterized as necessary to develop and analyze remediation alternatives under the MCP. The NPC identified proposed remediation to include mechanical dredging and capping of a 7-acre area (“the “Remediation Area”). Dredging depths are anticipated to be up to two feet below the existing mudline or the previously reviewed elevation in the area of navigational dredging, with an anticipated over-dredge allowance of up to one foot.

The Remediation Area identified in the NPC was located in the lower reaches of the Mystic River, 1,000 feet downgradient of the Amelia Earhart Dam and approximately 8,400 feet upstream of where the Mystic River empties into Inner Boston Harbor. The Remediation Area is located primarily within the embayment of the Mystic River and a small area extends into a shallow portion of the channel. The Remediation Area included a portion of Mystic River below mean high water.

The tidal flats on the easterly side of the Project site are bounded by Coastal Bank to the east and southeast.

2. Alternatives Analysis

The purpose of the remediation was to eliminate or mitigate risks so that a condition of No Significant Risk is reached and a Permanent Solution, as defined by the MCP, is achieved. The NPC analyzed four alternatives for the waterside remediation using criteria including effectiveness, short and long-term reliability, implementability, cost, risks, benefits, timeliness, non-pecuniary interests and greener cleanups. NPC Certificate at pages 7-8.

These alternatives also included the use of turbidity barriers around the dredge area established by MassDEP during the Section 401 Water Quality Certification (“WQC”); monitoring and mitigation of dust and odor; dewatering within the site boundaries (or at an off-site facility) via decanting and/or Geotubes, followed by the addition of stabilizing agents if necessary; transportation of dewatered dredged material via barge to an offloading facility; disposal of the dredged material at a suitable licensed/permitted facility; backfilling of the dredge area with clean material; and, monitoring of the thickness of the cap to ensure that changes in site conditions which could result in a risk to benthic organisms do not go undetected.

The NPC assumed that the cap would be constructed without a physical barrier because the cap thickness would be sufficient to minimize burrowing through the cap to the sediment below. According to the Secretary’s NPC Certificate (at page 8), a study by the U.S. Army Corps of Engineers’ (“ACOE”) Dredging Operations and Environmental Research Program provides guidance for cap thickness below subaqueous caps. For sand caps in coastal marine waters, the ACOE recommended total cap thicknesses of 0.65 to 1.5 feet. According to the Secretary’s NPC Certificate (at page 8), MassDEP concurred with the ACOE’s findings and recommended that a clean sediment cap at least 1.5 feet (18 inches) thick should be used.

In public comments dated March 27, 2017 (at page 1) to the Secretary of EOEEA on the NPC, CZM confirmed that it “supports the remediation of marine sediments as proposed in the NPC.” In public comments dated March 27, 2017, submitted to the Secretary of EOEEA on the NPC, the Mayor of the City of Everett (the Host Community) stated that “[a]pproval of the NPC will allow for the continuation of cleanup on the resort site. Land based remediation is nearly complete and with the approval of the Notice of Project Change, cleanup of contaminated sediments in the Mystic River will move forward.” In addition, the Mayor commented, “Upon approval of the Notice of Project Change, Wynn will be able to complete the connection between the Wynn Harborwalk and the nearby waterfront Gateway Park, creating contiguous open space and walking paths for the Everett community. Once again, we believe that the creation of this type of waterfront access will be a game changer for our community and eagerly anticipate its completion.”

3. The Preferred Alternative and the Remediation Work

According to the Secretary’s NPC Certificate (at page 8), the Project Proponent consulted with MassDEP during review of the NPC, and, as a result, identified the Preferred Alternative. The Preferred Alternative included partial dredging and capping of the entire area with at least an 18-inch clean sediment cap. MassDEP comments indicate that the Preferred Alternative would be designed to achieve a level of No Significant Risk under the MCP. The alternatives were reviewed in more detail through the MCP process.

On June 21, 2017, Wynn filed a combined Phase III Remedial Action Plan/Phase IV Remedial Implementation Plan under the MCP that addressed the construction and implementation of the Comprehensive Remedial Action for the Project Site. A public meeting was held on June 29, 2017 and the public comment period ended July 11, 2017 in accordance with the Public Involvement Plan (“PIP”) process regarding that submittal. Work proceeded on the Project Site remedy thereafter. On December 6, 2018, Wynn filed a Phase IV As-Built Construction and Final Inspection Report, Partial Permanent Solution Statement and two Activity Use Limitations (“AULs”) as part of the sediment remediation closure documents. A public meeting was held on December 17, 2018 and the public comment period ended on January 9, 2019 regarding the remediation work under the Project.

IV. MEPA HISTORY

Wynn filed an Expanded Environmental Notification Form (~~“EENF”~~) for the Project on May 31, 2013 and a Draft Environmental Impact Report (“DEIR”) on December 16, 2013. The Secretary issued a certificate approving the DEIR on February 21, 2014. Wynn submitted the FEIR on June 30, 2014. On August 15, 2014, the Secretary issued the FEIR Certificate requiring Wynn to submit an SFEIR limited to traffic and transportation issues and a Response to Comments, but otherwise approving the description of environmental impacts and mitigation measures in the FEIR. Wynn submitted the SFEIR on February 17, 2015.

On April, 3, 2015, the Secretary issued the SFEIR Certificate requiring Wynn to submit the SSFEIR limited to the following scope:

1. An explanation of and remedy for the premature conveyance of land from MassDOT/MBTA and its acceptance by Wynn prior to the completion of MEPA review.
2. Wynn’s commitment to a specific dollar amount for an annual operating subsidy to the MBTA to support service and capacity improvements on the MBTA Orange Line.
3. Clarification of the SFEIR’s Traffic Impact Assessment and supplemental data and analysis.

4. Revised ~~Draft~~draft Section 61 Findings that incorporate commitments associated with the three requirements listed above.
5. Responses to Comments that provide clear specific responses to the issues raised.

The SFEIR Certificate otherwise approved of the description of environmental impacts and mitigation measures in the SFEIR. It also noted that the Commission ~~has~~had issued a Category 1 gaming license to Wynn, effective November 18, 2014 (the “License”) pursuant to Chapter 194 of the Acts of 2011 and G.L. c. 23K (the “Gaming Act”) and that this License was conditional on completion of the MEPA review process. This conditional License did not constitute Agency Action under MEPA or its implementing regulation (301 CMR 11.02, Agency Action (c)). *See* SSFEIR Certificate, ~~pp~~at pages.7-8.

According to the SSFEIR (§ 1.3.6 and Appendix B), on April 15, 2015, Wynn and its affiliate, Everett Property, LLC (collectively, the “Wynn Parties”), entered into an escrow agreement with the MBTA (the “Escrow Agreement”) pursuant to which Wynn executed a quitclaim deed to return the portions of the Everett Shops the Secretary had deemed were prematurely conveyed by MassDOT/MBTA. The Wynn Parties and MBTA also executed an agreement terminating an Easement Agreement conveyed by MassDOT/MBTA at that time. The MBTA placed the purchase price paid by the Wynn Parties for the portion of Everett Shops in question (\$6,000,000) in escrow. Specifically, the SSFEIR (§ 1.3.6) provided as follows:

The escrow agreement provides, in pertinent part, that the conveyance of the property shall be deemed to have not taken place unless and until the Secretary of Energy and Environmental Affairs has determined that, for the Project located on the Proponent’s adjacent land that includes work or activities on the MBTA Everett Shops property: (1) no Environmental Impact Report is required; or (2) a single or final Environmental Impact Report is adequate and sixty (60) days have elapsed following publication of notice of the availability of the single or final Environmental Impact Report in the Environmental Monitor in accordance with 301 CMR 11.15(2), provided that the MBTA shall reconsider and confirm or modify the conveyance of the property pursuant to the Deed and any conditions following MEPA review.

Pursuant to the terms of the Escrow Agreement, in the event the MBTA determines that the transaction requires no modifications or conditions or other mitigation, the escrow agent will return the Quitclaim Deed and Termination of Easement Agreement to the Proponent and the money to the MBTA. In the event the MBTA determines that the transaction requires modifications or conditions or other mitigation, the parties are obligated to work in good faith to document such required modifications, conditions or mitigation commitments after which the escrow agreement will return the Quitclaim Deed and Termination of Easement Agreement to Proponent and the money to the MBTA and record any such modifications. In the event that the parties cannot agree to any required modifications, conditions or other mitigation, the escrow agreement will file the Quitclaim Deed and Termination of Easement Agreement and return the money to Proponent.

Pursuant to the terms of the Escrow Agreement, the Proponent has agreed that it shall not commence any pre-construction or construction activities on the MBTA Everett Shops property until such time as the escrow is dissolved.

On June 1, 2015, Wynn met with representatives from MassDOT, the MEPA Office, EOEEA, the Commission, the City of Everett and the City of Somerville regarding long-term improvements to the Rutherford Avenue corridor. The City of Boston declined to attend this meeting. However, representatives from Wynn and the City of Boston later met on June 10 and June 18, 2015 to discuss improvements to the Rutherford Avenue corridor.

On July 15, 2015, Wynn submitted its SSFEIR for the Project addressing the issues required by the SFEIR Certificate. The SSFEIR included an updated Project description and associated plans, an updated Transportation Impact Analysis, revised mitigation based on additional analysis and comment letters, and provided conceptual plans for proposed improvements. The SSFEIR included a separate chapter summarizing proposed mitigation measures and included draft Section 61 Findings for each State Agency that will issue permits for the Project.

On August 28, 2015, the Secretary issued the SSFEIR Certificate which concluded that the SSFEIR “submitted on this project **adequately and properly complies** with the Massachusetts Environmental Policy Act (G. L. c. 30, ss. 61-62I) and with its implementing regulations (301 CMR 11.00).” SSFEIR Certificate, p.1, emphasis in original. The Secretary determined that Wynn adequately addressed the issues required by the SFEIR Certificate and that “[o]utstanding aspects of the Project that require additional analysis can be addressed during local, State and federal permitting, review and approval processes.” *Id.*

In the SSFEIR Certificate, the Secretary noted the measures taken by Wynn and MassDOT/MBTA to “remedy the premature conveyance of the land” under MEPA and that, “[a]s directed [by the Secretary in the SFEIR Certificate], the Proponent has provided separate draft Section 61 Findings for MassDOT (i.e. Vehicular Access Permit) and the MBTA (i.e. Land Transfer).” *Id.*, pp. 12-13. The SSFEIR Certificate concluded that the MassDOT and MBTA Section 61 Findings “will be finalized during permitting, any associated modifications to the sale will be recorded, and copies of the Section 61 Findings will be filed with the MEPA Office.” *Id.* p. 13.

The SSFEIR Certificate also noted that Wynn had “made significant commitments to minimize and mitigate traffic impacts,” including “an unprecedented commitment” to mitigate impacts on the MBTA’s Orange Line operations in the form of an approximately \$7.4 million subsidy over a 15-year period. As also noted in the SSFEIR Certificate, both MassDOT and the Metropolitan Area Planning Council (“MAPC”) reviewed Wynn’s traffic analysis and mitigation plans and determined, consistent with their review protocols, that those plans would be effective to mitigate the Project’s impacts on existing transportation infrastructure. The Secretary also found the methodology for the transportation analysis in Wynn’s EIR submittals was “consistent with that which was required of each of the Casino proposals [in the Commonwealth], including MGM Springfield (EEA #15033); Project First Light (EEA #15159), and the proposed Mohegan Sun project in Revere (EEA #15006).” SSFEIR Certificate, p. 7.

On February 28, 2017, Wynn filed an NPC identifying changes to programming and design of the Project and a remediation plan for a portion of the Project Site and an adjacent area of the Mystic River. It also identified the acquisition of properties within the Project area by affiliates of Wynn. On April 7, 2017, the Secretary issued the NPC Certificate which concluded that the “project change **does not require** the submission of a supplemental Environment Impact Report (EIR)” and that “[o]utstanding issues associated with this project change can be addressed during State permitting.” NPC Certificate, p. 1, **emphasis in original.**

In addition, as noted above, Wynn requested a minor modification to the 2016 Section Findings to clarify Wynn’s obligations with respect to the Feasibility Study. The Commission issued the First Amended Section 61 Findings on July 13, 2017 to address the Feasibility Study.

V. PROJECT IMPACTS

The Project’s potential environmental impacts are associated with the creation of 19.42 acres of impervious surfaces, alteration of wetland resource areas, ~~311,830 gallons per day (“GPD”)~~346,114 gpd of water use, generation of ~~283,482 GPD~~316,649 gpd of wastewater, and dredging of ~~15,000~~53,365 cy of sediments ~~over an area of approximately 41,480 sf. The Project will generate approximately 31,844 new (unadjusted) average daily vehicle trips (“adt”) and 37,916 new (unadjusted) adt on a Saturday.~~ When adjusted for mode share, the Project is estimated to generate approximately ~~20,130 adt~~17,550 average daily trips (“adt”) on a Friday and ~~23,982~~20,566 adt on a Saturday.

Wynn’s ~~proposed~~ acquisition of portions of the Everett Shops property from the MBTA for the Project and the construction of the Project’s access ~~are expected to require~~required the relocation of the Everett Shops’ main gatehouse to the north opposite Beacham Street. As shown on SSFEIR Figure 1-15, Wynn ~~proposes that~~constructed a 10-foot wide, 60-foot long layover area ~~be added to~~ the Everett Shops driveway’s eastbound approach to allow a larger vehicle to wait while another enters Everett Shops as part of this relocation. Wynn also ~~proposes~~constructed new loading docks ~~be added to the~~ Everett Shops as part of the relocation. As explained in the SSFEIR, the ~~proposed~~ relocation of ~~this~~the main access ~~is~~did not ~~expected to~~ negatively affect maneuverability for MBTA vehicles at Everett Shops.

According to the SSFEIR, the MBTA ~~has~~ obtained an independent appraisal of the impact of Wynn’s proposed purchase on the value of the three Everett Shops parcels. That appraisal concluded that “the sale of these parcels will not have a negative impact on the use of the larger property by the MBTA. In fact, the sale of the parcels will facilitate construction of a new traffic light controlled intersection with Broadway which will facilitate better access to the remaining MBTA property.” SSFEIR, pp. 1-7.

According to the SSFEIR, the amount of additional ridership the Project is expected to add to the MBTA’s Orange Line would not, on its own, cause the Orange Line to operate beyond the MBTA’s Service Delivery Policy capacity standards for most time periods and locations. Assuming no further improvements to Orange Line service and operations prior to 2023, if the Project is built and becomes operational, Orange Line service is expected to be beyond the

MBTA's Service Delivery Policy capacity standards for four hours a week, including three weekday non-peak hours in which the Orange Line service is currently not in compliance with the Service Delivery Policy and a fourth hour on Saturday (12-1 p.m.) in which service would be in non-compliance with the Service Delivery Policy by less than one additional passenger per train.

The Project ~~is~~ was subject to MEPA review and required the preparation of a Mandatory EIR pursuant to 301 CMR 11.03(1)(a)(2), 11.03(3)(a)(5), 11.03(6)(a)(6) and 11.03(6)(a)(7) because it requires State Agency Actions and it will create 10 or more acres of impervious area, create a new non-water dependent use occupying one or more acres of waterways or tidelands, generate 3,000 or more new adt on roadways providing access to a single location, and provide 1,000 or more new parking spaces at a single location. The Project is also subject to the EOEEA Greenhouse Gas ("GHG") Emissions Policy and Protocol dated May 5, 2010.

As described in the FEIR Certificate, Wynn analyzed potential historic and archaeological resources as part of the FEIR and determined that the Project will not adversely impact any historic resources on or in the vicinity of the Project Site. There are also no archaeological resources that will be impacted by the Project due to the fact that the majority of the land portion of the Project Site is fill and has been substantially disturbed. In its comment letter on the DEIR, the Massachusetts Historical Commission (~~"MHC"~~) determined that the Project would have "no adverse effect" on historic resources in the vicinity of the project.

The Project is not subject to the enhanced analysis provisions of the EOEEA Environmental Justice Policy, as amended in 2017 (the "EJ Policy"). Although the Project is located in and adjacent to communities with designated environmental justice populations, it does not exceed the MEPA thresholds for air quality, solid waste or ~~air quality~~ hazardous waste that trigger a requirement for enhanced analysis under the EJ Policy. The EOEEA has also not required Wynn to conduct any further analysis under Executive Order No. 552 on Environmental Justice (November 20, 2014). Nonetheless, the Commission finds that the proposed Project will make significant positive environmental justice contributions to the host community of Everett and the surrounding area: that are consistent with EOEEA's goals of increasing investments in economically disadvantaged areas. See EJ Policy at 12-13. These positive contributions include without limitation the rehabilitation and revitalization of a contaminated former chemical manufacturing site and its abutting riverfront, the creation of open space amenities including a 20 foot wide harborwalk with connections to the extensive public open space network along the Mystic River, the use of environmentally-sensitive design in all aspects of the Project as described below, and the creation of significant numbers of new jobs arising out of and related to the construction and operation of the proposed facility. The Commission finds that these jobs will directly and substantially benefit disadvantaged persons in the local community.

VI. REQUIRED GOVERNMENTAL PERMITS AND APPROVALS

According to the SSFEIR Certificate, and as updated by the NPC and the NPC Certificate (Page 5), the Project ~~is expected to require~~ has received or requires the following permits and approvals from, or review by the following federal, state, and local agencies, ~~in addition to the License from the Gaming Commission:~~³

Agency	Permit(s) <u>Issued or Completed</u> <u>Required or Pending</u>
<u>Gaming Commission</u>	<u>Category 1 Gaming License</u> ⁴
MassDOT	<div style="display: flex; justify-content: space-between;"> <div style="width: 45%; color: red;"> Vehicular Access Permit (Category III); Non-vehicular Access Permit; Traffic Signal Regulation </div> <div style="width: 45%; color: blue;"> <u>Vehicular Access Permit (Category III);</u> <u>Non-vehicular Access Permit;</u> <u>Traffic Signal Regulation</u> </div> </div>
MassDOT, Rail and Transit Division/MBTA	Land Disposition and Easement Agreements; Agreements and approvals necessary to: construct <ul style="list-style-type: none"> • <u>Construct</u> improvements and to operate within MBTA transit stations and agreements and approvals necessary to relocate; • <u>Relocate</u> bus stops; funding to • <u>Fund</u> support of Orange Line capacity; and • <u>Make</u> improvements to MBTA stations.
MassDCR <u>DCR</u>	Construction and Access Permit
MWRA	8 <u>Sewer Use Discharge Permit (or waiver) and an 8(M) Permit</u>
MassDEP	Chapter 91 Waterways License; <u>Section 401 Water Quality Certification (“WQC”);</u> Chapter 91 Dredging Permit; Notification of Construction/Demolition; Air Plan Approval or Environmental Results Program Certification; Section 401 Water Quality Certification; and Asbestos Removal Permit (if required).

³ The 2016 Section 61 Findings noted that the Project may have also required approval for modification to I-93 and other portions of the National Highway System from the Federal Highway Administration. However, modifications to I-93 were not ultimately required. The Project also requires review by the Massachusetts Port Authority (“Massport”) for certain mitigation measures proposed on Massport property. Finally, the Project may require additional local licenses to operate, such as review of plans by the Everett Fire Department and licensing for food establishments within the Gaming Establishment by various City of Everett departments. See NPC at pp. 1-20.

⁴ After completion of the MEPA review, issuance of the Secretary’s SSFEIR Certificate, and issuance of the Commission’s 2016 Section 61 Findings, the Commission voted to issue the final Category 1 Gaming License to Wynn on April 25, 2016, and notice of the Commission’s vote on the final License was published in the Environmental Monitor on May 11, 2016.

Agency	Permit(s) <u>Issued or Completed</u> <u>Required or Pending</u>
<u>EOEEA</u>	<u>Municipal Harbor Plan Approval</u>
<u>CZM</u>	<u>Federal Consistency Review</u>
<u>Department of Housing and Community Development</u>	<u>Approval of urban renewal plan</u>
City of Everett Conservation Commission (or a Superseding Order of Conditions (SOC) from MassDEP if the local Order is appealed)²	Order of Conditions <u>for on-site work</u>
City of Boston Transportation Department & Public Improvements Commission	Approval for Off-Site Roadway Improvements
U.S. Army Corps of Engineers (“ACOE”)	Section 404 Clean Water Act Permit and Section 10 Permit
Federal Aviation Administration	Determination of No Hazard to Air Navigation ³
<u>Massachusetts Aeronautics Commission</u>	<u>Airspace Review</u>
U.S. Environmental Protection Agency	National Pollutant Discharge Elimination System (“NPDES”) Construction General Permit <u>and Remediation General Permit</u>

~~The Project may also require approval for modification to I-93 and other portions of the National Highway System from the Federal Highway Administration. If so, the Project may be subject to~~

~~² Depending on the extent of dredging or remediation work, an Order of Conditions from the Boston Conservation Commission may be required as well.~~

~~³ The SSFEIR Certificate also references air space review by the Massachusetts Aeronautics Commission which may take place as part of the FAA’s review.~~

~~review pursuant to the National Environmental Policy Act) and the National Historic Preservation Act. The Project may also require Federal Consistency Review by Coastal Zone Management. It also requires review by the Massachusetts Port Authority (“Massport”) for certain mitigation measures proposed on Massport property.~~

VII. EXECUTED MITIGATION AGREEMENTS

Pursuant to G.L. c. 23K §§ 15(8) - (10), Wynn entered into the following mitigation agreements (each individually a “Mitigation Agreement” and collectively the “Mitigation Agreements”):

1. The Host Community Agreement with the City of Everett dated April 19, 2013 (approved by local referendum pursuant to G.L. c. 23K, § 15(13), on June 22, 2013);
2. Surrounding Community Agreements with the following municipalities:
 - a. The City of Boston (“Boston”), dated January 27, 2016;⁴⁵
 - b. The City of Cambridge (“Cambridge”), dated April 22, 2014;
 - c. The City of Chelsea (“Chelsea”), dated June 9, ~~2014~~⁵2014.⁶
 - d. The City of Malden (“Malden”), dated November 12, 2013;
 - e. The City of Medford (Medford”), dated April 11, 2014; and
 - f. The City of Somerville (“Somerville”), dated June 12, ~~2014~~.⁶2014.⁷

⁴⁵ By written decision dated May 15, 2014, the Commission determined that the “Wynn gaming establishment is located solely in Everett. Accordingly, by definition, the City of Boston is not a host community to that project.” On May 15, 2014, the Commission voted to formally deem the City of Boston a surrounding community to the Wynn Project (May 15, 2014 Tr. pp. 123-124). After Boston declined to participate in the Commission’s binding arbitration process under 205 CMR 125.01, the Commission voted on August 7, 2014, to “deem the city of Boston to have waived its surrounding community status with respect to the application for a Category 1 casino license filed by Wynn MA, LLC.” (August 7, 2014 Tr. pp. 195-96). Subsequently, Boston and Wynn executed and submitted to the Commission the Surrounding Community Agreement dated as of January 27, 2016. On February 4, 2016, the Commission voted to accept the Surrounding Community Agreement, to reinstate Boston as a surrounding community to Wynn’s proposed Category 1 Gaming Establishment in Everett, and to determine that the terms of the Surrounding Community Agreement will replace Sections 3 and 4 of the conditions in Wynn’s conditional License related to Boston. *See* Vote Regarding Litigation Release and Surrounding Community Agreement dated February 4, 2016.

⁵⁶ Pursuant to 205 CMR 125.01(6)(c), Wynn participated in binding arbitration with Chelsea. The Arbitrator issued a Report and Final Arbitration Award dated June 9, 2014, selecting Wynn’s Best and Final Offer (“BAFO”) to Chelsea and thereby specifying its terms as the surrounding community agreement between Wynn and Chelsea. The provisions of Wynn’s BAFO to Chelsea attached to the Report and Final Arbitration Award dated June 9, 2014, were incorporated by reference as conditions in the conditional License.

⁶⁷ Pursuant to 205 CMR 125.01(6)(c), Wynn also participated in binding arbitration with Somerville. An Arbitration panel issued a Report and Final Arbitration Award dated June 9, 2014, selecting Wynn’s BAFO and thereby

3. Neighboring Communities Agreements with the following municipalities:
 - a. The City of Lynn (“Lynn”), dated January 28, 2014; and
 - b. The City of Melrose (“Melrose”), dated January 28, 2014;
4. The Impacted Live Entertainment Venues Agreement including with the Massachusetts Performing Arts Coalition, dated January 20, 2014; and
5. The Massachusetts State Lottery effective as of September 5, 2014.

Subject to the caveats listed below regarding the MEPA Section 61 Conditions, the Commission incorporates by reference the provisions of each of the above Mitigation Agreements into these Second Amended Section 61 Findings as conditions to be included in the License for the Gaming Establishment issued pursuant to 205 CMR 120.02. Nothing in these Second Amended Section 61 Findings shall prevent the reopening of any Mitigation Agreement pursuant to its terms or pursuant to 205 CMR 127.00; provided, however, that in the event any Mitigation Agreement is reopened, the Commission in its discretion expressly reserves the right to modify or amend these Second Amended Section 61 Findings and the conditions set forth in the License to continue to ensure that all feasible measures are taken to avoid or minimize impacts of the Project and damage to the environment.

VIII. MEPA SECTION 61 FINDINGS AND CONDITIONS

A. Scope of Commission Section 61 Findings

In the ~~Secretary’s SSFEIR~~ Certificate ~~on the SSFEIR~~, the Secretary noted that “the subject matter of the [the Commission’s] Agency Action is sufficiently broad ... such that it is functionally equivalent to broad scope jurisdiction” because “the Gaming License ... addresses a broad range of environmental issues - sustainability, energy efficiency, renewable energy, and traffic- and extends to mitigation of environmental impacts on host and surrounding communities.” The Secretary also concluded that while MEPA jurisdiction is limited to the subject matter of required or potentially required permits “the subject matter of the Gaming License confers broad scope jurisdiction and extends to all aspects of the project that may cause Damage to the Environment, as defined in the MEPA regulations.”

As a result, ~~the Commission’s~~ these Second Amended Section 61 Findings include detailed conditions to mitigate this broad range of environmental issues, incorporate the Mitigation Agreements to further mitigate environmental impacts on host and surrounding communities, and incorporate Section 61 Findings of other State Agencies to comprehensively address these issues as set forth below.

B. Enhanced Public Participation in Commission Section 61 Findings

specifying its terms as the surrounding community agreement between Wynn and Somerville. Wynn and Somerville subsequently executed the Surrounding Community Agreement referenced in the text.

In the SSFEIR Certificate (pp. 3-4), the Secretary required “enhanced public review during ... development of [the Commission] 61 Findings.” The Commission has complied and will comply with these enhanced requirements as follows:

1. In these Second Amended Section 61 Findings, the Commission has considered and revised as appropriate, the draft Section 61 Findings included in the SSFEIR and NPC.
2. In these Second Amended Section 61 Findings, the Commission has included and ~~included~~incorporated by reference the Section 61 Findings from all other State Agencies including, but not limited to, MassDOT’s Section 61 Findings. See below.
3. In preparing ~~these~~the 2016 Section 61 Findings, the Commission engaged Green International and City Point Partners as consultants, whose representative made a public presentation at the Commission’s open meeting on March 22, 2016 at 1:00 PM and who have provided recommendations regarding additional conditions that should be added to the Commission’s draft and ~~Final~~final 2016 Section 61 Findings (as restated in these Second Amended Section 61 Findings).
4. The Commission posted a March 17, 2016 preview draft of the 2016 Section 61 Findings and the consultants’ report on the MGC website on March 18, 2016; posted the Commission’s draft of the 2016 Section 61 Findings on the MGC website after the meeting on March 22, 2016; and solicited written comments on the draft 2016 Section 61 Findings on or before April 11, 2016 at 4:00 PM.
5. On March 29, 2016, at 5:00 PM ~~MGC~~the Commission held a public hearing on the draft 2016 Section 61 Findings at the Boston Convention and Exhibition Center, 415 Summer Street, Boston.
6. ~~These~~The 2016 Section 61 Findings ~~incorporate~~incorporated consideration of public comments received at the Commission’s public hearing on March 29, 2016, and prior to the close of public comments on April 11, ~~2016,~~2016.
7. Upon the completion of the above process, the Commission ~~will incorporate~~incorporated its ~~Final~~final 2016 Section 61 Findings into the Gaming License and ~~the Commission will file the Final~~filed the final 2016 Section 61 Findings with the MEPA Office.
8. The Commission ~~will conduct a~~has since then conducted regular quarterly review concerning compliance with the Commission’s ~~Final~~final 2016 Section 61 Findings and the conditions of the Gaming License.

C. Mitigation Measures in Section 61 Findings of Other State Agencies

In the ~~Secretary’s~~SSFEIR Certificate ~~on the SSFEIR~~, the Secretary instructed that the Commission’s “Section 61 Findings shall include or include by reference the Section 61 Findings from all other State Agencies including, but not limited to, MassDOT’s Section 61 Findings.” To date, the following State Agencies have issued draft or final Section 61 Findings for the Project:

Agency	Date	Env. Monitor
MWRA	1/12/16	1/20/16
Massport	1/21/16	2/10 <u>24</u> /16
MassDEP	1/22/16	<u>2/10/16</u>
MassDOT, MBTA and DCR ⁷	4/6 <u>5/16</u> ⁸	4/7 <u>6</u> /16

Subject to the limitations listed below regarding the MEPA Section 61 Conditions, the Commission incorporates these Section 61 Findings by other State Agencies (and any final Section 61 Findings by these other State Agencies pursuant thereto) into the Commission’s Second Amended Section 61 Findings. Wynn shall comply with the detailed mitigation measures provided by the final Section 61 Findings issued by each other State Agency with jurisdiction to take Agency Action with respect to the Project including, without limitation, MassDEP, MassDOT, MBTA, MassDCR, Massport and MWRA. Wynn shall also comply with all applicable and lawful terms and conditions of any final federal, state, or local permit or approval required for the Project.⁸⁹

D. Limitations Regarding MEPA Section 61 Conditions

The Commission in its discretion expressly reserves the right to take, and nothing herein shall prevent the Commission from taking, further action with respect to these Second Amended Section 61 Findings, the License for the Gaming Establishment, and/or any conditions contained in these Second Amended Section 61 Findings or the License for the Gaming Establishment, pursuant to 205 CMR 127 or otherwise. Without limitation, to continue to ensure that all feasible measures are taken to avoid or minimize impacts of the Project and damage to the environment, the Commission, in its discretion, expressly reserves the right to modify or amend its Second Amended Section 61 Findings as a result of any Section 61 Findings or final Agency Action issued or finalized by other Agencies after the Commission’s 2016 Section 61 Findings. If the terms of (a) any other Agency’s Section 61 Findings or final Agency Action, (b) any other governmental permit or approval, (c) any denial of any other governmental permit or approval, (d) any process

⁷ ~~These combined Section 61 Findings are referred to herein as the “MassDOT/MBTA/DCR Section 61 Findings.”~~

⁸ The combined MassDOT/MBTA/DCR Section 61 Findings were dated March 31, 2016, and executed by DCR on March 31, by MBTA on April 4, and by MassDOT on April 5, 2016.

⁸⁹ By complying with the Secretary’s SSFEIR Certificate and NPC Certificate and by incorporating and requiring compliance with the final Section 61 Findings by other State Agencies (and their resulting final permits and approvals), the Commission neither assumes control over nor takes responsibility for matters that, by statute and regulations, are committed to the jurisdiction, control and expertise of other State Agencies. However, the Commission does exercise its own discretion and authority under the Gaming Act and MEPA and their respective regulations to issue its own Section 61 Findings and to incorporate its final Second Amended Section 61 Findings into the Gaming License.

required to obtain such permit or approval, or (e) any provision of any of the Mitigation Agreements listed above, conflict with the Commission's [Second Amended](#) Section 61 Findings or the mitigation measures set forth below, or render such mitigation measures infeasible or impossible, Wynn shall notify the Commission of that conflict for resolution by the Commission pursuant to G.L. c. 23K and 205 CMR 120.01 and 120.02. Pursuant to G.L. c. 23K, § 10(c), the Commission reserves its rights to determine which infrastructure improvements onsite and around the vicinity of the Gaming Establishment, including projects to account for traffic mitigation as determined by the Commission, shall be completed before the Gaming Establishment shall be approved for opening.

E. Mitigation Measures for the Project under the FEIR, SFEIR, ~~and SSFEIR~~, and NPC

Wynn shall comply with the following detailed measures to mitigate the Project's impacts specified in (a) the FEIR and the FEIR Certificate, (b) the SFEIR and the SFEIR Certificate, ~~and~~ (c) the SSFEIR and the SSFEIR Certificate, and (d) the NPC and the NPC Certificate including, without limitation, the mitigation measures described in the following sections of the FEIR, SFEIR, ~~and SSFEIR~~, and NPC:

- (1) Measures described in SFEIR Chapter 3, and SFEIR Tables 3-2: Proposed DEP Mitigation Measures by Wynn MA, LLC, 3-3: Proposed DCR Mitigation Measures by Wynn MA, LLC, and 3-4: Summary of Proposed Mitigation Measures by Wynn MA, LLC;
- (2) Measures to mitigate impacts on wetlands, waterways and water quality set forth in FEIR Chapter 3, FEIR Section 13.4.1, and FEIR Tables 13-1 and 13-3, Proposed Wetlands, Waterways and Water Quality Mitigation Measures;
- (3) Measures to mitigate air quality impacts set forth in FEIR Chapter 5, FEIR Section 13.4.5, and FEIR Tables 13-1 and 13-3;
- (4) The transportation demand management ("TDM") program strategies for patrons and employees as noted in FEIR Chapter 4;
- (5) Measures to mitigate greenhouse gas impacts and promote sustainable development set forth in FEIR Chapter 6, FEIR Section 13.4.6, and FEIR Tables 13-1 and 13-3, Greenhouse Gas Emission Mitigation Measures;
- (6) Measures to mitigate storm water impacts set forth in FEIR Chapter 7, FEIR Section 13.4.4, and FEIR Tables 13-1 and 13-3, Stormwater Mitigation Measures;

- (7) Measures to mitigate impacts on water supply set forth in FEIR Chapter 8, FEIR Section 13.4.2, and FEIR Table 13-1, Proposed Water Use Mitigation Measures;
- (8) Measures to mitigate wastewater impacts set forth in FEIR Chapter 9, FEIR Section 13.4.3, and FEIR Tables 13-1 and 13-3, Proposed Wastewater and Sewer Mitigation Measures;
- (9) Measures to mitigate solid and hazardous wastes impacts set forth in FEIR Chapter 10 and FEIR Section 13.4.7 (Brownfields Remediation);
- (10) Measures to mitigate impacts on historic and archaeological resources set forth in FEIR Chapter 11;
- (11) Measures to mitigate construction-related impacts set forth in FEIR Chapters 12 and 13;
- (12) Measures to mitigate impacts on open space set forth in FEIR Chapter 2.3.8 and FEIR Section Table 13-4; ~~and~~
- (13) Measures identified in SSFEIR Chapter ~~4-4~~;
- (14) Measures to mitigate impacts identified in NPC Chapter 4.6; and
- (15) Measures to mitigate impacts identified in NPC Chapter 5.

In addition, Wynn shall comply with all measures to mitigate transportation impacts set forth in FEIR Chapter 4, FEIR Section 13.3, FEIR Tables 13-2 and 13-4, Table of Proposed Transportation Mitigation Measures, SFEIR Chapter 3 and SFEIR Table 3-1: Proposed Transportation Mitigation Measures by Wynn MA, LLC, and SSFEIR Chapter 4 as supplemented and amended in the SFEIR, SSFEIR and FEIR, SFEIR ~~and~~, SSFEIR, and NPC Certificates, and shall comply with any additional conditions that the Commission imposes in the License pursuant to 205 CMR 120.02(1)(a).

With respect to the foregoing requirements, in the event of a conflict regarding a particular mitigation measure described in the FEIR, the Secretary's FEIR Certificate, the SFEIR, the Secretary's SFEIR Certificate, the SSFEIR, the Secretary's SSFEIR Certificate, the NPC, and/or the Secretary's ~~SSFEIR~~NPC Certificate, the mitigation measure described in the later document in the MEPA process shall control.

F. Project-Specific Mitigation Measures and Off-Site Improvements

The environmental review process culminating in the ~~SSFEIR~~NPC and the ~~SSFEIR~~NPC Certificate, and the Section 61 Findings issued by the other State Agencies listed above require detailed and specific mitigation measures and off-site improvements to avoid or minimize the impacts of the Project and damage to the environment within the scope of MEPA and its

implementing regulations.⁹¹⁰ The Commission incorporates by reference the mitigation measures specified by the Section 61 Findings of these State Agencies having expertise in their respective areas of subject matter jurisdiction. The Commission also incorporates by reference Mitigation Agreements listed above which mitigate other impacts on the host and surrounding communities from the development and operation of a gaming establishment within the scope of the Gaming Act and its implementing regulations. Without limitation, the Commission incorporates by reference the acknowledgement and agreement of the City of Boston in § 1.2 of the Boston SCA Surrounding Community Agreement (“Boston SCA”) regarding mitigation of the transportation impacts of the Project.¹⁰¹¹ The Commission finds pursuant to G.L. c. 30, § 61 and 301 CMR 11.12(5), and based on the results of the MEPA process that, subject to the mitigation measures imposed as conditions by the Commission’s Second Amended Section 61 Findings herein, all feasible measures have been taken to avoid or minimize impacts of the Project and damage to the environment.

Specifically and without limitation, as conditions of the Commission’s Second Amended Section 61 Findings, the Commission hereby requires that Wynn shall implement, and shall be fully responsible for the costs of implementing, the following mitigation measures according to the following schedule:

⁹¹⁰ See, e.g., MassDOT/MBTA/DCR Section 61 Findings (§§ V and VII), MWRA Section 61 Findings (at page 5), Massport Section 61 Findings (¶ B), and DEP Section 61 Findings (DEP’s Written Determination and Draft Special Conditions on Waterways Application, page 7, and Combined 401 Water Quality Certification, page 5).

¹⁰¹¹ Section 1.2 of the Boston SCA stipulates that, while the Project will result in additional vehicular traffic that may burden the transportation infrastructure in Boston, particularly in the Sullivan Square area in the neighborhood of Charlestown, Boston acknowledges and agrees that “Wynn’s mitigation under the Massachusetts Environmental Policy Act (‘MEPA’) and its payments to Boston under this [Surrounding Community] Agreement will mitigate any transportation impacts of the Project” and that “such mitigation will adequately mitigate all such impacts.”

SUBJECT MATTER	MITIGATION OR IMPROVEMENT MEASURE	SCHEDULE
1. EVERETT MITIGATION		
<i>In accordance with the SSFEIR Certificate <u>Secretary's applicable Certificates</u> as more particularly specified and conditioned in Section V of the MassDOT/MBTA/DCR Section 61 Findings, Wynn shall:</i>		
<p><i>Revere Beach Parkway (Route 16)/Mystic View Road/Santilli Highway/Route 99 Connector Improvements</i></p> <p><i>(Santilli Circle)</i></p>	<ul style="list-style-type: none"> • <i>Modify the approach from Frontage Road into the rotary to allow for two formal lanes.</i> • <i>Widen circle at Santilli Highway approach to allow for three travel lanes.</i> • <i>Provide improved pedestrian and bicycle connection from Frontage Road to Mystic View Road.</i> • <i>Reconfigure channelizing island on south side of rotary near Mystic View Road.</i> • <i>Provide traffic signal improvements at the signalized locations around the traffic circle.</i> • <i>Provide landscaping improvements to the center of the circle.</i> • <i>Provide new guide signage and pavement markings.⁺⁺¹²</i> <p><i>These geometric and traffic signal improvements shall be substantially as described in the MassDOT/MBTA/DCR Section 61 Findings and as set forth in the conceptual plan entitled "Santilli Circle Conceptual Improvement Plan (Figure 2-24A, B, C, and D)" included in the SFEIR, as revised in accordance with the revised conceptual plans entitled, "Proposed Modifications to SSFEIR 2023 Build Condition at Santilli Circle & Santilli Highway (Figure 1 & 2)" included in a Technical Memorandum dated March 3, 2016 to be reviewed and approved by MassDOT, with such refinements thereto as are approved by MassDOT through the 100 percent design submission.</i></p> <p><i>In addition, as set forth in the MassDOT/MBTA/DCR Section 61 Findings, the Proponent (Wynn) has conducted a Road Safety Audit ("RSA") at Santilli Circle due to its inclusion in a Highway Safety Improvement Plan (HSIP) cluster. The RSA has identified a list of recommended safety improvements to</i></p>	<p><i>Prior to opening.</i></p>

⁺⁺¹² The SSFEIR Certificate indicated that Wynn will perform a Road Safety Audit ("RSA") during 25% design to identify safety improvements to be implemented as mitigation where feasible, incorporate RSA recommendations into final design where feasible, and coordinate with MassDOT to identify funding source for implementation of RSA recommendations. Since that time, as set forth below, Wynn has conducted the RSA and recommendations were summarized in the RSA Report dated March 10, 2016 submitted to MassDOT by AECOM on behalf of Wynn. These Second Amended Section 61 Findings require that Wynn fund the approved road safety improvements resulting from the RSA recommendations as and to the extent set forth in MassDOT/MBTA/DCR Section 61 Findings. See below.

SUBJECT MATTER	MITIGATION OR IMPROVEMENT MEASURE	SCHEDULE
	<p>address both existing and future conditions. These recommendations were summarized in the RSA Report dated March 10, 2016 submitted to MassDOT by AECOM on behalf of the Proponent. To improve safety conditions and mitigate the Project's impacts at Santilli Circle, the Proponent shall incorporate in the conceptual design plans for Santilli Circle all the potential safety enhancements with "low" and/or "medium" costs and with "short-term" and/or "mid-term" timeframes as listed in the RSA Report in Table 3: Potential Safety Enhancement Summary--Santilli Circle.</p>	
<p>Revere Beach Parkway (Route 16)/Broadway/Main Street (Sweetser Circle)</p>	<ul style="list-style-type: none"> • Reconstruct circle and approaches to function as a two-lane modern roundabout. • Reconfigure the existing Broadway (Route 99) northbound approach to allow for three travel lanes providing free flow access to Route 16 eastbound. • Provide shared use path on northwest side of rotary to improve bicycle access. • Install new signage to provide direction to bicyclists on how to navigate the rotary safely. • Provide landscaping and improvements on the north side of the circle. • Maintain pedestrian signal across Route 16 eastbound exit from rotary. <p>These improvements shall be substantially as described in the MassDOT/MBTA/DCR Section 61 Findings and as set forth in the conceptual plan entitled "Sweetser Circle Conceptual Improvement Plan (Figure 2-25A, B, and C)" included in the SFEIR, with such refinements thereto as are approved by MassDOT through the 100 percent design submission.</p> <p>In addition, as set forth in the MassDOT/MBTA/DCR Section 61 Findings, the Proponent (Wynn) has conducted a Road Safety Audit (RSA) at Sweetser Circle due to its inclusion in a Highway Safety Improvement Plan (HSIP) cluster. The RSA has identified a list of recommended safety improvements to address both existing and future conditions. These recommendations were summarized in the RSA Report dated March 10, 2016 submitted to MassDOT by AECOM on behalf of the Proponent. To improve safety conditions and mitigate the Project's impacts at Sweetser Circle, the Proponent shall incorporate in the conceptual design plans for Sweetser Circle all the potential safety enhancements with "low" and/or "medium" costs and with "short-term" and/or "mid-term" timeframes as listed in the RSA Report in Table 4: Potential Safety Enhancement Summary--Sweetser Circle.</p>	<p>Prior to opening.</p>
<ul style="list-style-type: none"> • Route 99 	<ul style="list-style-type: none"> • Construction of the site driveway and signalization of the Route 99 (Broadway)/Horizon Way intersection. 	<p>Prior to</p>

SUBJECT MATTER	MITIGATION OR IMPROVEMENT MEASURE	SCHEDULE
<ul style="list-style-type: none"> (Broadway)/ Horizon Way (Site Driveway) • Route 99 (Broadway)/ Lynde Street • Route 99 (Broadway)/ Thorndike Street • Bow Street/Mystic Street • Bow Street/Lynde Street • Bow Street/Thorndike Street • Beacham Street/Robin Street • Route 99 (Broadway)/ Bowdoin Street • Route 99 	<ul style="list-style-type: none"> • Reconstruct Lower Broadway as a 4-lane boulevard with turn lanes at major intersections. • Upgrade/replace/install traffic control signals. • Reconstruct or construct sidewalks and bicycle lanes where required. • Install street trees and lighting. • Improve and provide access MBTA bus stops along Lower Broadway. • Installation of technology along Broadway/Alford Street (Route 99), near project entrance, to allow for signal prioritization for buses. <p>Without limitation, these improvements shall be substantially as described in the MassDOT/MBTA/DCR Section 61 Findings and as set forth in the conceptual plan entitled “Lower Broadway/ Alford Street (Route 99) Improvement Plan (Figures 2-12A, B, and C)” and refinements thereto through the 100 percent design. ¹²¹³</p> <p>In addition, as set forth in the MassDOT/MBTA/DCR Section 61 Findings, the Proponent (Wynn) has conducted a Road Safety Audit (“RSA”) along this corridor due to its inclusion in a Highway Safety Improvement Plan (HSIP) cluster. The RSA has identified a list of recommended safety improvements to address both existing and future conditions. These recommendations were summarized in the RSA Report dated March 10, 2016 10, 2016 submitted to MassDOT by AECOM on behalf of the Proponent. To improve safety conditions and mitigate the Project’s impacts at the intersections along this corridor, the Proponent shall incorporate in the conceptual design plans for the corridor all the potential safety enhancements with <u>“low”</u> and/or <u>“medium”</u> costs and with “short-term” and/or “mid-term” timeframes as listed in the RSA Report in Table 3: Potential Safety Enhancement Summary- Lower Broadway.</p>	<p>opening.</p>

¹²¹³ As these various intersections are not under MassDOT jurisdiction, the determination of appropriate mitigation measures (if necessary) and the determination appropriate design and construction details will be made between Wynn and Everett as stated in the MassDOT/MBTA/DCR Section 61 Findings.

SUBJECT MATTER	MITIGATION OR IMPROVEMENT MEASURE	SCHEDULE
<i>(Broadway)/ Beacham Street intersection (service driveway)</i>		
<i>Broadway/Norwood Street/Chelsea Street⁺³¹⁴</i>	<i>Optimize traffic signal timing, phasing and coordination. This intersection is not under MassDOT jurisdiction. The determination of appropriate design and construction details at this intersection should be made between Wynn and the City of Everett.</i>	<i>Prior to opening.</i>
<i>Lower Broadway Truck Route</i>	<ul style="list-style-type: none"> • Upgrade Robin Street and Dexter Street to serve as a truck route. • Provide full depth reconstruction of the existing roadway to accommodate heavy vehicles. • Reconstruct Robin Street and Dexter Street to include heavy-duty pavement, corner radii improvements, sidewalk reconstruction (where present), drainage system modifications (minor), signs and pavement markings. 	<i>Prior to opening.</i>
<i>Ferry Street/Broadway (Route 99)⁺⁴¹⁵</i>	<i>Retime and optimize traffic signal.</i>	<i>Prior to opening.</i>
<i>Intersections not under MassDOT jurisdiction</i>	<i>As stated in the MassDOT/MBTA/DCR Section 61 Findings, the following intersections are not under MassDOT jurisdiction. If necessary, the determination of any appropriate mitigation measures and/or design and construction details at these intersections should be made between Wynn and Everett.</i>	<i>Prior to opening.</i>

⁺³ ~~See prior footnote.~~

¹⁴ See prior footnote.

⁺⁴ ~~See prior footnote.~~

¹⁵ See prior footnote.

SUBJECT MATTER	MITIGATION OR IMPROVEMENT MEASURE	SCHEDULE
	<ul style="list-style-type: none"> • Route 99 (Broadway)/2nd Street/Corey Street Intersection • Route 99 (Broadway)/Mansfield Street/Church Street Intersection • Route 99 (Broadway)/High Street/Hancock Street Intersection • Route 99 (Broadway)/McKinley Street/Cameron Street/Lynn Street Intersection • Tileston Street/Oakes Street/Main Street Intersection • Waters Avenue/Linden Street/Main Street Intersection • Peirce Avenue/Bellingham Avenue/Main Street Intersection 	
<p><i>Other Intersections</i></p>	<p><i>As stated in the MassDOT/MBTA/DCR Section 61 Findings, there are no feasible means to avoid or minimize the project's traffic impacts at the following locations that Wynn could be required to implement:</i></p> <ul style="list-style-type: none"> • Route 16 (Revere Beach Parkway)/Garvey Street/2nd Street Intersection • Route 16 (Revere Beach Parkway)/Spring Street Intersection • Route 16 (Revere Beach Parkway)/South Ferry Street Intersection • Route 16 (Revere Beach Parkway) /Vine Street Intersection • Route 16 (Revere Beach Parkway) /Vale Street Intersection • Route 16 (Revere Beach Parkway)/Everett Avenue Intersection 	<p>N/A</p>
<p>2. MEDFORD MITIGATION</p>		
	<p><i>In accordance with the SSFEIR Certificate Secretary's applicable Certificates as more particularly specified and conditioned in Section V of the MassDOT/MBTA/DCR Section 61 Findings, Wynn shall:</i></p>	
<p><i>Mystic Valley Parkway (Route 16)/Fellsway (Route 28)/Middlesex Avenue (Wellington)</i></p>	<ul style="list-style-type: none"> • Upgrade/replace traffic signal equipment/signs/pavement markings. • Optimize traffic signal timing, phasing and coordination. • Widen Route 28 northbound to provide an additional left turn lane. • Widen Route 16 westbound to provide an additional through lane in the middle of the intersection. • Reconstruct non-compliant sidewalks and accessible ramps around the intersection to improve pedestrian access. • Provide landscape improvements. 	<p><i>Prior to opening.</i></p>

SUBJECT MATTER	MITIGATION OR IMPROVEMENT MEASURE	SCHEDULE
<p>Circle)</p>	<p><i>Without limitation, these improvements shall be substantially as described in the MassDOT/MBTA/DCR Section 61 Findings and as set forth in the conceptual plan entitled “Wellington Circle Conceptual Improvement Plan (Figure 2-67A, B, and C)” included in the SFEIR, with such refinements thereto as are approved by MassDOT through the 100 percent design submission.</i></p> <p><i>In addition, as set forth in the MassDOT/MBTA/DCR Section 61 Findings, the Proponent (Wynn) has conducted a Road Safety Audit (RSA) at this intersection due to its inclusion in a Highway Safety Improvement Plan (HSIP) cluster. The RSA has identified a list of recommended safety improvements to address both existing and future conditions. These recommendations were summarized in the RSA Report dated March 10, 2016 submitted to MassDOT by AECOM on behalf of the Proponent. To improve safety conditions and mitigate the Project’s impacts at this intersection) the Proponent shall incorporate in the conceptual design plans for this intersection all the potential safety enhancements with “low” and/or “medium” costs and with “short-term” and/or “mid-term” timeframes as listed in Table 4: Potential Safety Enhancement Summary-Wellington Circle.</i></p>	
<p>Mystic Valley Parkway (Route 16)/Mystic Avenue (Route 38)</p>	<ul style="list-style-type: none"> • Implement traffic Signal retiming and optimization. • Implement ADA Improvements. <p><i>As set forth in the MassDOT/MBTA/DCR Section 61 Findings, prior to any site occupancy, the Proponent (Wynn) will implement these improvements at this intersection in accordance to conceptual and 100 percent plans to be submitted to and approved by MassDOT and DCR. This plan will be refined as the design progresses to the 100 percent level.</i></p> <p><i>In addition, as set forth in the MassDOT/MBTA/DCR Section 61 Findings, the Proponent has conducted a Road Safety Audit (RSA) at this intersection due to its inclusion in a Highway Safety Improvement Plan (HSIP) cluster. The RSA has identified a list of recommended safety improvements to address both existing and future conditions. These recommendations were summarized in the RSA Report dated March 10, 2016 submitted to MassDOT by AECOM on behalf of the Proponent. To improve safety conditions and mitigate the Project’s impacts at this intersection, the Proponent shall incorporate in the conceptual design plans for this intersection all the potential safety enhancements as listed in the RSA Report in Table 4: Potential Safety Enhancement Summary-Mystic Valley Parkway/Route 16/Connector Road and Mystic Valley Parkway/Route</i></p>	<p>Prior to opening.</p>

SUBJECT MATTER	MITIGATION OR IMPROVEMENT MEASURE	SCHEDULE
	38/Harvard Street. ¹⁵¹⁶	
Mystic Valley Parkway (Route 16)/Route 16 Southbound Connector	<ul style="list-style-type: none"> • Implement traffic Signal retiming and optimization. • Implement ADA Improvements. <p><i>As set forth in the MassDOT/MBTA/DCR Section 61 Findings, prior to any site occupancy, the Proponent (Wynn) will implement these improvements at this intersection in accordance with conceptual and 100 percent plans to be submitted to and approved by MassDOT and DCR. This plan will be refined as the design progresses to the 100 percent level.</i></p> <p><i>In addition, as set forth in the MassDOT/MBTA/DCR Section 61 Findings, the Proponent has conducted a Road Safety Audit (RSA) at this intersection due to its inclusion in a Highway Safety Improvement Plan (HSIP) cluster. The RSA has identified a list of recommended safety improvements to address both existing and future conditions. These recommendations were summarized in the RSA Report dated March 10, 2016 submitted to MassDOT by AECOM on behalf of the Proponent. To improve safety conditions and mitigate the Project's impacts at this intersection, the Proponent shall incorporate in the conceptual design plans for this intersection all the potential safety enhancements as listed in the RSA Report in Table 4: Potential Safety Enhancement Summary – Mystic Valley Parkway/Route 38/Harvard Street.¹⁶¹⁷</i></p>	Prior to opening.

~~¹⁵The Commission's Section 61 Findings incorporate MassDOT/MBTA/DCR Section 61 Findings with respect to the RSA recommendations for this intersection. If the intent of the MassDOT/MBTA/DCR Section 61 Findings is to describe the safety enhancements for this intersection as those with "low" and/or "medium" costs and with "short term" and/or "mid term" timeframes, the Commission's Section 61 Findings would similarly track that requirement.~~

¹⁶[The Commission's Second Amended Section 61 Findings incorporate MassDOT/MBTA/DCR Section 61 Findings with respect to the RSA recommendations for this intersection. If the intent of the MassDOT/MBTA/DCR Section 61 Findings is to describe the safety enhancements for this intersection as those with "low" and/or "medium" costs and with "short-term" and/or "mid-term" timeframes, the Commission's Second Amended Section 61 Findings would similarly track that requirement.](#)

~~¹⁶See prior footnote.~~

¹⁷ [See prior footnote.](#)

SUBJECT MATTER	MITIGATION OR IMPROVEMENT MEASURE	SCHEDULE
<i>Wellington Circle Study</i>	<i>Provide \$1.5 million to MassDOT toward a transportation study to develop alternatives for a long-term fix of Wellington Circle.¹⁸</i>	<i>Prior to opening.</i>
<i>Intersections not under MassDOT jurisdiction</i>	<p><i>As stated in the MassDOT/MBTA/DCR Section 61 Findings, there are no additional feasible means to avoid or minimize the project's traffic impacts at the following locations that the Proponent (Wynn) could be required to implement:</i></p> <ul style="list-style-type: none"> • <i>Route 28 (Fellsway West)/Fulton Street Intersection</i> • <i>Route 28 (Fellsway West)/Route 60 (Salem Street) Intersection</i> • <i>Route 28 (Fellsway)/Central Avenue/Medford Street Intersection</i> • <i>Route 28 (Fellsway)/Riverside Avenue Intersection</i> 	<i>Prior to opening.</i>
<i>Other Intersections</i>	<p><i>As stated in the MassDOT/MBTA/DCR Section 61 Findings, there are no feasible means to avoid or minimize the project's traffic impacts at this location that Wynn could be required to implement:</i></p> <ul style="list-style-type: none"> • <i>Route 16 (Mystic Valley Parkway)/Locust Street Intersection</i> • <i>Route 16 (Mystic Valley Parkway)/Commercial Street Intersection</i> 	<i>N/A</i>
<i>Other Mitigation under Surrounding Community Agreement</i>	<p><i>In addition to the MEPA mitigation measures described above, Wynn shall comply with the requirements of the Medford Surrounding Community Agreement ("Medford SCA"). Without limitation, subject to the terms and conditions thereof, Wynn shall pay to Medford the Transportation Hub Payment under Section 1.2 and the annual Public Safety Payment under Section 2.2 thereof.</i></p>	<i>Ongoing pursuant to schedule set forth in the Medford SCA.</i>
<u>3. MALDEN MITIGATION</u>	3. MALDEN MITIGATION	
	<u>In accordance with the Secretary's applicable Certificates as more particularly specified and conditioned in Section V of the MassDOT/MBTA/DCR Section 61 Findings, Wynn shall:</u>	
<i>Other Mitigation</i>	<i>In addition to the multimodal improvements to MBTA's Malden Center Station and other MBTA property</i>	<i>Ongoing</i>

¹⁸ [This measure is the same as the study referred to in § 5.3 of the Somerville SCA as described below.](#)

<i>SUBJECT MATTER</i>	<i>MITIGATION OR IMPROVEMENT MEASURE</i>	<i>SCHEDUL E</i>
<i>under Surrounding Community Agreement</i>	<i>described below pursuant to MEPA, Wynn shall comply with the requirements of the Malden Surrounding Community Agreement (“Malden SCA”). Without limitation, subject to the terms and conditions thereof, Wynn shall pay to Malden the Transportation Hub Payment under Section 1.2, the Transitional Roads Payment under Section 2.2, and the Public Safety Payment under Section 3.2 thereof.</i>	<i>pursuant to schedule set forth in the Malden SCA</i>

A&K DRAFT: 4/30/19

<u>SUBJECT MATTER</u>	<u>MITIGATION OR IMPROVEMENT MEASURE</u>	<u>SCHEDULE</u>
4. BOSTON MITIGATION		
	<p><i>In accordance with the SSFEIR Certificate <u>Secretary’s applicable Certificates</u> as more particularly specified and conditioned in Section V of the MassDOT/MBTA/DCR Section 61 Findings and in the Boston SCA, Wynn shall:</i></p>	
<p><i>Sullivan Square Mitigation Program</i></p> <p><i>Main Street/Maffa Way/Cambridge Street/Alford Street Intersection (Sullivan Square)</i></p>	<ul style="list-style-type: none"> • <i>Optimize signal timing for Maffa Way/Cambridge Street; interconnect and coordinate traffic signals, modify the Main Street approach.</i>¹⁷¹⁹ • <i>Install a traffic signal interconnection conduit system and associated equipment (pull boxes and wiring) from Sullivan Square to Austin Street.</i> • <i>Reconstruct busway between Cambridge Street and Maffa Way.</i> • <i>Reconstruct the southbound approach of Alford Street at Cambridge Street.</i> • <i>Install new traffic signals at Cambridge Street/Spice Street/MBTA Busway and Maffa Way/Busway.</i>¹⁸²⁰ • <i>Upgrade/replace traffic signal equipment/signs/pavement markings.</i>¹⁹²¹ • <i>Optimize traffic signal timing, phasing and coordination.</i> • <i>Reconstruct Spice Street.</i> • <i>Reconstruct D Street.</i>²⁰²² 	<p><i>Prior to opening, except for Regional Working Group which shall be ongoing.</i></p>

¹⁷¹⁹ The SSFEIR Certificate ~~indicates~~ and NPC Certificate indicate that Wynn will “widen the Main Street approach to provide two lanes.” The Boston SCA indicates that Wynn will “modify the Main Street approach.” These Second Amended Section 61 Findings anticipate that Wynn and Boston will finalize the modification of the Main Street approach during review by the Boston Transportation Department & Public Improvements Commission.

¹⁸²⁰ The Boston SCA further specifies that this mitigation measure also includes “new traffic signals at ... Maffa Way/Beacham Street Extension, and Main Street (west)/Beacham Street.”

¹⁹²¹ The Boston SCA further specifies that this mitigation measure also includes “new signal controllers with adaptive signal control capabilities and new Pan-Tilt-Zoom (PTZ) cameras,” and requires that Wynn “[i]nstall necessary additional loop detection to ensure adaptive signal control capabilities.” For the Cambridge Street/I-93 northbound off-ramp, the Boston SCA specifically requires Wynn to “[u]pgrade traffic signals, including new controller with adaptive signal control capabilities and new PTZ camera.”

²⁰²² According to the SSFEIR Certificate, “The railroad right-of-way (ROW) referred to in the SSFEIR as D Street is owned by Massport. Comments from Massport indicate that this ROW is not a public way and proposed improvements would require approval by Massport.” The MassDOT/MBTA/DCR Section 61

<u>SUBJECT MATTER</u>	<u>MITIGATION OR IMPROVEMENT MEASURE</u>	<u>SCHEDULE</u>
<p><i>Alford Street/Main Street/Sever Street/Cambridge Street (Sullivan Square)</i></p> <p><i>Cambridge Street/Spice Street/Sullivan Square Drive Intersection</i></p> <p><i>Maffa Way/Beacham Street Extension Intersection</i></p> <p><i>Cambridge Street/I-93 northbound off-ramp</i></p>	<ul style="list-style-type: none"> • <i>Reconstruct sidewalks on west side of rotary between Sullivan Square station and Alford Street Bridge.</i> • <i>Reconstruct sidewalks and upgrade lighting and streetscape in rotary between Cambridge Street and Main Street (east).</i> • <i>Provide bicycle lanes on Cambridge Street.</i> • <i>Reconstruct MBTA lower busway and parking area at Sullivan Square station, including new traffic signal at Maffa Way/station entrance.</i> • <i>Construct BUS ONLY left-turn lane from Main Street into Sullivan Square Station.</i> <p><i>Without limitation, these improvements shall be substantially as described in the MassDOT/MBTA/DCR Section 61 Findings and as set forth in the conceptual plan entitled “Sullivan Square Conceptual Improvement Plan (Figure 2-91)” included in the SFEIR and approved by MassDOT. This plan will be refined as the design progresses to the 100 percent level.</i></p> <p><i>As set forth in the MassDOT/MBTA/DCR Section 61 Findings, Sullivan Square, the Maffa Way/Beacham Street Extension Intersection, the Maffa Way/MBTA Bus Lane Intersection, the D Street/Rutherford Avenue Intersection, and the Spice Street/D Street Intersection are not under MassDOT jurisdiction. However, because traffic operations at these locations may affect traffic operations at the I-93 Northbound off- Ramp and/or the MBTA bus operations or Sullivan Square Station driveways, Wynn will prepare and submit conceptual and 100 percent plans to MassDOT and MBTA for review and approval (as specified in the MassDOT/MBTA/DCR Section 61 Findings), in consultation with the City of Boston, prior to the construction of these intersections or improvements.</i></p> <p><i>Moreover, enhanced transportation planning for long-term transportation improvements that can support</i></p>	

Findings state that, “Prior to the issuance of the Vehicular Access Permit for the project, the Proponent will submit to the MassDOT District 4, and District 6 Offices satisfactory documentation to demonstrate that all necessary ROW along D Street has been acquired from the Massachusetts Port Authority (Massport) for the implementation of the mitigation measures detailed in this finding....” In Massport’s Section 61 Findings, Massport has concluded that, subject to its review and approval of detailed plans and specifications to support the request for a license for the construction of the transportation mitigation improvements on Massport’s D Street property, “the Project’s proposed transportation improvements on Massport’s D Street Property are expected to result in no adverse environmental impacts.”

<u>SUBJECT MATTER</u>	<u>MITIGATION OR IMPROVEMENT MEASURE</u>	<u>SCHEDULE</u>
<i>And Related Intersections</i>	<i>sustainable redevelopment and economic growth in and around Sullivan Square will occur through the Regional Working Group required by the SSFEIR Certificate and discussed separately below.</i>	
<i>Dexter Street/Alford Street (Route 99)</i>	<ul style="list-style-type: none"> • Upgrade/replace traffic signal equipment/signs/pavement markings.^{24,23} • Optimize traffic signal timing, phasing, and coordination. <p><i>Without limitation, these improvements shall be substantially as described in the MassDOT/MBTA/DCR Section 61 Findings and as set forth in the conceptual plan entitled “Lower Broadway/ Alford Street (Route 99) Improvement Plan (Figure 2-12)” and refinements thereto as the design progresses to the 100 percent level.</i></p>	<i>Prior to opening.</i>
<i>Rutherford Avenue (Route 99)/Route 1 Ramps</i>	<p><i>Optimize traffic signal timing and phasing.</i></p> <p><i>As stated in the MassDOT/MBTA/DCR Section 61 Findings, the traffic signal plans are to be submitted to and approved by MassDOT. This plan will be refined as the design progresses to the 100 percent level.</i></p>	<i>Prior to opening.</i>
<i>Other Intersection not under MassDOT jurisdiction</i>	<p><i>As stated in the MassDOT/MBTA/DCR Section 61 Findings, the following intersection is not under MassDOT jurisdiction:</i></p> <ul style="list-style-type: none"> • <i>Main Street/Beacham Street Intersection.</i> <p><i>The determination of appropriate design and construction details of this intersection should be made between the proponent and the City of Boston.</i></p>	<i>Prior to opening.</i>
<i>Other Intersections</i>	<p><i>As stated in the MassDOT/MBTA/DCR Section 61 Findings, there are no feasible means to avoid or minimize the project’s traffic impacts at the following locations that Wynn could be required to implement at this time:</i></p> <ul style="list-style-type: none"> • <i>Rutherford Avenue/ Austin Street Intersection.</i> 	<i>Per results of Regional Working Group.</i>

^{24,23} The Boston SCA further specifies that this mitigation measures includes “PTZ camera.”

<u>SUBJECT MATTER</u>	<u>MITIGATION OR IMPROVEMENT MEASURE</u>	<u>SCHEDULE</u>
	<ul style="list-style-type: none"> I-93 ramps/Rutherford Avenue/Chelsea Street Intersection (City Square). <p>Rather, enhanced transportation planning will occur through the Regional Working Group required by the SSFEIR Certificate and discussed separately below.</p>	
Sullivan Square Landscaping	<p>Improve landscaping within the rotary at Sullivan Square and immediately north of the rotary adjacent to Rutherford Avenue <u>in Sullivan Square in accordance with the 100% design plans as approved by MassDOT and the City of Boston.</u></p>	Prior to opening.
Cooperation and Outreach	<ul style="list-style-type: none"> Continue to work with MassDOT and Boston to refine geometric improvements and optimize traffic operations. Continue discussions with affected property owners impacted by improvements regarding necessary grants of right of way. 	Prior to opening and ongoing.
	<p><i>In accordance with the SSFEIR Certificate²² <u>Secretary's applicable Certificates</u>²⁴ as more particularly specified and conditioned in the Boston SCA, Wynn shall comply with the following conditions:</i></p>	
Long-term Financial Commitment to Transportation Mitigation for Sullivan Square	<p>Pursuant to and subject to §§ 7.3, 7.4 and 7.5 of the Boston SCA, Wynn shall provide payments of \$2.5 million per year for 10 years into the SSIP Fund toward the Sullivan Square Infrastructure Project, as defined therein.</p> <p>Prior to the Opening Date, pursuant to and subject to § 7.5 of the Boston SCA, Wynn shall negotiate with Boston in good faith an escrow agreement pertaining to the SSIP Fund. If Wynn and Boston do not reach an escrow agreement prior to the Opening Date, Wynn shall report to the Commission on or within 30 days after the Opening Date for action by the Commission as may be necessary with respect thereto.</p>	Annually for 10 years beginning on the first anniversary of the Opening Date.

²²²⁴ In the SSFEIR Certificate, the Secretary noted that under the Reopener Provision of the conditional Gaming License (Section 2 condition 32), “the City of Boston can reopen negotiations for Surrounding Community Status any time prior to opening of the gaming establishment and the MGC has the authority to amend and modify mitigation as appropriate.” Wynn and the City have done so. See Commission’s Vote Regarding Litigation Release and Surrounding Community Agreement dated February 4, 2016.

<u>SUBJECT MATTER</u>	<u>MITIGATION OR IMPROVEMENT MEASURE</u>	<u>SCHEDULE</u>
<p>Long-term Commitment Transportation Demand Management relative to Sullivan Square and Boston</p>	<p>Pursuant to and subject to § 7.1.B of the Boston SCA, Wynn shall monitor traffic and, if there are operational deficiencies at the monitored locations and either (1) the measured traffic volumes for the Project exceed 110% of the projected values; or (2) the distribution of Project-related traffic from the Project Site entrance to the roadway network varies by more than 10% of the trip assignment assumed for the Project, then Wynn shall be responsible for the costs of implementing additional mitigation measures including but not limited to those measures listed in § 7.1.B of the Boston SCA.²³²⁵</p> <p>Pursuant to and subject to § 7.1.B of the Boston SCA, Wynn shall engage and pay for an independent organization approved by the Commission to complete the monitoring program.</p> <p>Consistent with the MassDOT/MBTA/DCR Section 61 Findings, at least annually on the anniversary of the Opening Date, or on such other schedule as Wynn and Boston may agree, Wynn shall report to the Commission and Boston the results of the monitoring program, any operational deficiencies at the monitored locations related to metrics (1) and (2) above, and the plan for, schedule for and status of implementing any additional mitigation measures with respect thereto.</p> <p>See also Transportation Monitoring Program, in § VIII.F.11 below.</p>	<p>Commences prior to the initial occupancy of the Project and continues for a period of 10 years.</p>
<p>Community Outreach</p>	<p>Pursuant to and subject to § 8.8 of the Boston SCA, Wynn shall engage in community outreach to the Charlestown neighborhood and consult with the neighborhood regarding the progress of the Project including any transportation mitigation or changes in transportation mitigation plans.</p>	<p>Ongoing.</p>

²³²⁵ The terms “projected values” and “measured traffic values” in the first condition should be measured based on Friday and Saturday peak hour trip volumes; and the phrase “more than 10% of the trip assignment assumed for the Project” in the second condition should be understood to mean more than 80.3% of Gaming Establishment traffic travels through Sullivan Square (which represents a variation of 10% from the projected traffic through Sullivan Square).

<u>SUBJECT MATTER</u>	<u>MITIGATION OR IMPROVEMENT MEASURE</u>	<u>SCHEDULE</u>
Community Impact Fee ²⁴²⁶	<p>Pursuant to and subject to § 2.1 of the Boston SCA, following the Opening Date and throughout the term of the License for as long as Wynn, or any parent, subsidiary or related entity, owns, controls, or operates a commercial gaming facility at the Project Site, Wynn shall make an annual payment of \$2 million to Boston (the “Community Impact Fee”), subject to escalation pursuant to § 10.16 of the Boston SCA, for the purposes set forth therein.</p> <p>Pursuant to and subject to § 2.2 of the Boston SCA, the Commission has released to Boston at Wynn’s request Wynn’s check in the amount of \$1 million. If that check does not clear because of the passage of time since it was cut, Wynn shall promptly provide a replacement check in that amount to Boston.</p> <p>Pursuant to and subject to § 2.3 of the Boston SCA, the Community Impact Fee shall remain in the exclusive custody and control of Boston, and shall be used and applied at Boston’s sole discretion and determination toward any impact, infrastructure, improvement and/or mitigation measures related to the Project that Boston deems necessary and suitable.</p>	<p>Annually on or before the ninetieth (90th) day following the Opening Date.</p> <p><i>Completed.</i></p>
5. REVERE MITIGATION		
	<p><i>In accordance with the SSFEIR Certificate Secretary’s applicable Certificates as more particularly specified and conditioned in Section V of the MassDOT/MBTA/DCR Section 61 Findings, Wynn shall:</i></p>	
Beach Street/Everett Street/Route 1A/Route 16/Route 60 Intersection (Bell	<ul style="list-style-type: none"> • Upgrade/replace traffic signal equipment/signs/pavement markings. • Optimize traffic signal timing, phasing and coordination. <p>As and to the extent set forth in the MassDOT/MBTA/DCR Section 61 Findings, Wynn will implement the improvements at this intersection in accordance with conceptual and 100 percent plans to be submitted to and approved by MassDOT and DCR. This plan will be refined as the design progresses to the 100 percent level.</p>	Prior to opening.

²⁴²⁶ Pursuant to and subject to §§ 2.1-2.3 of the Boston SCA, the Community Impact Fee may be used by the City for transportation mitigation or other purposes. Reference to this Community Impact Fee is included in this section because its potential uses include without limitation funding relative to transportation infrastructure impacts and the Sullivan Square Infrastructure Project (as defined in Section 7.4 of the Boston SCA) related to the Project.

<u>SUBJECT MATTER</u>	<u>MITIGATION OR IMPROVEMENT MEASURE</u>	<u>SCHEDULE</u>
Circle)		
6. CHELSEA MITIGATION		
	<i>In accordance with the SSFEIR Certificate Secretary's applicable Certificates as more particularly specified and conditioned in Section V of the MassDOT/MBTA/DCR Section 61 Findings, Wynn shall:</i>	
Route 16 (Revere Beach Parkway)/Washington Avenue	<ul style="list-style-type: none"> • Replace traffic signal equipment. • Furnish new signs/pavement markings. • Optimize traffic signal timing, phasing and coordination. <p><i>As set forth in the MassDOT/MBTA/DCR Section 61 Findings, Wynn will implement the improvements at this intersection in accordance with conceptual and 100 percent plans to be submitted to and approved by MassDOT and DCR. This plan will be refined as the design progresses to the 100 percent level.</i></p>	Prior to opening.
Route 16 (Revere Beach Parkway)/Everett Avenue ^{25,27}	Optimize traffic signal timing, phasing and coordination.	Prior to opening.

²⁵ The SSFEIR Certificate refers to this intersection in Chelsea and indicates that Wynn has committed to optimize traffic signal timing, phasing and coordination at this intersection. The MassDOT/MBTA/DCR Section 61 Findings (at pages 5-6) refer to this intersection in Chelsea and that Wynn will apply to MassDOT for a Vehicular Access Permit to implement improvements for modifications at this location; however, those Findings (at pages 4 and 16) list this intersection in Everett and indicate that “there are no feasible means to avoid or minimize the project’s traffic impacts at this location that the Proponent could be required to implement.” In public comments dated March 22, 2016, on the Commission’s draft Section 61 Findings, the Chelsea City Manager asked “that Wynn be required, as part of its traffic mitigation, to improve the Route 16/Everett Avenue intersection by means of replacing traffic signal equipment, installing new signage and pavement markings and optimizing traffic signal timing phasing and coordination.” These Final Section 61 Findings require that Wynn optimize traffic signal timing, phasing and coordination at this intersection as and to the extent authorized or required by MassDOT.

²⁷ The SSFEIR Certificate refers to this intersection in Chelsea and indicates that Wynn has committed to optimize traffic signal timing, phasing and coordination at this intersection. The MassDOT/MBTA/DCR Section 61 Findings (at pages 5-6) refer to this intersection in Chelsea and that Wynn will apply to MassDOT for a Vehicular Access Permit to implement improvements for modifications at this location; however, those Findings (at pages 4 and 16) list this intersection in Everett

<u>SUBJECT MATTER</u>	<u>MITIGATION OR IMPROVEMENT MEASURE</u>	<u>SCHEDULE</u>
Route 16 (Revere Beach Parkway)/Webster Avenue /Garfield Avenue	<p>Optimize traffic signal timing, phasing and coordination.</p> <p>As set forth in the MassDOT/MBTA/DCR Section 61 Findings, Wynn will implement the improvements at this intersection as applicable in accordance with conceptual and 100 percent plans to be submitted to and approved by MassDOT and DCR. This plan will be refined as the design progresses to the 100 percent level.</p>	<u>Prior to opening.</u>
Intersections not under MassDOT jurisdiction	<p>As stated in the MassDOT/MBTA/DCR Section 61 Findings, the following intersection is not under MassDOT jurisdiction:</p> <ul style="list-style-type: none"> ▪ Williams Street/Chestnut Street Intersection. <p>If necessary, the determination of appropriate mitigation measures at this intersection should be made between the Proponent and the City of Chelsea.</p> <p>As an adjunct to the ongoing monitoring required under these <u>Second Amended</u> Section 61 Findings, the Commission requests that Wynn investigate whether this location becomes the subject of significant additional cut-through traffic between Logan Airport and the gaming establishment. If it does, the Commission reserves the right to impose additional mitigation requirements on Wynn to address such significant additional cut-through traffic, including, without limitation, replacing traffic signal equipment; installing new signage and pavement markings; and/or optimizing traffic signal timing, phasing and coordination. The implementation of any such measures at this intersection should be coordinated between Wynn and the City of Chelsea.</p>	Ongoing.
Other	As stated in the MassDOT/MBTA/DCR Section 61 Findings, there are no feasible means to avoid or minimize	N/A

and indicate that “there are no feasible means to avoid or minimize the project’s traffic impacts at this location that the Proponent could be required to implement.” In public comments dated March 22, 2016, on the Commission’s draft Section 61 Findings, the Chelsea City Manager asked “that Wynn be required, as part of its traffic mitigation, to improve the Route 16/Everett Avenue intersection by means of replacing traffic signal equipment, installing new signage and pavement markings and optimizing traffic signal timing phasing and coordination.” These Second Amended Section 61 Findings require that Wynn optimize traffic signal timing, phasing and coordination at this intersection as and to the extent authorized or required by MassDOT.

<u>SUBJECT MATTER</u>	<u>MITIGATION OR IMPROVEMENT MEASURE</u>	<u>SCHEDULE</u>
Intersections	<p>the project's traffic impacts at this location that Wynn could be required to implement:</p> <ul style="list-style-type: none"> Route 16 (Revere Beach Parkway)/Union Street Intersection. 	
Other Mitigation under Surrounding Community Agreement Arbitration Award	<p>In addition to the MEPA mitigation measures described above, Wynn shall comply with the conditions in Chelsea Surrounding Community Agreement Arbitration Award in the form of Wynn's BAFO to Chelsea attached to the Report and Final Arbitration Award dated June 9, 2014 (the "BAFO"), including, without limitation the requirements of Section 5 regarding Transportation Impacts. Without limitation, subject to the terms and conditions thereof, Wynn shall make to Chelsea the Transitional Roads Payment pursuant to Section 5.2 thereof and the additional annual mitigation payment under Section 5.3 thereof.</p>	Ongoing pursuant to schedule set forth in the BAFO.
<u>7. SOMERVILLE MITIGATION</u>	7. SOMERVILLE MITIGATION	
	<p>In accordance with the SSFEIR Certificate <u>Secretary's applicable Certificates</u> and (as applicable) as more particularly specified and conditioned in the Somerville Surrounding Community Agreement ("Somerville SCA"), Wynn shall comply without limitation with the following conditions.²⁶²⁸</p>	
Orange Line Subsidy	<p>Wynn will provide an annual Orange Line operating subsidy to the MBTA to support additional passenger capacity on the Orange Line, discussed below, which will directly benefit (without limitation) the residents, commuters and visitors to and from Assembly Station in Somerville.^{27 29}</p>	See below.
Roadways	<p>In accordance with the SSFEIR Certificate as more particularly specified and conditioned in Section V of the MassDOT/MBTA/DCR Section 61 Findings, there are no feasible means to avoid or minimize the Project's</p>	N/A.

²⁶²⁸ In Section 1.2 of the Somerville SCA, "The Parties acknowledge and agree that the proximity of the Project to the Assembly Row and Assembly Square developments may result in additional pedestrian and vehicular traffic in Somerville. The projects identified in the provisions in this Agreement regarding infrastructure improvements are intended to mitigate such impacts."

~~²⁷ The Orange Line Subsidy also mitigates impacts relating to other Orange Line stations, such as Sullivan Square, in addition to Assembly Square.~~

²⁹ The Orange Line Subsidy also mitigates impacts relating to other Orange Line stations, such as Sullivan Square, in addition to Assembly Square.

<u>SUBJECT MATTER</u>	<u>MITIGATION OR IMPROVEMENT MEASURE</u>	<u>SCHEDULE</u>
	<p>traffic impacts that the Project Proponent (Wynn) could be required to implement at the following locations:</p> <ul style="list-style-type: none"> • I-93 Ramps/Route 38 (Mystic Avenue) Intersection. • I-93 NB Off-ramp/Route 28 (McGrath Highway) Intersection. • Route 38 (Mystic Avenue)/ Route 28 (McGrath Highway) Intersection. • Broadway/ Route 28 (McGrath Highway) Intersection.^{28,30} 	
<p>Sullivan Square^{29,31}</p>	<p>Wynn will fund and undertake improvements to Sullivan Square in accordance with the SSFEIR Certificate and these <u>Second Amended</u> Section 61 Findings.</p> <p>Wynn will comply § 5.2 of the Somerville SCA and these <u>Second Amended</u> Section 61 Findings relative to developing a comprehensive traffic solution for Sullivan Square. See provisions regarding the Regional Working Group required by the SSFEIR Certificate and discussed below in these <u>Second Amended</u> Section 61 Findings.</p> <p>As an adjunct to the ongoing monitoring required under § 7.1.B of the Boston SCA, the independent</p>	<p>Prior to opening.</p> <p>Ongoing.</p>

²⁸ ~~In § 1.2 of the Somerville SCA, Wynn agreed to complete any necessary improvements as determined in accordance with the MEPA process with respect to these intersections. However, as stated in Wynn’s Response in the SSFEIR (at page 5-46) to Somerville’s Comment 4 on the SFEIR, “[b]ased on the trip generation of the SFEIR, which was developed in consultation with and approved by MassDOT as outlined in their comment letter on the SFEIR, the impacts of the Project at Somerville intersections will be minimal. As determined in the FEIR, mitigation was not required at those intersections.”~~

³⁰ ~~In § 1.2 of the Somerville SCA, Wynn agreed to complete any necessary improvements as determined in accordance with the MEPA process with respect to these intersections. However, as stated in Wynn’s Response in the SSFEIR (at page 5-46) to Somerville’s Comment 4 on the SFEIR, “[b]ased on the trip generation of the SFEIR, which was developed in consultation with and approved by MassDOT as outlined in their comment letter on the SFEIR, the impacts of the Project at Somerville intersections will be minimal. As determined in the FEIR, mitigation was not required at those intersections.”~~

²⁹ ~~Sullivan Square is located in Boston, not in Somerville. However, the Somerville SCA discusses mitigation with respect to Sullivan Square. As a result, this table briefly summarizes such mitigation, without in any way suggesting that Somerville has any jurisdiction over or standing with respect to such mitigation.~~

³¹ ~~Sullivan Square is located in Boston, not in Somerville. However, the Somerville SCA discusses mitigation with respect to Sullivan Square. As a result, this table briefly summarizes such mitigation, without in any way suggesting that Somerville has any jurisdiction over or standing with respect to such mitigation.~~

<u>SUBJECT MATTER</u>	<u>MITIGATION OR IMPROVEMENT MEASURE</u>	<u>SCHEDULE</u>
	<i>organization approved by the Commission should monitor traffic at the following intersection and, if there are material operational deficiencies at the monitored location caused by the two new signalized intersections associated with the Project’s mitigation measures, should recommend feasible mitigation measures, if any, to mitigate those deficiencies: Intersection of Broadway / Mt. Vernon Street / Alfred A. Lombardi Way.</i>	Ongoing.
<i>Wellington Circle^{30,32}</i>	<i>Wynn will fund and undertake improvements to Wellington Circle in accordance with the SSFEIR Certificate and these Second Amended Section 61 Findings. Wynn will comply § 5.3 of the Somerville SCA and these Second Amended Section 61 Findings relative to funding a study concerning permanent improvements to Wellington Circle, funding up to 25% or \$1.5 million of the concept design following the study, and cooperating with efforts by the relevant community or communities to seek future funding from the Transportation Infrastructure and Development Fund relative to Wellington Circle.</i>	Prior to opening. Ongoing.
<i>Public Safety Mitigation Payment</i>	<i>Pursuant to § 5.4 of the Somerville SCA, and contingent upon the receipt of a non-appealable License, Wynn will pay to Somerville an annual payment of \$250,000 (plus escalation per Exhibit B of the Somerville SCA) “to enable Somerville to fund staffing and other public safety initiatives related to increased pedestrian and vehicular traffic in Somerville and additional costs, if any, incurred in mutual aid responses to the Project.” Pursuant to § 5.4 of the Somerville SCA and with the specific conditions of these Second Amended Section 61 Findings, Wynn will take steps to facilitate pedestrian and bicycle access along the Mystic River and Broadway. Pursuant to § 5.4 of the Somerville SCA and with the specific conditions of these Second Amended Section 61</i>	Annually per the requirements of the Somerville SCA.

³⁰ ~~Wellington Circle is located in Medford, not in Somerville. However, the Somerville SCA discusses mitigation with respect to Wellington Circle. As a result, this table briefly summarizes such mitigation, without in any way suggesting that Somerville has any jurisdiction over or standing with respect to such mitigation.~~

³² [Wellington Circle is located in Medford, not in Somerville. However, the Somerville SCA discusses mitigation with respect to Wellington Circle. As a result, this table briefly summarizes such mitigation, without in any way suggesting that Somerville has any jurisdiction over or standing with respect to such mitigation.](#)

<u>SUBJECT MATTER</u>	<u>MITIGATION OR IMPROVEMENT MEASURE</u>	<u>SCHEDULE</u>
	<i>Findings, Wynn will coordinate signage on the Project to create continuity for pedestrian and bicycle use of such pathways and will participate in regional efforts to enhance and develop such path ways.</i>	<i>Ongoing.</i> <i>Ongoing.</i>
<i>Water Transportation and Related Measures</i>	<i>Pursuant to § 5.5 of the Somerville SCA and the specific conditions of these Second Amended Section 61 Findings, and contingent upon the receipt of a non-appealable License, Wynn will pay Somerville an annual payment of \$150,000 (plus escalation per Exhibit B of the Somerville SCA) “to make certain improvements to facilitate water transportation and to fund staffing and other public safety initiatives related to increased use of water transportation.”</i> <i>Pursuant to § 5.5 of the Somerville SCA, Wynn will participate in regional discussions regarding a walk/bike connection across the Mystic River to be built on or in the direct vicinity of the dam structure and will consider, in good faith, contributing, with other neighboring communities and businesses, to the design and construction of a connection.</i>	<i>Annually per the requirements of the Somerville SCA.</i> <i>Ongoing.</i>
<i>Limitation on Satellite Pickup/Drop-off Sites</i>	<i>Pursuant to § 5.6 of the Somerville SCA, except with Somerville’s express permission, Wynn will not use any location in Somerville as a satellite pickup/drop-off site to and from the Project for its employees generally; provided, however, Wynn, in coordination with Somerville, may provide transportation for employees who are residents of Somerville. In addition, Wynn will not have stops for so-called “line-runs,” or regularly scheduled bus or shuttle routes, in Somerville, provided that, subject to meeting legal requirements, Wynn will be able to provide transportation to patrons which whom it has established a relationship and will be able to provide transportation home to any patron residing in Somerville.</i>	<i>Ongoing.</i>
<i>Remote Parking</i>	<i>Pursuant to § 5.7 of the Somerville SCA, except with Somerville’s express permission, neither Wynn nor any of its affiliates, successors or assigns shall construct a satellite parking or other facility associated with the Project within Somerville.</i>	<i>Ongoing.</i>
<i>TIPS Program</i>	<i>Pursuant to § 5.8 of the Somerville SCA, Wynn will incorporate a training program (e.g., TIPS (Training</i>	<i>Ongoing.</i>

<u>SUBJECT MATTER</u>	<u>MITIGATION OR IMPROVEMENT MEASURE</u>	<u>SCHEDUL E</u>
	<i>Intervention Procedures and Services Program)) for alcohol servers and other employees.</i>	

<u>SUBJECT MATTER</u>	8. CAMBRIDGE <u>MITIGATION OR IMPROVEMENT MEASURE</u>	<u>SCHEDULE</u>
<u>8. CAMBRIDGE MITIGATION</u>		
Intersections	<p>In accordance with the SSFEIR Certificate as more particularly specified and conditioned in Section V of the MassDOT/MBTA/DCR Section 61 Findings, there are no feasible means to avoid or minimize the project's traffic impacts at this location that the Project Proponent (Wynn) could be required to implement:</p> <ul style="list-style-type: none"> • Route 28 (Monsignor O'Brien Highway)/Edwin H. Land Boulevard/Charlestown Avenue Intersection. <p>Notwithstanding this finding, Wynn shall comply with the conditions in the Cambridge Surrounding Community Agreement ("Cambridge SCA"), including, without limitation the requirements of § 4 regarding Transportation Impacts. Specifically, to address any adverse impacts with respect to this intersection and contingent upon the acceptance by Wynn of a non-appealable License, Wynn has agreed to pay to Cambridge a onetime payment of \$200,000 to enable Cambridge to study and/or make certain improvements to the identified intersection to address any adverse impacts resulting from the development or operation of the Project.</p>	One time, due (per the requirements of the Cambridge SCA) on or before the ninetieth (90th) day following the acceptance by Wynn of a non-appealable License for the Project.
9. TRANSPORTATION DEMAND MANAGEMENT STRATEGIES		
	<p>In accordance with the SSFEIR Certificate <u>Secretary's applicable Certificates</u> as more particularly specified and conditioned in Section VIII of the MassDOT/MBTA/DCR Section 61 Findings, Wynn shall:</p>	
Transportation Demand Management Program	<p>In addition to the Long-term Commitment for Transportation Demand Management relative to Sullivan Square and Boston referenced above, Wynn shall implement the following Transportation Demand Management Program:</p> <ul style="list-style-type: none"> • Pay Membership Fee with a Transportation Management Association. • Employ a designated Transportation Coordinator for the Project to coordinate efforts, monitor success rates, and manage strategic implementation of traffic 	At opening and ongoing.

	<p><i>reduction programs.</i></p> <ul style="list-style-type: none">• <i>Provide on-site sale of MBTA passes for employees and for guests of the Project, including on-site Full Service MBTA Fare Vending Machine <u>when such machines are available.</u></i>• <i>Schedule employee shift beginnings and endings outside specified peak traffic periods.</i>• <i>Implement carpool/vanpool matching programs.</i>• <i>Disseminate promotional materials, including newsletters about TDM program in print at the Project's on-site Transportation Resource Center, and online.</i>• <i>Provide patron Orange Line Shuttle Service to Wellington and Malden Center stations, 2 locations, 20 Minute Headways, 20 Hrs./day, 30-60 passenger vehicles.</i>• <i>Provide Employee Shuttle Buses 2 Locations, 20 Minute Headways, 24 Hrs./day.</i>• <i>Improve and provide access to MBTA bus stops along Lower Broadway.</i>• <i>Implement improvements to Wellington and Malden Center Stations to accommodate Wynn patron shuttle service at curbside.</i>• <i>Premium Park & Ride Shuttle buses 3 Locations, 90 Minute Headways, 12 Hrs./day.</i>• <i>Provide Neighborhood Shuttle Continuous Loop, 20 Minute Headways, 24 Hrs./day.</i>• <i>Provide for potential future expansion of shuttle service to include service to Logan International Airport, North Station, and South Station and other major transportation hubs through coordination with Everett and the MBTA.</i>• <i>Provide water shuttle service to the Project Site, including associated docks and facilities and the use of customized ferry vessels to support passenger transport between the Project Site and key Boston Harbor sites.</i>• <i>Participate in the MBTA Corporate Pass Program to the extent practical and as allowable pursuant to commercial tenant lease requirements.</i>• <i>Furnish electric vehicle charging stations within the proposed parking garage.</i>• <i>Furnish car sharing services in the garage at the Project Site.</i>• <i>Provide preferential parking for car/vanpools and alternatively fueled vehicles.</i>• <i>Provide a "Guaranteed-Ride-Home" in case of emergency to employees that</i>	
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	<i>commute to the Project by means other than private automobile.</i>	
10. MBTA FACILITY IMPROVEMENTS & LAND TRANSFER MITIGATION		
	<i>In accordance with the SSFEIR Certificate <u>Secretary's applicable Certificates</u> as more particularly specified and conditioned in Section VII of the MassDOT/MBTA/DCR Section 61 Findings, Wynn shall comply with the following conditions:</i>	
<i>Wellington Station Improvements</i>	<p><i>Wynn shall make multimodal improvements to MBTA's Wellington Station including dedicated curb space for the patron shuttles, reconfiguration of the existing parking lot to support the construction of a fourth curb cut north of the existing/taxi/auto pick-up/drop-off area, and reconfiguration of the existing MBTA parking lot to create additional parking spaces.</i></p> <p><i>These improvements shall be substantially as described in the MassDOT/MBTA/DCR Section 61 Findings and as set forth in the conceptual plan entitled "Wellington Station Curbside Reconfiguration (Figure 2-13)" included in the SSFEIR, with such refinements thereto as are approved by the MBTA through the 100 percent design submission.</i></p>	<i>Prior to opening.</i>
<i>Malden Center Station Improvements</i>	<p><i>Wynn shall make multimodal improvements to MBTA's Malden Center Station to accommodate shuttle bus service at curbside, associated bus layover space, and construction of a passenger shelter on MBTA property near the corner of the busway and Centre Street.</i></p> <p><i>These improvements shall be substantially as described in the MassDOT/MBTA/DCR Section 61 Findings and as set forth in the conceptual plan entitled "Malden Center Station Curbside Reconfiguration (Figure 2-14)" included in the SSFEIR, with such refinements thereto as are approved by the MBTA through the 100 percent design submission.</i></p>	<i>Prior to opening.</i>
<i>Sullivan Square Bus Station Improvements</i>	<i>Wynn shall make multimodal improvements to at and adjacent to MBTA's Sullivan Square Station. These improvements include creation of a new circulation pattern including the alteration and reconstruction of the existing busways and the</i>	<i>Prior to opening.</i>

	<p><i>reconfiguration of the parking field in front of the bus station; provision of a new signalized busway exit to accommodate right-turn movements, opposite the I-93 northbound off-ramp on Cambridge Street; construction of a new signalized entrance to allow buses to circulate into the station from Beacham Street Extension and Main Street; and provision of new bus shelters at the bus berths on the lower busway.</i></p> <p><i>These improvements shall be substantially as described in the MassDOT/MBTA/DCR Section 61 Findings and as set forth in the conceptual plan entitled “Sullivan Square Bus Station and Parking Reconfiguration (Figure 2-15)” included in the SSFEIR, with such refinements thereto as are approved by the MBTA through the 100 percent design submission.</i></p>	
<p><i>Route 99 (Broadway) Transit Corridor Upgrades</i></p>	<p><i>Wynn shall make multimodal circulation and accessibility upgrades to the Route 99 Corridor, substantially as described in the MassDOT/MBTA/DCR Section 61 Findings and as set forth in the conceptual plan entitled “Lower Broadway/ Alford Street (Route 99) Improvement Plan (Figure 2-12A, B, and C)” included the SFEIR, with such refinements thereto as are approved by the MBTA in consultation with the City of Everett through the 100 percent design submission.</i></p> <p><i>In connection with these upgrades, Wynn shall provide all necessary equipment for the traffic signals and the MBTA buses that travel this route to support a bus priority system along the Route 99 corridor.</i></p> <p><i>In addition, as set forth in the MassDOT/MBTA/DCR Section 61 Findings, the Proponent (Wynn) has conducted a Road Safety Audit (“RSA”) along this corridor due to its inclusion in a Highway Safety Improvement Plan (HSIP) cluster. The RSA has identified a list of recommended safety improvements to address both existing and future conditions. These recommendations were summarized in the RSA Report dated March 10, 2016 submitted to MassDOT by AECOM on behalf of the Proponent. To improve safety conditions and mitigate the Project’s impacts along this corridor, the Proponent shall incorporate in the conceptual design plans for the corridor all the potential safety enhancements with <u>“low”</u> and/or <u>“medium”</u> costs and with “short-term” and/or “mid-term” timeframes as listed in the RSA</i></p>	<p><i>Prior to opening.</i></p>

	<i>Report in Table 3: Potential Safety Enhancement Summary- Lower Broadway.</i>	
<i>MBTA Everett Shops Improvements</i>	<i>Subject to the mitigation regarding the conveyance stated below, and subject to review and approval by the MBTA, Wynn shall make improvements to access, construct a new gatehouse, grant an access easement to MBTA for 365 days a year/24 hours a day access, and construct new loading docks at MBTA's Everett Shops.</i>	<i>Prior to opening.</i>
<i>Mitigation regarding Conveyance of certain of MBTA Everett Shops Land</i>	<i>In accordance with the SSFEIR Certificate, and as stated in the MassDOT/MBTA/DCR Section 61 Findings, Wynn has worked with the MBTA to place into escrow a quitclaim deed to Wynn and payment for 1.758 acres of the MBTA Shops property as shown on an ANR Plan prepared by Feldman Land Surveyors dated January 7, 2014; and, upon issuance of the MassDOT/MBTA/DCR Section 61 Findings, the escrow agent will return the original Quitclaim Deed and Termination of Easement agreement to Wynn, the money to the MBTA; and any modifications will be subsequently recorded.</i>	<i>Escrow to remain in place until issuance of the final MassDOT/MBTA/DCR Section 61 Findings.</i>
<i>Orange Line Subsidy</i>	<i>Wynn shall provide to the MBTA an annual Orange Line operating subsidy to support additional passenger capacity on the Orange Line. The annual operating subsidy shall be calculated and paid in accordance with the MassDOT/MBTA/DCR Section 61 Findings regarding the MBTA Orange Line. The total subsidy is currently estimated at \$7.4 million, including escalation, over the 15 year term of the License.</i>	<i>Annually beginning after opening.</i>
<u>SUBJECT MATTER</u>	<u>MITIGATION OR IMPROVEMENT MEASURE</u>	<u>SCHEDULE</u>
11. OTHER TRANSPORTATION MEASURES		
	<i>In accordance with the SSFEIR Certificate <u>Secretary's applicable Certificates</u> as more particularly specified and conditioned in the MassDOT/MBTA/DCR Section 61 Findings, Wynn shall comply with the following conditions:</i>	

<p><i>Transportation Monitoring Program</i></p>	<p><i>Wynn shall engage and pay for an independent organization approved by MassDOT to undertake a comprehensive transportation monitoring program. Monitoring shall commence prior to the initial occupancy of either hotel or gaming components of the Project, whichever occurs first, to establish a baseline, and will continue for a period of 10 years. At least annually, Wynn shall provide a report on the Transportation Monitoring Program to the Commission (with a copy to MassDOT), which will include without limitation a report on the implementation of the TDM program described herein. Wynn shall provide more frequent reports as may be required from time to time by the Commission or MassDOT.</i></p> <p><i>The scope, locations, methodology, timing and frequency of the transportation monitoring program shall comply with the requirements of the MassDOT/MBTA/DCR Section 61 Findings, and may be adjusted by MassDOT as necessary to ensure that the geographic extent of the data collected is sufficient to measure the impact of the Project and to reflect changes in the transportation system that may occur after the completion of the Project. The transportation monitoring program shall include Roadway Data Collection, Capacity Analyses, Parking Data Collection, Public Transportation Data Collection, and a Travel Mode Analysis, all as specified by the MassDOT/MBTA/DCR Section 61 Findings and adjusted from time to time by MassDOT as necessary.</i></p> <p><i>Without limitation, this monitoring shall be done at the locations, for the time periods and in accordance with the requirements and methodology specified by MassDOT and the MassDOT/MBTA/DCR Section 61 Findings, and will include the following additional intersections:</i></p> <ul style="list-style-type: none"> • <i>Broadway / Mt. Vernon Street / Alfred A. Lombardi Way (Somerville)</i> • <i>Williams Street / Chestnut Street (Chelsea)</i> <p><i>At these additional intersection<u>intersections</u>, Wynn shall conduct peak period manual turning movement counts, vehicle classification, and pedestrian/bicycle counts on a Thursday and Friday between 4:00 PM-6:00 PM and on a Saturday between 2:00 PM-5:00 PM. The Commission may require additional data to be</i></p>	<p><i>Prior to the initial occupancy (to establish a baseline), and continuing for a period of 10 years.</i></p>
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	<p><i>collected if the Commission determines that the submitted data are insufficient.</i></p> <p><i>Wynn shall comply with the requirements for both the transportation monitoring program required by the MassDOT/MBTA/DCR Section 61 Findings and with the transportation monitoring program required by § 7.1.B of the Boston SCA as incorporated above in the Commission’s <u>Second Amended</u> Section 61 Findings and in the License; provided, however, that Wynn shall work cooperatively with MassDOT, DCR, the City of Boston and the Commission to avoid unnecessary duplication of effort or any conflicting requirements.</i></p> <p><i>The Commission will review the monitoring results to determine whether the mitigation triggers listed in § 7.1.B of the Boston SCA have been exceeded and whether additional data should be collected; and the Commission reserves the right to determine the appropriate mitigation in the event there are any such operational deficiencies or imminent traffic problems associated with traffic to and from the Gaming Establishment, including but not limited to those additional mitigation measures listed in § 7.1.B of the Boston SCA. If the additional mitigation measures involve changes to roadways, intersections, or traffic signals under the jurisdiction of the City of Boston, Wynn shall cooperate with Boston concerning the permitting and implementation of the additional mitigation measures, pursuant to the Boston SCA.</i></p> <p><i>See also Long-term Commitment Transportation Demand Management relative to Sullivan Square and Boston, in § VIII.F.4 above.</i></p>	
<p><i>Mystic River Pedestrian-Bicycle Bridge Feasibility Study</i></p>	<p><i>Wynn shall <u>either (a) provide \$250,000 to DCR for planning and engineering services for a possible pedestrian bridge crossing of the Mystic River linking Somerville and Everett, or (b) retain and pay for a qualified design, planning and engineering firm to conduct and complete the Mystic River Pedestrian-Bicycle Bridge Feasibility Study with a scope of work reasonably acceptable to DCR.</u></i></p>	<p><i>Prior to opening.</i></p>
<p><i>Water Transportation Vessels</i></p>	<p><i>Wynn shall:</i></p> <ul style="list-style-type: none"> <i>• Provide dock facilities and customized ferry vessels to support passenger water transportation service between the Project Site and key Boston Harbor landing</i> 	<p><i>At opening.</i></p>

	<p>sites;</p> <ul style="list-style-type: none"> • Provide a touch and go dock for transient boat access to the Project Site; • Consistent with Section 4.5.1.1 of the FEIR, provide water transportation level of service consisting of at least three custom-built, 49-passenger vessels, operating at different frequencies, as listed in the FEIR (that provides sufficient seating and headways to accommodate the expected passenger levels identified in the FEIR (2,908 passengers on Friday, 3,634 passengers on Saturday and 2,713 passengers average day, except when impracticable due to weather conditions). Current plans call for three custom-built 35 passenger vessels to be available at the project opening with a fourth 35 passenger vessel to be available within 90 days of the project opening. These requirements are subject to adjustment based on customer demand to support Wynn’s overall mode share, and except when impracticable due to weather conditions); • Ensure that customized passenger vessels supporting water transportation service to and from the Gaming Establishment are designed and built to be able to pass safely under the Alford Street (Rt-99) Draw Bridge across the Mystic River, mile 1.4, between Boston and Everett, at high tide in the closed position; • Implement reasonable restrictions to prohibit or discourage patrons arriving to or departing from the Gaming Establishment in private vessels that would cause the Alford Street (Rt-99) Draw Bridge to open during or affecting peak vehicular transportation hours on Alford Street and in Sullivan Square. 	<p>At opening and Ongoing.</p>
<p>Annual Monitoring and Reporting Program</p>	<p>Without limiting the transportation monitoring programs required by the MassDOT/MBTA/DCR Section 61 Findings and by § 7.1.B of the Boston SCA Wynn shall also conduct a post-development traffic monitoring and employee survey program (including without limitation vehicular, public transit, and ferry service) in order to evaluate the adequacy of transportation mitigation measures including the TDM program for \$30,000 annually.</p>	<p>At opening and Ongoing.</p>
<p>12. WASTEWATER, WATER USE, AND WETLANDS AND WATERWAYS MEASURES</p>		
	<p>In accordance with the Secretary’s applicable Certificates and MWRA’s, DEP’s and MassDOT/MBTA/DCR’s respective Section 61 Findings, Wynn shall comply with all of the following mitigation measures and conditions:</p>	

<p><i>Wastewater</i></p>	<ul style="list-style-type: none"> • <i>Implement or fund sewer system improvements that remove Infiltration and Inflow (“I/I”) equivalent to 4 gallons removed for every gallon of new wastewater generated (currently estimated at 283,489^{314,649} GPD);</i> • <i>Assist in modifications to regional wastewater infrastructure modifications that will reduce the incidence of combined sewer overflows (“CSOs”) into the Mystic River associated with the Cambridge Sewer Branch, including the installation of grease traps and gas/oil separators.</i> 	<p><i>Prior to opening as to I/I and ongoing as to CSOs.</i></p>
<p><i>Water use</i></p>	<ul style="list-style-type: none"> • <i>Follow Leadership in Energy and Environmental Design (“LEED”) standards of Gold or higher, and incorporate water conservation measures that are intended to reduce the potable water demand on the MWRA water supply system;</i> • <i>Utilize water-efficient plumbing fixtures, low-flow lavatory faucets and shower heads;</i> • <i>Through rainwater harvesting, grey water reuse and the installation of alternatives to natural turf landscaping, the Project will further reduce water demand and use;</i> • <i>Include extensive indoor and outdoor landscaping;</i> • <i>Utilize timers, soil moisture indicators and rainfall sensors to reduce potable water use on landscaping.</i> 	<p><i>During construction.</i></p>
<p><i>Wetlands, waterways, and water quality certification</i></p>	<ul style="list-style-type: none"> • <i>Remediate, revegetate and enhance 550 linear feet of existing shoreline with enhanced “living shoreline;”</i> • <i>Remove invasive vegetation and planting of native herbaceous and shrub vegetation along part of existing Coastal Bank and Riverfront Area,³³</i> • <i>Consult with MassDEP to develop specifications for the living shoreline and bank restoration;</i> • <i>Transform 10,900 +/- SF of disturbed Coastal Beach/Tidal Flats, Coastal Bank, and Riverfront Area to Salt Marsh;</i> • <i>Clean up debris within the Land Under the Ocean, Coastal Beach and Coastal</i> 	<p><i>During construction and prior to opening.</i></p>

³³ The terms “Land Under the Ocean,” “Coastal Beach and Tidal Flats,” “Coastal Bank,” “Land Containing Shellfish,” Salt Marsh,” “Riverfront Area,” and “Land Subject to Coastal Storm Flowage” have the meaning given to them in the Massachusetts Wetlands Protection Act and its regulations, 310 CMR 10.21-10.37. See FEIR § 3.1.1.

	<p><i>Bank resource areas;</i></p> <ul style="list-style-type: none"> • <i>Dredge to remove contaminated sediments from the harbor bottom to provide ample draft for water transportation, recreational vessels and a proposed floating dock;</i> • <i>Replace existing bulkhead and construction of new bulkheads within areas of existing degraded Coastal Beach and Coastal Bank areas;</i> • <i>Ensure that <u>100% of</u> the ground floor of the Gaming Establishment will be a facility for public accommodation;</i> • <i>Construct high quality landscaped open space along the edge of the Mystic River and the existing degraded Coastal Bank, Buffer Zone and Riverfront Area, including a harborwalk with high-quality amenities along the edge of the Mystic opening this site to public access and connecting it to Lower Broadway to the east;</i> • <i>Create a Gateway Park Connector multi-use path with benches, lighting, signage, plantings, and other amenities, linking the harborwalk on the Project Site under the MBTA rail line through to the DCR's Gateway Park to the west along the Mystic River, including bicycle and pedestrian connections;</i>³²³⁴ • <i>Provide a pile-supported pier/walkway, a gangway, and Americans with Disabilities Act-compliant floating water transportation dock designed to support future water transportation service to Downtown Boston and other regional water transportation destinations, as well as transient vessels;</i> • <i>Develop an attractive public destination for water dependent uses along the waterfront, including significant open space, outdoor seating, viewing areas, a gazebo and public docks;</i> • <i>Further consider opportunities to improve shellfish resources at appropriate locations in consultation with the Division of Marine Fisheries ("DMF").</i>³³³⁵ 	
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³²³⁴ According to the MassDOT/MBTA/DCR Section 61 Findings, "DCR understands the value of the improvements to DCR's Gateway Park will total \$2,000,000 and will be provided prior to site occupancy."

~~³³ The Commission notes that this measure is encouraged, but not required by SFEIR Certificate.~~

³⁵ The Commission notes that this measure is encouraged, but not required by SFEIR Certificate.

<p>Public Access</p>	<ul style="list-style-type: none"> • As stated above regarding Other Transportation Measures, <u>either (a) provide \$250,000 to DCR for planning and engineering services related to an investigation of a potential for a possible pedestrian bridge crossing of the Mystic River linking Somerville and Everett; or (b) retain and pay for a qualified design, planning and engineering firm to conduct and complete the Mystic River Pedestrian-Bicycle Bridge Feasibility Study with a scope of work reasonably acceptable to DCR.</u> • Participate in a process to study the feasibility of extending the Northern Strand Community Trail to Everett. • Provide over 190,000 sq. ft. of facilities for public accommodation to provide destinations and activation of the Project Site. • Provide 2 acres more open space than required by G.L. c. 91. 	<p>Prior to opening.</p> <p>During construction/prior to opening, and ongoing.</p>
<p>Re-purpose Adjacent Waterfront Real Property</p>	<p>Pursuant to and subject to § 8.6 of the Boston SCA, Wynn shall pay to Boston \$250,000 for the purpose of covering Boston's legal, engineering and other professional services to be incurred by Boston under said § 8.6 in an effort to re-purpose the waterfront real property adjacent to and within the vicinity of the Project Site [i.e. the Boston Water and Sewer Commission's Material Handling Facility] and to return such waterfront real property to public access.</p>	<p>One-time payment prior to opening.</p>
<p>Stormwater</p>	<ul style="list-style-type: none"> • Implement a stormwater management system that will improve the quality of runoff on-site. These measures include: <ul style="list-style-type: none"> ○ On-site mitigation measures: <ul style="list-style-type: none"> ▪ Two new outfalls will discharge treated stormwater into the Mystic River; ▪ Green Roof installation; ▪ Best Management Practices ("BMPs") such as pavement sweeping, deep sump catch basins, tree box filters, filtering bioretention areas, four (4) proprietary stormwater separators, and stormwater media filters. These BMPs will be designed to remove at least 80% of the average annual load of Total Suspended Solids; and ▪ Catch basins, silt fences, hay bales and crushed stone will be used during 	<p>Prior to opening.</p>

	<p><i>construction to prevent sediment removal from entering runoff;</i></p> <ul style="list-style-type: none"> ○ <i>Offsite mitigation measure associated with transportation improvements will include bioretention or subsurface infiltration chambers, deep sump catch basins or proprietary stormwater separators.</i> • <i>Prepare a Stormwater Pollution Prevention Plan (SWPPP) in support of a Notice of Intent (NOI) filing with the EPA for coverage under NPDES Construction General Permit (CGP);</i> • <i>Incorporate new stormwater management systems in compliance with applicable requirements of State and City of Everett Stormwater Management Standards. The SWPPP and long-term stormwater improvements will provide stormwater mitigation measures to be implemented both during and after construction to improve water quality; and</i> • <i>Portions of the Project Site which currently drain into the MBTA 36-inch storm drain under existing conditions will be re-directed to the Project’s stormwater management system.</i> 	
<p>13. GREENHOUSE GAS AND AIR QUALITY IMPACTS</p>		
<p><i>MassDEP Air Plan Approval or Environmental Results Program/Greenhouse Gas Reductions</i></p>	<ul style="list-style-type: none"> • <i>Design the Project buildings to be certifiable under a LEED rating of Gold or higher;</i> • <i>Operate utilizing a series of best operating practices consistent with LEED principles to maintain the energy use, water efficiency, atmospheric, materials and resources use, and indoor air quality goals;</i> 	<p><i>During construction and post occupancy.</i></p>

	<ul style="list-style-type: none">• Comply with the Energy Stretch Code adopted by the City of Everett pursuant to the Green Communities Act of 2008;• Provide a self-certification to the MEPA Office regarding compliance with GHG reductions upon completion of construction;³⁴³⁶• Provide a lighting plan, approved by the City of Everett, for the Commission's review, and demonstrate to the Commission that the plan is reasonably consistent with the proposed LEED certification;• Commit to a comprehensive list of Energy Efficiency Measures (EEM) that are predicted to reduce CO2 emissions 27.4%.³⁵³⁷ These proposed EE measures <u>EEM</u> include:<ul style="list-style-type: none">○ Installing street trees and lighting;○ Cool roofs;○ Central chiller plant with better efficiency than Code;○ Demand Control Ventilation (DCV) for the casino, public entertainment, and retail areas;○ Energy Recovery Ventilation (ERV) to reduce chiller energy use;○ Building envelopes with roof and window insulation better than Code;○ Skylights over the entry atrium and along the retail promenade (daylighting controls will be tied to this extensive system of skylights);○ Lower light power density 20% better than Code;○ Low-energy Electronic Gaming Machines <u>(where feasible)</u>³⁸;	
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³⁴³⁶ The MassDOT/MBTA/DCR Section 61 Findings, incorporated herein by reference, provide that the Self Certification shall be (a) signed by an appropriate professional (e.g. engineer, architect, general contractor); (b) attest that Wynn has incorporated into the project all the GHG mitigation measures, or their equivalent, that were committed to in the EIRs to achieve the proposed stationary GHG emission reduction; (c) supported by as-built plans and shall include an update with respect to those measures that are operational in nature (i.e. TDM program, recycling, Energy Star-rated equipment, etc.); and (d) include any changes to these measures from those identified in the EIRs, the schedule for implementation of all measures, and how progress toward achieving these measures will be advanced, if not currently implemented. The Self Certification and all supporting plans and documents shall be provided to the MEPA office (with a copy to the Commission) within three (3) months of the completion of the Project.

³⁵³⁷ The SSFEIR lists two different reduction goals depending on which ASHRAE standards are used. The higher standard is listed here.

³⁸ Provided that this commitment will not limit gaming machine selection based primarily on customer preference.

	<ul style="list-style-type: none">○ Metal halideLED lighting for all parking structures;○ High efficiency elevators with regenerative VVVF drives and LED lights;○ Demand Control Exhaust Ventilation (DCEV) with variable frequency drive (VFD) fans for enclosed parking structures;○ Kitchen and restaurant refrigeration energy efficiency design to reduce energy use;○ Energy-STAR appliances;○ Enhanced building commissioning; and○ Occupancy controls for non-occupied or infrequently occupied spaces.• Install a photo-voltaic system on the podium building roof or other location, and/or purchase from local service providers of green power of annual electric consumption equaling 10% or more of the Project's annual electric consumption;• Improve intersections to reduce vehicle idling and TDM measures to reduce trips will reduce Project-related motor vehicle CO2 emissions by 13.0%. When combined, (stationary source plus transportation), the Project's total CO2 emissions reductions are 25.7% percent compared to the Base Case;• Install cogeneration plantplant using a nominal 1-MW microturbine, providing approximately 20% of the Project's annual electrical consumption and significant amounts of absorption cooling, heat and hot water. Wynn will consult with MassDEP regarding the system prior to filing a permitting application.• Consider additional improvements in energy efficient design and expansion of commitment to renewable energy; ³⁶39• Consider electronic gaming machine energy use and provide information to EOEEA and the Commission regarding same; ³⁷40• Plan for and account for the effects of Sea Level Rise by elevating the proposed structures non-service and garage floor elevations to 15 to 16 feet above the 100-year flood level. The Project will also incorporate the following design	
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³⁶[39](#) The Commission notes that this measure is encouraged, but not required by SFEIR Certificate.

³⁷[40](#) The Commission notes that this measure is encouraged, but not required by SFEIR Certificate.

	<p><i>criteria:</i></p> <ul style="list-style-type: none"> • <i>☞ Parking garages entrances and other openings into below grade spaces will be elevated a minimum of 3.35 feet above the 100-year flood level, or will be sufficiently flood proofed to avoid damage from coastal storms;</i> • <i>☞ Critical infrastructure and HVAC equipment will be elevated above projected flood levels;</i> <ul style="list-style-type: none"> • <i>Consider additional measures during subsequent design phases, including, but not limited to: rain gardens and swales; protection for service equipment (HVAC, electrical, fuel, water, sewage), installation of back-water flow valves and sump pumps; protection of entrances from snow and ice; enhanced building insulation; cool/green roofing; resilient back-up power and systems; backup power sources for elevators; insulation of refrigeration equipment and elevation of utility hook-ups, mechanical devices, electrical service panel, water heaters, and IT services above potential flood levels.</i> 	
<p>14. HAZARDOUS WASTE</p>		
<p><i>Hazardous Waste Remediation</i></p>	<ul style="list-style-type: none"> • <i>Remediation of areas of significant soil contamination, including soil removal and soil stabilization, will be initiated by Wynn at the commencement of Project construction and will be substantially completed in the first phase of Site construction (approximately 6 months);</i> • <i>During subsequent construction of the Project elements (casino, hotel, and retail buildings, site roadways and utilities, and waterfront improvements), additional contaminated soil will be removed, and Wynn will manage additional soil excavation and groundwater dewatering in accordance with the MCP;</i> • <i>All Project facilities, including the public harbor walk and other waterfront open space amenities, will be fully suitable for planned recreational and visitor uses;</i> • <i>Any hazardous materials excavated during construction will be managed in accordance with MassDEP guidelines, addressed, and disposed of accordingly, including treatment where applicable;</i> • <i>The parking garage will be waterproofed and designed to resist hydrostatic uplift pressures so that permanent, long term dewatering is not required. Dewatering will be required during construction and will be conducted pursuant to a</i> 	<p><i>Prior to opening/as permitted under MCP.</i></p>

	<p><i>Remediation General Discharge Permit under the NPDES program; and</i></p> <ul style="list-style-type: none"> <i>• Comply with G.L. c. 21E and the MCP in all areas of the Project including construction of the service road and shared entrances.</i> 	
<p><u><i>Sediment Remediation</i></u></p>	<p><u><i>In accordance with the Secretary’s applicable Certificates and DEP’s Section 61 Findings, Wynn shall comply with all of the following mitigation measures and conditions, as well as all requirements set forth in the Chapter 91 Dredge Permit and 401 Dredge Water Quality Certificate from DEP, the additional Federal Consistency Review by CZM triggered by the NPC; all conditions and mitigation measures set forth in any additional Orders of Conditions from the Boston Conservation Commission and from the Everett Conservation Commission (or a Superseding Order of Conditions (SOC) from DEP if a local Order is appealed), the specific requirements of Chapter 21E and the MCP.</i></u></p> <p><u><i>In addition, Wynn shall:</i></u></p> <ul style="list-style-type: none"> <u><i>• Perform all dredging activities under the supervision of a Licensed Site Professional and meet the performance standards of the MCP.</i></u> <u><i>• Avoid impacts to the two remnant patches of salt marsh within Boston.</i></u> <u><i>• If salt marsh is inadvertently impacted during the dredging/capping operations, plant Spartina species in the same general location as the existing patches, and in an area encompassing a larger area than was impacted, to enhance the intertidal habitat value of the area.</i></u> <u><i>• Install turbidity barriers and floating oil booms during dredging and capping to protect water quality.</i></u> <u><i>• Conduct water quality monitoring during remediation to identify impacts and support early intervention and mitigation.</i></u> <u><i>• Perform all dredging activities under the supervision of a Licensed Site Professional and meet the performance standards of the MCP.</i></u> <u><i>• Observe Time of Year (TOY) restrictions for in-water work recommended by the DMF. Without limitation, silt-generating in-water activities must only be conducted between September 30 and February 15.</i></u> 	<p><u><i>Prior to Opening</i></u></p>

	<ul style="list-style-type: none"> • <u>Coordinate post-remediation monitoring with the DMF and the National Marine Fisheries Service to ensure that the sub-tidal and intertidal habitat is adequately restored.</u> • <u>Develop a management plan for the living shoreline and other areas of the Harborwalk which will ensure public access and engagement as the living shoreline habitats grow and mature over time.</u> 	
15. CONSTRUCTION MITIGATION		
<i>Traffic and Transportation</i>	<ul style="list-style-type: none"> • <i>Implement phased starting of trades to off-peak hours, 7:00 a.m. and earlier starts;</i> • <i>Utilize lean building practices to maximize off-site prefabrication;</i> • <i>Develop separate construction staging and traffic management plans for these improvements as part of their respective construction bid documents;</i> • <i>The relocation of utilities to Gateway Center, which include water, electrical and communications, will be coordinated with the foundations of the Project garage;</i> • <i>On-site parking by construction workers will be minimized. Most personal vehicles will be restricted from parking at or around the construction site so as to reduce the impact to traffic;</i> • <i>Worker parking shall not be allowed on site except for company vehicles required to perform the work;</i> • <i>Off-site locations at which construction workers can park will be provided with shuttle bus services for worker transportation to and from the Project Site;</i> • <i>Due to the proximity of public transit systems, employees will be encouraged to use the MBTA. In addition, Wynn will offer carpooling incentives;</i> • <i>The Project will provide an off-site area at which trucks may be staged. Truck</i> 	<i>During construction.</i>

	<p><i>routes will be coordinated before the start of construction, and the Construction Manager will routinely check truck routes to ensure compliance with the approved plan;</i></p> <ul style="list-style-type: none"> • <i>The Construction Manager will establish and maintain designated material staging and delivery areas;</i> • <i>Given the existing traffic patterns, right-turns onto and off of the Project Site through the main site entrance are anticipated;</i> • <i>Wheel wash stations will be installed and maintained at construction site exits by the Construction Manager as needed. Street sweeping/vacuuming of all impacted City streets and sidewalks shall be performed by the Construction Manager on an as needed basis;</i> • <i>As set forth in FEIR § 12.2.12, and subject to the reasonable direction of the Police Chief, there will be full-time police detail at the site entrance to facilitate the safe delivery of materials to and from the site with as little disruption to the traffic on Lower Broadway as possible. As needed, police details will control the traffic signals along Lower Broadway to facilitate traffic movements near the Project Site;</i> • <i>Secured fencing and barricades will be used to isolate construction areas on the Project Site from pedestrian and vehicle traffic.</i> 	
<p><i>Utilities</i></p>	<ul style="list-style-type: none"> • <i>Existing utility tunnels under the MBTA Commuter Rail are anticipated to be reused to minimize disruption to rail service and operation. The construction of utilities servicing the Project primarily will take place on-site;</i> • <i>Connections to the water main and sanitary sewer in Broadway will occur during off peak hours; and</i> • <i>The stormwater management system will be functional prior to installing binder course in the service area or entry drive.</i> 	<p><i>During construction.</i></p>
<p><i>Air quality</i></p>	<ul style="list-style-type: none"> • <i>The contractors will implement dust control measures during active construction. The selection of specific dust control measures will be activity dependent, but the following types of control measures will be implemented:</i> <ul style="list-style-type: none"> ○ <i>Road and construction area watering;</i> ○ <i>Chemical stabilization;</i> 	<p><i>During construction.</i></p>

	<ul style="list-style-type: none"> o Sand fencing ; o Wind speed control; o Perimeter sprinklers; o Tire washing stations; o On-site speed controls; o Covered stockpiles; and o Street sweeping. <ul style="list-style-type: none"> • Additional air quality measures to reduce air emissions will include low-sulfur diesel in construction equipment, retrofit equipment as needed, and prohibiting excessive idling (per 310 CMR 7.11); and • If on-site material crushing activities will take place, appropriate notifications will be made at least 30 days prior to the commencement of such activities to local officials and to MassDEP in accordance with 310 CMR 16.05(3)(e)(6). 	
<p>Noise and vibration</p>	<ul style="list-style-type: none"> • Instituting a program that includes allowable construction timeframes to ensure compliance with the local requirements; • Locating stationary noise sources, including staging areas, as far a possible from noise-sensitive receptors; • Constructing artificial or using natural barriers to shield construction noise; • Combining noisy operations to occur in the same time period (the total noise level produced will not be substantially greater than the level produced if the operations were performed separately); • Using properly maintained equipment mufflers and providing enclosures on equipment operating continuously; • Turning off idling equipment; • Using quieter alternatives for equipment where feasible; • Selecting a quieter construction operation and technique where feasible; • Monitoring noise levels during the construction period to demonstrate compliance; • Conducting baseline noise level monitoring prior to construction and periodic monitoring of noise levels during construction. Noise monitoring shall be conducted at the site perimeter locations and locations near adjacent buildings; 	<p>During construction.</p>

	<ul style="list-style-type: none"> • <i>Work activities that generate unavoidable excessive noise will be included in the two-week look-ahead schedule submitted by the construction managers;</i> • <i>Project specifications will include vibration limits to avoid potential damage to nearby utilities, buildings, and the adjacent rail line; and</i> • <i>If necessary to reduce vibration levels, pile locations proximate to sensitive structures will be pre-augured.</i> 	
<p><i>Stormwater and Erosion and Sediment Control</i></p>	<ul style="list-style-type: none"> • <i>Storm water pollution prevention measures will include good housekeeping such as properly storing materials, spill prevention and response plans, and proper storage and disposal of solid wastes;</i> • <i>The Construction Manager will be responsible for preventing the tracking of sediments beyond the construction site and for controlling dust by using stabilized construction exits, street sweeping, and watering if necessary;</i> • <i>Temporary construction dewatering discharges will be appropriately controlled and discharged in accordance with the NPDES, state, and local dewatering standards;</i> • <i>Erosion and sediment risks will be reduced by avoiding prolonged exposure of bare soil, providing temporary and permanent stabilization as soon as practical, controlling storm water runoff, installing sediment and erosion controls, and providing frequent inspections and maintenance;</i> • <i>Erosion and sediment controls will be installed prior to any earth disturbing activities;</i> • <i>BMPs must be employed to control storm water flows through the Project Site and avoid the transport of sediments off site and towards surface waters or onto local roads. These may include silt fencing, hay bales, compost filter berms, sediment traps, check dams, diversion swales, sediment basins and/or settling tanks, and drain inlet protections;</i> • <i>Stockpile area(s) will be designated on-site. Stockpiles of off-site fill will be stabilized with temporary seeding and mulching, or provided with a tarp to prevent blowing dust, if the soil will not be used within a 14-day period;</i> • <i>Stockpiles of on-site fill will be covered with polyethylene sheeting to prevent dust migration, and hay bales or silt fence may be placed around the perimeter of the stockpiles to prevent the migration of soils during rain events;</i> 	<p><i>Prior to and during construction.</i></p>

	<ul style="list-style-type: none"> • <i>Soil stabilization will be initiated immediately after earth-disturbing activities have permanently or temporarily ceased. Temporary stabilization will be provided as soon as possible, but no later than 14 days after construction activity ceases on any particular area;</i> • <i>Areas at final grade will be provided with permanent plantings or seeding prior to the opening of the Project;</i> • <i>These control measures will be specific to the contractor's equipment, construction activity, and seasonal variability; and</i> • <i>Inspections will be performed in accordance with the SWPPP to be prepared for the Project. This includes inspection by a qualified individual of storm water controls, stabilization measures, disturbed areas, storage areas, and points of discharge at least every 7 days and within 24 hours of a storm event of ½ inches or greater.</i> 	
<p><i>Infrastructure Protection</i></p>	<ul style="list-style-type: none"> • <i>Existing public and private infrastructure located within the public right-of-way will be protected during construction;</i> • <i>Existing infrastructure within easements on the Project Site will be protected or relocated with the coordination of the utility companies prior to the start of construction;</i> • <i>The Construction Manager will notify utility companies and call “Dig Safe” prior to excavation;</i> • <i>The Construction Manager will be required to coordinate all protection measures, temporary supports, and temporary shutdowns of all utilities with the appropriate utility owners and/or agencies;</i> • <i>The Construction Manager will be required to provide adequate notification to the utility owner prior to any work commencing on their utility;</i> • <i>Wynn shall prepare and submit for review by MWRA a construction plan, calculations and an analysis of the MWRA's pipeline (prepared by a professional engineer licensed in the State of Massachusetts), which shall take into consideration the contractor's equipment, including vibration machines that would be used over MWRA's pipeline in instances where the existing roadway surface will be completely excavated away removing the protection of the HS-20 surface loading barrier; and Wynn will be required to upgrade existing water or sewer</i> 	<p><i>Prior to, during and after construction.</i></p>

	<p><i>infrastructure to protect these facilities during and after construction. See MWRA Section 61 Findings (pp. 4-5);</i></p> <ul style="list-style-type: none"> <i>• Wynn will conduct additional survey work, test pits and vacuum excavation to precisely identify the locations of utilities and construction monitoring and post construction surveys to ensure the integrity of MWRA infrastructure. See MWRA Section 61 Findings (p. 6);</i> <i>• In the event a utility cannot be maintained in service during switch over to a temporary or permanent system, the Construction Manager will be required to coordinate the shutdown with the utility owners and project abutters to minimize impacts and inconveniences;</i> <i>• Measures for proposed dredging and waterfront infrastructure installations will include providing floating debris barriers and turbidity curtains for water work; and</i> <i>• Measures for dredging would include the use of an environmental style bucket to minimize turbidity, and monitoring turbidity in accordance with federal, state, and local permit approvals.</i> 	
<p><i>Recycling program</i></p>	<ul style="list-style-type: none"> <i>• Construction waste material from demolition and new construction will be recycled when possible;</i> <i>• The disposal contract will include specific requirements that will ensure that construction procedures allow for the sufficient space for the necessary segregation, reprocessing, reuse, and recycling of materials; and</i> <i>• For those materials that cannot be recycled, solid waste will be transported in covered trucks to an approved solid waste facility, per MassDEP's Regulations for Solid Waste Facilities, 310 CMR 16.00. This requirement will be specified in the disposal contract.</i> 	<p><i>During construction.</i></p>
<p><i>Pest Control and Wildlife</i></p>	<ul style="list-style-type: none"> <i>• The extermination of rodents will be required prior to demolition, excavation, and foundation installation;</i> <i>• Proposed work within the tidal zone and below MLW will be subject to time of year restrictions from the Massachusetts Division of Marine Fisheries, which are intended to protect migratory fish as they travel up and down river and to protect</i> 	<p><i>Prior to and during construction.</i></p>

	<p>winter flounder spawning and nursery habitat; and</p> <ul style="list-style-type: none"> • Channel dredging operations will be conducted only during those times of the year permitted by state and federal agencies, so as to reduce possible adverse impacts to ecological populations within the dredged area. 	
<p>Laundry Effluent</p>	<ul style="list-style-type: none"> • Obtain<u>If required, obtain</u> and comply with the conditions of a sewer discharge permit prior to and while discharging laundry wastewater into the MWRA sewer system. See MWRA Section 61 Findings (pp. 6-7). 	<p>Prior to discharging laundry wastewater into the MWRA sewer system.</p>

IX. SEGMENTATION

The NPC Certificate notes that the MEPA regulations contain anti-segmentation provisions to ensure that projects are not segmented to evade, curtail or defer MEPA review. In addition to having acquired the Site of the Gaming Establishment, the Proponent and/or its subsidiaries or affiliates have reportedly acquired additional properties in Everett including, without limitation: (a) the 37.5 acre Rivergreen Technology Park located approximately one mile from the Site of the Gaming Establishment; (b) the 3.5 acre Lynde Playground located on Route 99; and (c) the 1.5-acre site Boston Freightliner facility located on Bow and Mystic Streets. See the Secretary's Certificate dated January 20, 2017, concerning the Rivergreen Notice of Project Change (EEA # 14478) (the "Rivergreen NPC Certificate").⁴¹

The NPC Certificate (at page 7) concludes that Wynn "should consult with the MEPA Office regarding additional acquisition and development in the project area and potential MEPA review to ensure that projects are not improperly segmented." The Rivergreen NPC Certificate (at page 6) "strongly encourage[s] the Proponents to consult with the MEPA Office regarding the applicability of MEPA review if and when long-term uses are developed for the Lynde Playground and the Boston Freightliner site, and if additional property is acquired and/or new development is proposed."

Wynn shall keep the Commission timely and fully informed with respect to all such matters, including without limitation the results of any such consultations with the MEPA Office, any such notice(s) of project change, and any such MEPA review. The Commission fully reserves its rights to evaluate, regulate, condition, and/or require mitigation with respect to any such matters as they relate to the Commission's jurisdiction and/or the Gaming Establishment, and to further amend the Commission's Section 61 Findings, and all amendments thereto, and/or the License for the Gaming Establishment as appropriate with respect thereto.

X. ~~IX.~~ REGIONAL WORKING GROUP

The SSFEIR Certificate ~~requires~~required Wynn to participate in and provide a proportionate share of funding for a Regional Working Group³⁸⁴² with MassDOT to assess and develop long-term

⁴¹ Lynde Playground and the Boston Freightliner facility are located within the area included in the Everett Redevelopment Authority's ("ERA") Lower Broadway District Urban Renewal Plan ("URP"), which has been subject to MEPA review (EEA# 15414). See the Secretary's Rivergreen NPC Certificate (at page 4). On November 15, 2018, the ERA submitted a notice of project change proposing a temporary change in use of a site within the URP that included part of the Lynde Playground for a municipal parking facility, including parking for the Gaming Establishment. The Commission and MassDOT submitted comments to the Secretary that urged the ERA to consider the transportation mitigation measures developed in connection with the Project as the ERA considered the temporary use of this parcel. On December 21, 2018, the Secretary issued a certificate on the ERA's notice of project change finding that the ERA's project did not require preparation of an Environmental Impact Report, but noting that the ERA should work with the Regional Working Group (described below) to make sure the ERA's parcel is developed consistent with the Regional Working Group's proposal.

³⁸⁴² As the Attorney General notes in her public comments dated April 11, 2016, the Regional Working Group was originally named the Sullivan Square Working Group. It changed its name to the Lower Mystic Valley Working

transportation improvements to support sustainable redevelopment and economic growth in and around Sullivan Square.³⁹⁴³ The Regional Working Group ~~will be~~ was led by MassDOT and ~~include~~ included, among others, the Executive Office of Housing and Economic Development, MAPC, DCR, Wynn, and the cities of Boston, Everett, and Somerville. See Section VIII of the MassDOT/MBTA/DCR Section 61 Findings entitled “Sullivan Square and Rutherford Avenue Planning Process.” The Commission ~~requires~~ required Wynn to participate in the Regional Working Group process as a condition of ~~these~~ its 2016 Section 61 Findings and of the License. However, as the Secretary ~~has~~ concluded in the SSFEIR Certificate, “the practical, rational and effective approach to addressing broader regional transportation impacts for this project is through enhanced transportation planning processes, not through the prism of this single project.” As a result, the Commission ~~will~~ did not require completion of long-term infrastructure improvements implemented as a result of the Regional Working Group process prior to opening of the Gaming Establishment pursuant to G.L. c. 23K. ~~In accordance with these~~

The Regional Working Group released a report of its findings on March 11, 2019 (the “Regional Working Group Report”). The Regional Working Group Report (at p. 5) notes that “[w]hile the gaming facility will generate substantial new traffic in the area, there are numerous other developments that have been recently built, permitted, or planned, all of which will add more travel demand in the area.” The Regional Working Group Report recommends a “a systematic and holistic approach to transportation” in the area in and around Sullivan Square, including transit service improvements such as increased investment in the Orange line and local bus service, enacting new transportation demand management policies to limit single occupant vehicle trips in the area, additional roadway improvements such as bicycle lanes and pedestrian paths and bridges, and continued regional coordination. *Id.* at p. 8. Further, the Regional Working Group Report recognized that the MEPA process that led to the creation of the Working Group “required only study of issues and did not require or mandate implementation actions or funding mechanisms.” *Id.* at p. 13.

As noted in the Regional Working Group Report (at p. 18), “[w]hile the Working Group was in the early stages of its process, the City of Boston, after a thorough public engagement process separate from the Working Group, selected a preferred design for the Rutherford Avenue/Sullivan Square Project. This design seeks to accommodate both local and regional interests; improve access and safety for bicyclists and pedestrians; creates dedicated bus lanes; and allow for the redevelopment of Sullivan Square.” These infrastructure improvements remain at an early stage in design. In

Group; however, its primary focus largely remains on Sullivan Square. These Second Amended Section 61 Findings refer to the group as the Regional Working Group.

³⁹⁴³ Pursuant to § 7.3 of the Boston SCA, Wynn has committed to provide \$250,000 in funding to support the Regional Working Group. As the SSFEIR Certificate requires Wynn to provide a proportionate share of funding for the Regional Working Group, this \$250,000 contribution shall not be deemed to be a cap on Wynn’s contribution if its proportionate share is determined to exceed this amount. Rather, as a condition of these Second Amended Section 61 Findings, to be incorporated as a condition of the License, Wynn shall contribute \$250,000 or (if larger) its overall proportionate share consistent with the SSFEIR Certificate to the Regional Working Group regardless of whether that overall proportionate share exceeds \$250,000. Any amount due in excess of \$250,000 will be calculated and paid annually unless otherwise specified by the Commission in a reopener pursuant to 205 CMR 120.

addition to the infrastructure improvements, as referenced earlier in these Second Amended Section 61 Findings, the Regional Working Group also made a number of recommendations for transit service improvements and new transportation demand management measures.⁴⁴

These Second Amended Section 61 Findings and the License will continue to require that the License include a reopener pursuant to 205 CMR 120 if it is necessary for the Commission to adjust Wynn's contribution to either the proportionate share of funding for a Regional Working Group, or the long-term infrastructure improvements to be implemented as a result of the Regional Working Group process, or both.⁴⁰

Finally, Wynn shall use its best efforts to work with the MBTA, MassDOT, and DCR on any future plans to create mass transit opportunities that serve the Gaming Establishment, including without limitation working with the MBTA, MassDOT and DCR on right of way issues. Wynn shall consider making a reasonable contribution as may be determined by the Commission to the cost of implementation of such mass transit opportunities.

XI. ~~X.~~ FINDINGS

Pursuant to G.L. c. 30, § 61, and 301 CMR 11.12(5), the Commission finds that all feasible measures have been taken to avoid or minimize impacts of the Project and damage to the environment. Specifically, the Commission finds that:

1. Environmental impacts resulting from the proposed Project within the scope of MEPA are those impacts described in the FEIR, SFEIR, ~~and SSFEIR,~~ and NPC and the corresponding Secretary's Certificates regarding each.

⁴⁴ Pursuant to §§ 7.1A of the Boston SCA, Wynn shall be fully responsible for the costs of implementing the Mitigation Improvements, defined therein, which are currently estimated to cost Fifteen Million, Eight Hundred and Fifty Thousand, Two Hundred and Twenty Nine Dollars (\$15,850,229). In addition, pursuant to and subject to Section VIII.F.4 of these Second Amended Section 61 Findings and §§ 7.3, 7.4 and 7.5 of the Boston SCA, Wynn is required to make substantial payments toward the Sullivan Square Infrastructure Project and toward the Boston Community Impact Fee. To the extent those payments toward the Mitigation Improvements, Sullivan Square Infrastructure Project and Boston Community Impact Fee are made and used toward long-term transportation mitigation and infrastructure improvements in and around Sullivan Square, those payments shall be counted toward Wynn's fair proportionate share of the capital costs of the long-term infrastructure improvements to be implemented as a result of the Regional Working Group process.

⁴⁰ ~~Pursuant to §§ 7.1A of the Boston SCA, Wynn shall be fully responsible for the costs of implementing the Mitigation Improvements, defined therein, which are currently estimated to cost Eleven Million Dollars (\$11,000,000). In addition, pursuant to and subject to Section VIII.F.4 of these Final Section 61 Findings and §§ 7.3, 7.4 and 7.5 of the Boston SCA, Wynn is required to make substantial payments toward the Sullivan Square Infrastructure Project and toward the Boston Community Impact Fee. To the extent those payments toward the Mitigation Improvements, Sullivan Square Infrastructure Project and Boston Community Impact Fee are made and used toward long-term transportation mitigation and infrastructure improvements in and around Sullivan Square, those payments shall be counted toward Wynn's fair proportionate share of the capital costs of the long-term infrastructure improvements to be implemented as a result of the Regional Working Group process.~~

2. Wynn shall comply with and implement (a) all conditions in the Commission’s conditional License for the Project (except those conditions that have been expressly modified and amended by the Commission’s action on the Boston SCA), (b) the terms and conditions of the Mitigation Agreements, (c) the mitigation measures described in these Second Amended Section 61 Findings, and the applicable provisions of the FEIR, the SFEIR, the SSFEIR, the NPC and the Secretary’s corresponding Certificates regarding the same, (d) the final Second Amended Section 61 Findings and conditions issued by other State Agencies in their respective final Agency Action on the Project, and (e) all conditions imposed by the Commission in its final Agency Action and final License for the Project pursuant to 205 CMR 120.02(1)(a).

3. Appropriate conditions will be included in any final License issued for the Project pursuant to 301 CMR 11.12(5)(b) and 205 CMR 120 to ensure implementation of the conditions and mitigation measures identified herein.

4. The Commission will establish a schedule for and conduct a regular quarterly review of compliance with the Second Amended Section 61 Findings and the conditions of the Gaming License.

Gayle Cameron, Massachusetts Gaming Commission

Date

Bruce Stebbins, Massachusetts Gaming Commission

Date

Enrique Zuniga, Massachusetts Gaming Commission

Date

Document comparison by Workshare 9.5 on Wednesday, May 1, 2019 3:30:17 PM

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Moved cell	
Split/Merged cell	
Padding cell	

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Deletions	341
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Moved to	11

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Total changes	944

Environmental Monitor
2019 Publication Schedule, Comment Deadlines and Decision Dates

Comment and decision dates are subject to change if extensions are granted

Submittal Dates	Environmental Monitor Publication Date	ENF Comments Due	ENF Decisions EIR Comments	EIR Decisions
12-1-18 to 12-17-18*	12-26-18	1-15-19	Fri. 1-25-19	Fri. 2-1-19
12-18-18 to 12-31-18*	1-9-19	1-29-19	Fri. 2-8-19	Fri. 2-15-19
1-1-19 to 1-15-19	1-23-19	2-12-19	Fri. 2-22-19	Fri. 3-1-19
1-16-19 to 1-31-19	2-6-19	2-26-19	Fri. 3-8-19	Fri. 3-15-19
2-1-19 to 2-15-19	2-20-19	3-12-19	Fri. 3-22-19	Fri. 3-29-19
2-16-19 to 2-28-19	3-6-19	3-26-19	Fri. 4-5-19	Fri. 4-12-19
3-1-19 to 3-15-19	3-20-19	4-9-19	Fri. 4-19-19	Fri. 4-26-19
3-16-19 to 4-1-19*	4-10-19	4-30-19	Fri. 5-10-19	Fri. 5-17-19
4-2-19 to 4-15-19	4-24-19	5-14-19	Fri. 5-24-19	Fri. 5-31-19
4-16-19 to 4-30-19	5-8-19	5-28-19	Fri. 6-7-19	Fri. 6-14-19
5-1-19 to 5-15-19	5-22-19	6-11-19	Fri. 6-21-19	Fri. 6-28-19
5-16-19 to 5-31-19	6-10-19	7-1-19*	Thurs. 7-11-19	Thurs. 7-18-19
6-1-19 to 6-17-19*	6-26-19	7-16-19	Fri. 7-26-19	Fri. 8-2-19
6-18-19 to 7-1-19*	7-10-19	7-30-19	Fri. 8-9-19	Fri. 8-16-19
7-2-19 to 7-15-19	7-24-19	8-13-19	Fri. 8-23-19	Fri. 8-30-19
7-16-19 to 7-30-19	8-7-19	8-27-19	Fri. 9-6-19	Fri. 9-13-19
7-31-19 to 8-15-19	8-21-19	9-10-19	Fri. 9-20-19	Fri. 9-27-19
8-16-19 to 9-3-19*	9-11-19	10-1-19	Fri. 10-11-19	Fri. 10-18-19
9-3-19 to 9-16-19*	9-25-19	10-15-19	Fri. 10-25-19	Fri. 11-1-19
9-14-19 to 9-30-19	10-9-19	10-29-19	Fri. 11-8-19	Fri. 11-15-19
10-1-19 to 10-15-19	10-18-19	11-7-19	Mon. 11-18-19*	Mon. 11-25-19*
10-16-19 to 10-31-19	11-6-19	11-26-19	Fri. 12-6-19	Fri. 12-13-19
11-1-19 to 11-15-19	11-22-19	12-12-19	Mon. 12-23-19*	Mon. 12-30-19*
11-16-19 to 12-2-19*	12-11-19	12-31-19	Fri. 1-10-20	Fri. 1-17-20
12-3-19 to 12-16-19*	12-23-19	1-13-20*	Thurs. 1-23-20	Thurs. 1-30-20
12-17-19 to 1-2-20*	1-8-20	1-28-20	Fri. 2-7-20	Fri. 2-14-20

(* = rollover from a weekend or holiday)

Technical Memorandum

To: **Robert DeSalvio, James Holt, Lauren Coughlin, Encore Boston Harbor**

From: **Dirk Grotenhuis, PE, Dave Derrig, AICP, Mike Wulforst, PE, AECOM**

Subject: **Encore Water Shuttle Evaluation Update**

Date: **May 3, 2019**

AECOM has reviewed the latest information regarding the proposed Encore Boston Harbor water shuttle service, and offers the following analysis.

At this time, Encore Boston Harbor has acquired three (3) water shuttles specially designed to travel beneath the Alford Street Bridge without the need for bridge openings. These shuttles have a capacity of 35 passengers and will provide service between the Encore Boston Harbor Resort and multiple Boston Harbor locations. In order to satisfy anticipated demand, Encore Boston Harbor has engaged the services of Bay State Cruise Company to provide a fourth vessel (90-passenger capacity) to supplement the Encore Boston Harbor shuttles until a fourth Encore Boston Harbor water shuttle is procured. In certain instances this shuttle will be affected by tidal clearance but will not require a bridge opening.

Based on this information and the proposed water shuttle schedule, the following table summarizes the anticipated ability to satisfy projected demand as identified in the final MEPA documents (FEIR) for the project.

ENCORE WATER SHUTTLE SERVICE	
Number of Encore Vessels	3
Capacity of each vessel	35
Total one way trips/day/Encore vessel	60 (30 round trips)
Max. carrying capacity of Encore vessels/day	2,100
Number of Contract Vessels	1
Capacity of each Contract vessel	90
Total one way trips/day/Contract vessel	18 (9 round trips)

Technical Memorandum

Max. carrying capacity of Contract vessel/day	1,620
Max. daily patron carrying capacity, Encore and Contract Vessels	3,720
Friday Daily Assigned Demand in FEIR (% of overall capacity)	2,908 (78%)
Saturday Daily Assigned Demand in FEIR (% of overall capacity)	3,634 (98%)

The water shuttle schedule has been designed to reflect time-of-day variation in demand. Water shuttle service will begin at 7:00 AM and end at 11:20 PM. During peak periods, the water shuttles will operate under 20-minute headways (rather than the 30-minute headways analyzed in the FEIR) to accommodate anticipated demand.

Given the calculations provided above, it is expected that the proposed water shuttle service will satisfy projected demand for peak weekday and weekend conditions, and that the water shuttle service will contribute to lessening traffic congestion on the roadways leading to Encore Boston Harbor Resort.

Encore Opening Transportation Plan



Encore Opening Transportation Options



**MBTA Orange Line:
Encore Shuttle**



**Rideshare/Taxi
(Everett & Malden)**



**Encore
Neighborhood
Runner**



**Encore Water Shuttle
and Other Water Taxis**



Premium Motor Coach Service



Local Bus



Water- Encore Premium Harbor Shuttle

- ❖ Route: Encore → Seaport → Financial District → Encore
- ❖ New, premium water shuttles, ADA compliance
- ❖ Hours of Operation: 7 a.m. to 12 a.m., 7 days-a-week, year round (weather dependent)
- ❖ Fare: \$7/trip (or \$5 for trips between Seaport and Financial District)
- ❖ Frequency: Every 20 - 30 Minutes

MBTA – Encore Shuttle

- ❖ Route #1: Encore → Malden Station → Wellington Station → Encore
- ❖ Route #2: Encore → Wellington Station → Encore
- ❖ New 58-passenger, ADA compliant, low-floor transit buses
- ❖ Free to the general public and Encore employees
- ❖ Hours of Operation: 5:00 a.m. to 1:00 a.m., 7 days-a-week, year round
- ❖ Frequency: Every 20 minutes

Local – Encore Neighborhood Runner

- ❖ Route 3: Encore → Rivergreen → City Hall → Near Silver Line Stop in Chelsea → Encore
- ❖ New 26-passenger, ADA compliant, executive mini buses
- ❖ Free to the general public and Encore employees
- ❖ Hours of Operation: 24 hours, 7 days-a-week, year round
- ❖ Frequency: Every 20 minutes

Encore Premium Motor Coach

- ❖ Stops: Millbury Park and Ride, Rockland, MA and Londonderry, NH
- ❖ New 56-passenger, ADA compliant, luxury coaches
- ❖ Fare: \$7/trip
- ❖ Hours of Operation: 10 a.m. to 10 p.m., 7 days-a-week, year round
- ❖ Frequency: Every 60-90 minutes

Encore Opening Traffic Demand Management

❖ The MBTA will be promoted as the best alternative for travel to Encore. The general public will be encouraged to park at transit and commuter rail parking lots

❖ Local parking is available at the following locations:

Wellington Station (1,300)

Station Landing (1,350)

Rivergreen (625)

Malden Station (188)

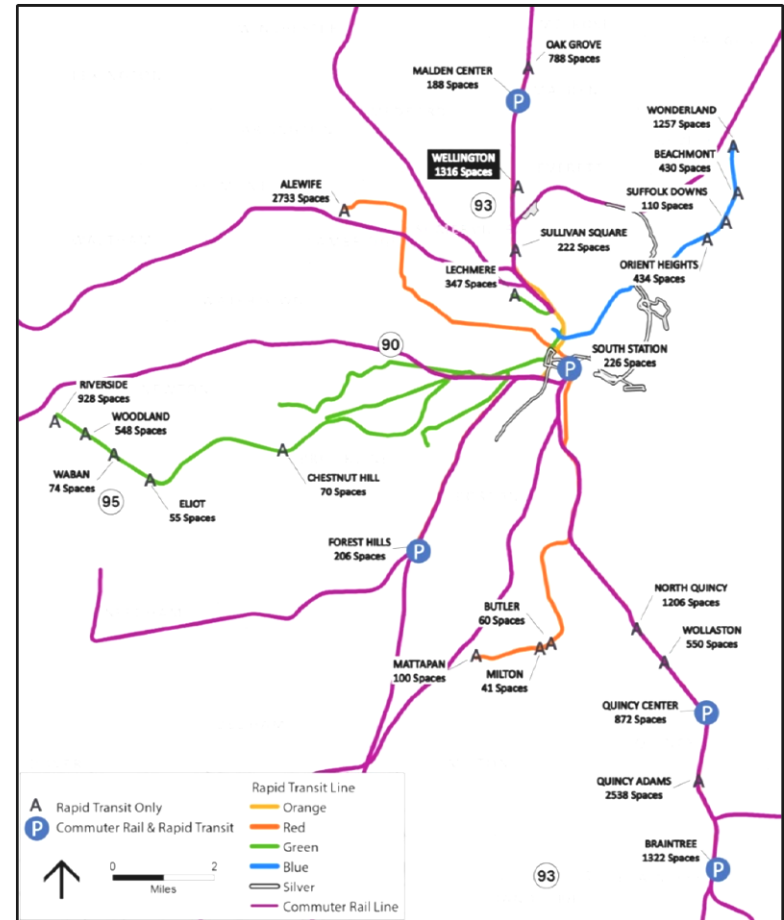
Jackson Garage Malden Center (651)

Wonderland Station (1436)

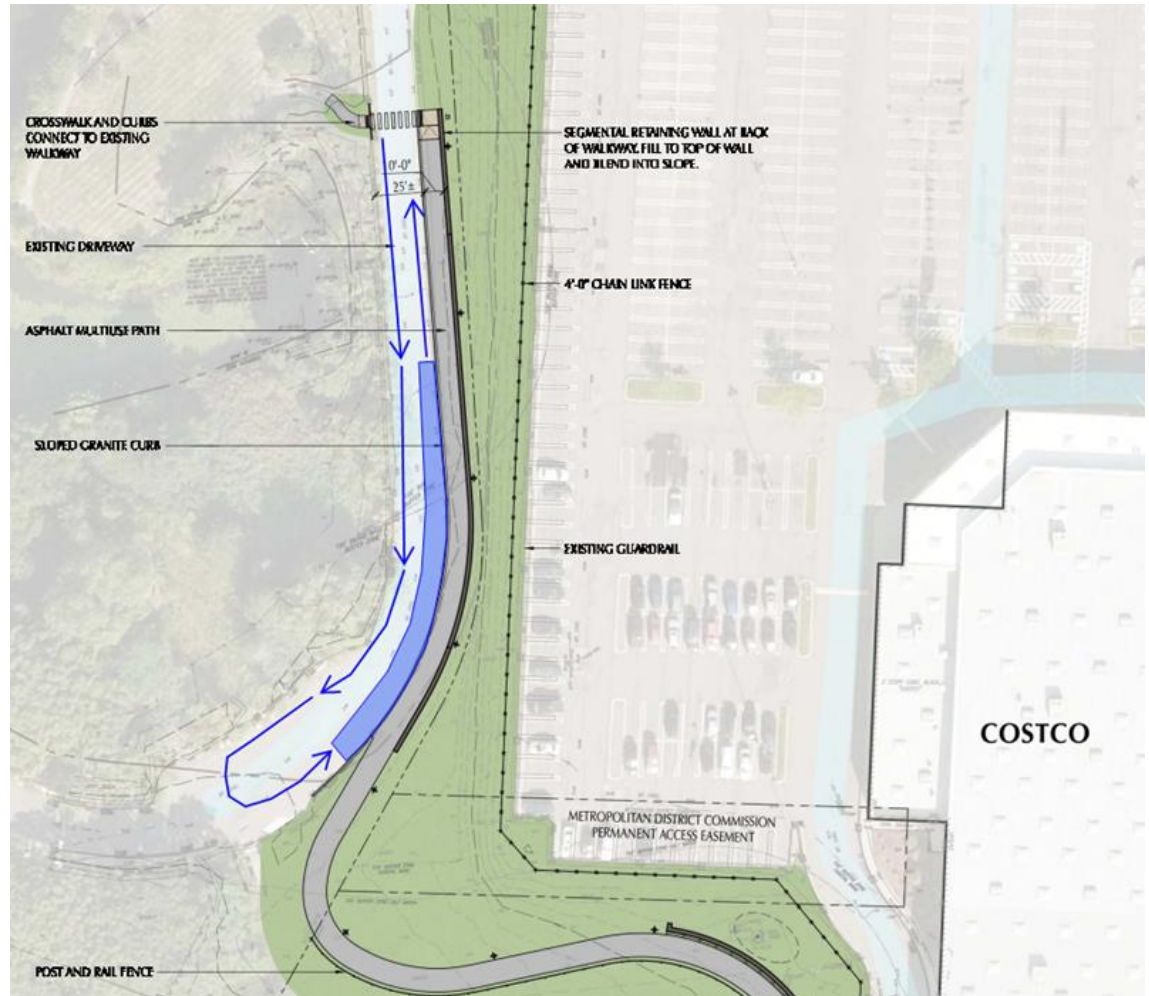
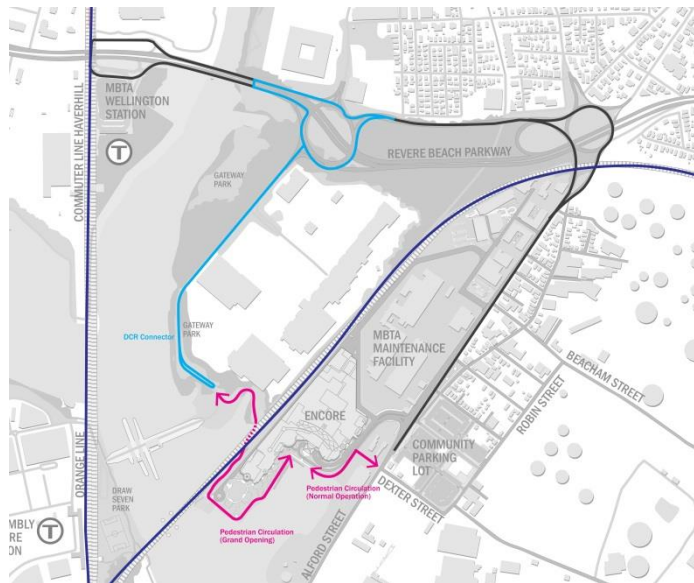
Lower Broadway (700)

❖ Encore Shuttle will provide free service to/from Malden Center Station, Wellington Station and Wonderland

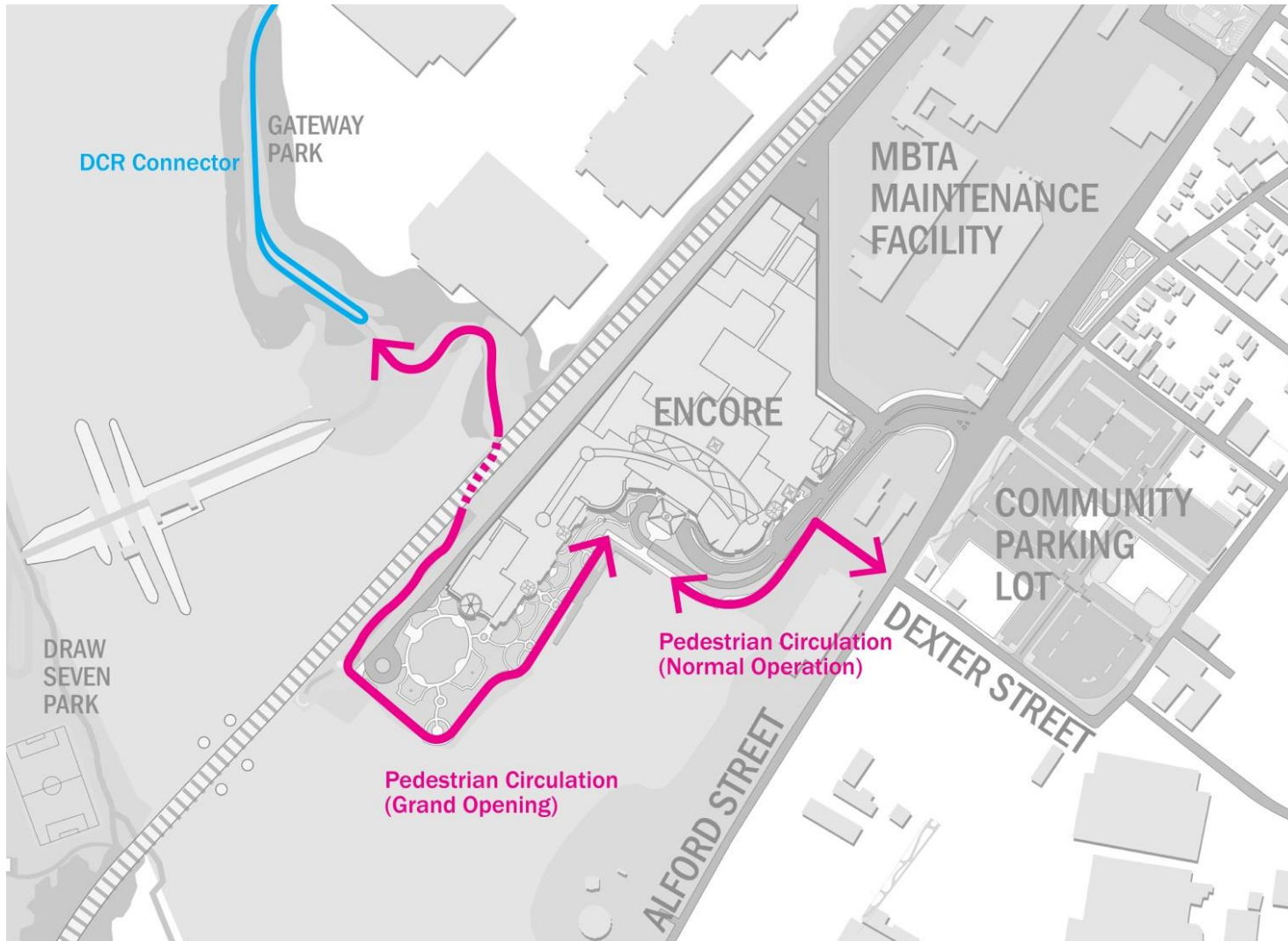
❖ The Encore Neighborhood Runner will provide free service to/from the Chelsea Silver Line and RiverGreen



Encore Opening Drop Off and Pick Up



Encore Opening Pedestrian Pathways



Encore Opening Police Details

Everett Police Department	(12 Officers)
Boston Police Department	(13 Officers)
Medford Police Department	(8 Officers)
MA State Police	
Troop A	(63 Officers)
Troop H	(2 Officers)
Troop F	(19 Officers)
Boston Department of Public Works (Alford St. Bridge)	
Boston Transportation Department	(Signals)
MBTA Transit Police	(13 Officers)
U.S. Coast Guard	(Waterways)
MA State Police, Everett PD and Boston PD Marine Units	



Encore Wayfinding Signage

Encore Resort
USE EXIT 31



Encore Regional Highway Signs



A local public relations agency, hired by Encore Boston Harbor, will support pre- and post-opening transportation communication strategy through traditional and digital media to:

- ❖ Build awareness of mass and public transit to Encore Boston Harbor, including available MBTA parking locations.
- ❖ Share Encore Boston Harbor's efforts and commitments to minimize traffic impacts and improve local infrastructure.
- ❖ Example storylines and targets:
 - Encore Shuttles launching from Malden Center and Wellington Stations, free for guests.
 - Encore Premium Harbor Shuttles from Seaport and Financial District
 - Bike share program
 - Ride Share Program
 - Integration with MassDOT to create a more seamless transit experience
 - Example targets: Boston Globe, Boston Herald, Boston.com, Wicked Local, WBTS, WFXT, WBZ, WCVB, etc.

- ❖ Encourage visitors to continue using convenient and stress-free mass and public transit options.
- ❖ Advise local communities and visitors alike to tune in to dedicated media channels for real-time transportation updates (e.g., social media, radio station).
 - Facebook and Twitter pages dedicated to Encore Boston Harbor's transportation efforts, updates and guest questions
 - Local radio stations to have dedicated on-air traffic updates
- ❖ Encore Boston Harbor website will include dedicated TRANSPORTATION section with links to public transit schedules & information sites.
 - The website will include all forms of transportation, prioritizing parking last.
 - Guests will be able to book trips on the Encore Premium Motor Coach directly on the website.
- ❖ Strategic partnerships in development with ride share, flight share companies.
 - BostonBikes, Lyft, Uber, Blade

- ❖ Extensive paid media campaign.
- ❖ Omnichannel “digital and traditional” media campaign includes focus on driving consumer awareness for transportation options.
- ❖ Digital Marketing
 - Search, retargeting, geofencing, social media, mobile
- ❖ Print Media and Direct Mail
 - Ads with generic messaging placed in publications with broad distributions
 - Publications with smaller, targeted distributions will run messages specific to the most convenient method of transportation
- ❖ Radio
 - On-air traffic sponsorships
 - Dedicated radio spots about the various transportation options and information on where to find additional details

❖ Out of Home

- Transportation information in MBTA stations
- Work with MBTA and other partners to have Encore's transportation information on their websites and inside their offices/stations

❖ Television

- Sponsor local traffic and weather, and let viewers know where they can get more information regarding the various methods of transportation to Encore

QUESTIONS





May 1, 2019

Edward R. Bedrosian Jr.
Executive Director
Massachusetts Gaming Commission
101 Federal Street, 12th Floor
Boston, MA 02110

Re: *Revision to Wynn MA, LLC Gaming Establishment*

Dear Executive Director Bedrosian:

The purpose of this letter is to request approval of an updated gaming establishment boundary to reflect Encore Boston Harbor's final design and include additional outdoor amenities integral to the gaming establishment. As further set forth below, the revised gaming establishment boundary will allow for additional entertainment and other programming opportunities; is consistent with the Gaming Act and otherwise enhances the gaming area by making the gaming establishment a more overall attractive destination.

Background

On May 15, 2014, the Massachusetts Gaming Commission ("Commission") approved a gaming establishment boundary for Encore Boston Harbor that included the gaming area, hotel, meeting and convention spaces, ball room, retail areas, restaurants/food and beverage/lounge areas, nightclub, back of house, underground parking areas, physical plant/facilities maintenance, and all public spaces related to those spaces. *See Decision Regarding the Determination of Premises of the Gaming Establishment for Mohegan Sun MA, LLC and Wynn MA, LLC*, May 15, 2015, attached as Exhibit A hereto.

In evaluating its statutory authority to determine the boundary of a "gaming establishment," the Commission concluded:

"[u]nder G.L. c. 23K, §10(a), hotels are necessarily part of the gaming establishment. Beyond that, though, by use of the term 'may' in the definition of 'gaming establishment,' it is clear that the Legislature intended to provide the Commission great latitude in determining the components of the gaming establishment. The latitude was designed so that the Commission is able to include any element within the gaming establishment that it deems necessary to ensure proper regulation of the gaming licensee."

Id. at. page 4.

In applying its authority to specific elements of gaming establishment, the Commission set out a four part test: (1) the component is a non-gaming structure, (2) the component is related to the gaming area, (3) the component is under common ownership and control of the gaming applicant, and (4) whether the Commission has a regulatory interest in including it as part of the gaming establishment. The fourth component only comes into play where the first three components are satisfied. *Id.* at page 7.

Under this analysis, the Commission found that the gaming area, hotel, meeting and convention spaces, ball room, retail areas, restaurants/food and beverage/lounge areas, nightclub, back of house, underground parking areas, physical plant/facilities maintenance, and all public spaces related to those spaces were within the boundary of the gaming establishment for Encore Boston Harbor. *Id.* at page 10.

Conversely, the Commission found that Horizon Way, internal roadways on the remaining part of the Encore Boston Harbor site, the harbor walk and exterior parking areas were not part of the gaming establishment. *Id.* at page 9. The basis for excluding these areas was that they did not satisfy the first component of the test in that they are not “structures in the traditional sense” and that “the Commission does not have any regulatory interest in overseeing those areas” *Id.*¹ Other parts of the open space amenities were not proposed as part of the gaming establishment and therefore, were not evaluated by the Commission.

Revised Gaming Establishment Proposal

Encore Boston Harbor now proposes to alter its gaming establishment boundary by including certain open space amenities that are integral to the gaming establishment and enhance the gaming area. As depicted in Exhibit B, these include the *portecocho* structure; outdoor terrace areas along the west and south side of the ballroom portion of the property, and other outdoor event space and structures. All of these spaces will be programed for guest experiences, entertainment and other seasonal outdoor events and functions.

These additional amenities meet the Commission’s four part test for inclusion as part of the Encore Boston Harbor gaming establishment. First, all spaces proposed are non-gaming structures. The term “structure” is not defined in the Gaming Act and the Commission has broad discretion in determining what structures are included within the gaming establishment. Turning to the plain meaning of the term “structure,” Webster’s Dictionary defines structure as “something constructed or built”. *Structure*, Webster’s Third New International Dictionary (3rd ed. 2002). All of the

¹ These elements were not proposed for inclusion by Encore Boston Harbor but were raised by the City of Boston in furtherance of its argument that it was a Host Community for Encore Boston Harbor.



outdoor elements and amenities proposed to be included in the gaming establishment are adjacent to the casino and hotel podium and were carefully designed and constructed (in some cases through the use of extensive landscaping) to be used by Encore Boston Harbor's guests. These include finished surface areas, seating, gazebos, significant horticulture improvements, and other edifices – all clearly aspects of the project that were “constructed and built” as part of the gaming establishment. Moreover, these structures are consistent with outdoor amenities approved by the Commission as part of the MGM Springfield Gaming Establishment boundary, including a plaza area, hotel drop off area and surface parking lots. *See April 23, 2018 Memorandum from Staff Recommending Approval of MGM Springfield Gaming Establishment Boundary*, attached hereto as Exhibit C.

Second, these outdoor amenities are related to the gaming area in that they enhance the gaming area by making the gaming establishment a more overall attractive destination. These outdoor amenities and the programing for them will draw visitors to the gaming establishment, including for the unique view of Boston Harbor and the skyline.

As to the third part of the Commission's test, the space is owned by Wynn MA, LLC, the owner of Encore Boston Harbor.

In satisfaction of the fourth part of the Commission's test, the Gaming Commission does have an interest in these amenities being part of the gaming establishment. Encore Boston Harbor will program these areas with entertainment and other events for its guests. In many instances, these spaces will be utilized in conjunction with events in the adjacent ballroom facilities, creating a seamless indoor and outdoor environment. Encore Boston Harbor employees will be responsible for staffing any programing in these areas and will also be responsible for ensuring the safety and security of guest using these spaces. The Commission has an interest in ensuring that its jurisdiction, rules and regulations apply to this important part of Encore Boston Harbor gaming establishment.

Finally, nothing included in Encore Boston Harbor's proposal is inconsistent or seeks to change the Commission's May 15, 2014 decision, specifically as it pertains to its impact on host and surrounding communities. Encore Boston Harbor does not seek to include Horizon Way, internal roadways on the site, the harbor walk or exterior parking areas in its revised boundary. All proposed spaces are clearly within the City of Everett.

Based on the above, Encore Boston Harbor requests that the Commission approve a revised gaming establishment boundary as set forth in Exhibit B.



Thank you for your attention to this matter. Please contact me with any questions or concerns.

Regards,

A handwritten signature in black ink that reads "Jacqui Krum". The signature is written in a fluid, cursive style.

Jacqui Krum
Senior Vice President and General Counsel

COMMONWEALTH OF MASSACHUSETTS

SUFFOLK, ss.

MASSACHUSETTS GAMING COMMISSION

_____)
In the Matter of:)
)
 The Determination of the Premises of the Gaming)
 Establishment for which Mohegan Sun)
 Massachusetts LLC Seeks Approval in its)
 RFA-2 Application)
)
 The Determination of the Premises of the Gaming)
 Establishment for which Wynn MA LLC Seeks)
 Approval in its RFA-2 Application)
)
)
 _____)

**DECISION REGARDING THE DETERMINATION OF PREMISES OF THE GAMING
 ESTABLISHMENT FOR MOHEGAN SUN MA, LLC AND WYNN MA, LLC**

1. Introduction and Background

On December 31, 2013 applicants Mohegan Sun MA, LLC (“Mohegan”) and Wynn MA, LLC (“Wynn”) filed RFA-2 applications¹ with the Massachusetts Gaming Commission (“Commission”). Mohegan and Wynn are competing for the award of the sole Category 1 gaming license to be awarded by the Commission in Region A. Mohegan and Wynn are the only applicants in Region A that entered into host community agreements with Revere and Everett, respectively and were approved by a referendum vote in those communities.

Each applicant listed the City of Boston (“City”) as a surrounding community, as defined in G.L. c. 23K, § 2,² in their RFA-2 application. However, on March 19, 2014, the City filed with the Commission a “Declaration” stating that the City was a host community to the Mohegan application and a Declaration stating that the City was a host community to the Wynn application. On April 3, 2014, in response to those Declarations, the Commission issued a notice of public meeting which included a process whereby the Commission would determine the

¹ RFA-2 applications are portions of an application for a gaming license that focus on the features and economic yield of an applicant’s proposed gaming establishment. See 205 CMR 118 and 119. A separate portion of the application called an RFA-1 focuses on the applicant’s suitability to hold a gaming license. See 205 CMR 111 and 115. Only applicants whom the Commission has found to be suitable may file the RFA-2 application.

² The term “surrounding communities” is defined by G.L. c.23K, §2 as “municipalities in proximity to a host community which the commission determines experience or are likely to experience impacts from the development or operation of a gaming establishment, including municipalities from which the transportation infrastructure provides ready access to an existing or proposed gaming establishment.”

premises of the gaming establishment as defined in G.L. c. 23K, § 2³ for the Mohegan and Wynn applications based upon their respective RFA-2 applications. A copy of the hearing notice is attached as Exhibit A. The Commission took that course because, under the statute, the location of those premises determines whether a municipality is or is not a host community. The Commission set May 1, 2014 as the date of the public meeting for the determinations.

Since its inception, the Commission has routinely offered members of the public an opportunity to comment on matters before the Commission in an effort to help shape the Commission's thinking and to ensure that the Commission reviews issues from a variety of angles. Consistent with that practice, the Commission requested the applicants, the City and any other interested persons to submit briefs and affidavits to the Commission on either or both of the two questions by April 17, 2014; reply briefs were due on April 24, 2014. The Commission requested that public comment be submitted in the form of briefs to ensure that the information was presented in a uniform, concise manner and ultimately in a format that the Commission determined would be most beneficial to it as it endeavored to make the determinations regarding the location of the premises. Briefs and/or reply briefs were submitted by Mohegan, Wynn, the City of Revere and an organization called No Eastie Casino. The City submitted a letter challenging the Commission's jurisdiction over the issue, alleging that the Commission's chairman should recuse himself from the deliberations and stating that the Commission should resolve some issues regarding the land in Everett where Wynn proposed to locate its establishment before resolving gaming establishment questions.

Pursuant to the process outlined in the Commission's notice of hearing, persons submitting a brief/reply brief were allowed to present to the Commission at the public meeting. On April 30, 2014, the Commission also invited the City to appear and present at the May 1 public hearing notwithstanding that the City did not submit a brief or reply brief. On May 1, 2014, the Commission granted the City's request for a one-week continuance of the meeting and moved it to May 8, 2014.

At the public hearing on May 8, 2014, oral presentations were made to the Commission by Mohegan, Wynn, the City of Revere, No Eastie Casino, and the City. At the close of the public hearing, the Commission deliberated and issued a decision in principle determining the premises of the gaming establishment for Mohegan and determining the premises of the gaming establishment for Wynn. It stated an intention to issue this written decision after review at its next public meeting.

2. Issues Presented

There are two issues before the Commission. Those issues are to:

³ The term "gaming establishment" is defined by G.L. c.23K, §2 as "the premises approved under a gaming license which includes a gaming area and any other nongaming structure related to the gaming area and may include, but shall not be limited to, hotels, restaurants or other amenities."

1. Determine the premises of the gaming establishment for which Mohegan Sun Massachusetts LLC seeks approval in its RFA-2 application; and

2. Determine the premises of the gaming establishment for which Wynn MA LLC seeks approval in its RFA-2 application.

Based upon the briefs, reply briefs and public submissions received by the Commission, the presentations made to the Commission at the May 8, 2014 public hearing and the information provided to the Commission in the RFA-2 application submitted by Mohegan and by Wynn, the Commission makes the following findings:

The premises of the gaming establishment for which Mohegan seeks approval in its RFA-2 application consists of the components as shown on the site plan attached to this Determination as Exhibit B and as further discussed below. All of the premises of the gaming establishment for which Mohegan seeks approval in its RFA-2 application are located in the City of Revere.

The premises of the gaming establishment for which Wynn seeks approval in its RFA-2 application consists of the components as shown on the site plan attached to this Determination as Exhibit C and as further discussed below. All of the premises of the gaming establishment for which Wynn seeks approval in its RFA-2 application are located in the City of Everett.

3. Discussion

In accordance with G.L. c. 23K, §1 “the power and authority granted to the commission shall be construed as broadly as necessary for the implementation, administration and enforcement of [G.L. c.23K].” Further, “[t]he commission shall have all powers necessary or convenient to carry out and effectuate its purposes” G.L. c.23K, §4. “The commission may issue not more than 3 category 1 licenses” one each in Region A, Region B and Region C. G.L. c.23K, §19(a).

As part of the award of each gaming license, the Commission must determine what the premises of the gaming establishment are. That is, it must determine which premises will be subject to regulatory oversight by the Commission. The Commission’s determination in this regard is required by G.L. c 23K, §2 which defines the “gaming establishment” as: “the premises approved under a gaming license which includes a gaming area⁴ and any other nongaming structure related to the gaming area and may include, but shall not be limited to, hotels, restaurants or other amenities.”

⁴ The term “gaming area” is defined by G.L. c. 23K, § 2 as “the portion of the premises of the gaming establishment in which or on which gaming is conducted.”

Under G.L. c. 23K, §10(a), hotels are necessarily part of the gaming establishment.⁵ Beyond that, though, by use of the term “may” in the definition of ‘gaming establishment,’ it is clear that the Legislature intended to provide the Commission great latitude in determining the components of the gaming establishment. The latitude was designed so that the Commission is able to include any element within the gaming establishment that it deems necessary to ensure proper regulation of the gaming licensee.

Once the gaming establishment is determined by the Commission, the question of whether a municipality is a host community or a surrounding community and thus entitled to rights pertaining to a host community or a surrounding community provided under G.L. c. 23K becomes clear and flows organically as a matter of law. Chapter 23K, §2 defines a host community as: “a municipality in which a gaming establishment is located or in which an applicant has proposed locating a gaming establishment.” Chapter 23K, §2 defines surrounding communities as: “municipalities in close proximity to a host community which the commission determines experience or are likely to experience impacts from the development or operation of a gaming establishment, including municipalities from which the transportation infrastructure provides ready access to an existing or proposed gaming establishment.” It is clear that the host community determination is a matter of geographic location of the gaming establishment while surrounding community status⁶ is determined based by impacts.

a. Mohegan briefs and presentations

The Commission received briefs and an oral presentation from Mohegan, the City of Revere and No Eastie Casino, and an oral presentation from the City on the definition of the gaming establishment for which Mohegan seeks approval under its RFA-2 application. All of the written material received and reviewed by the Commission is available for public review on the Commission’s website, www.massgaming.com.

The City argued that the gaming establishment for which Mohegan seeks approval includes the horse racing track owned and operated by Suffolk Downs. The City urged that Suffolk Downs, pursuant to an agreement with Mohegan, leases a portion of the Suffolk Downs property in Revere to Mohegan for the development and operation of the gaming establishment and that the track, which sits on a parcel of land located both in East Boston and Revere, is an amenity to the gaming establishment. Moreover, the City contended, the agreement between Mohegan and Suffolk Downs provides that Suffolk Downs will receive rent in the form of basic rent and additional rent based upon gaming revenues generated at the gaming establishment. The City argues that those provisions make Mohegan and Suffolk Downs “joint venturers” in the

⁵ G.L. c.23K, §10(a) states in pertinent part: “a gaming licensee shall make a capital investment of not less than \$500,000,000 into the gaming establishment which shall include, but not be limited to, a gaming area, at least 1 hotel and other amenities as proposed in the application for a category 1 license.” (Emphasis added).

⁶ The Commission promulgated regulations further outlining the process for the determination of a surrounding community. See 205 CMR 125.00.

gaming establishment and that the gaming establishment includes the track as a nongaming structure related to the gaming area.

Mohegan's presentation to the Commission defined the gaming establishment as including the gaming area, two hotels, parking areas, restaurants, nightclubs, bars, spas, retail area, convention/meeting space and internal roadways. Mohegan stated that, unlike with the original proposal forwarded by Suffolk Downs, the gaming establishment in Mohegan's proposal and the track are owned by separate entities; that Mohegan has no control over the track and Suffolk Downs does not have operational control over the proposed gaming establishment; Suffolk Downs is a landlord to Mohegan and receives rent; and the receipt of rent based upon revenues generated is a common feature of a commercial lease. Mohegan acknowledged that the agreement between Mohegan and Suffolk Downs did contain a provision that allowed Suffolk Downs to require, at Suffolk Down's option and at some unnamed future date, to take over the operation of the track. Mohegan and Suffolk Downs stated that by mutual agreement of the parties that provision in the agreement has been deleted. Both Mohegan and Suffolk Downs asserted that even if that provision had remained in place, the gaming establishment and the track would remain owned by separate legal entities and that the provision did not provide for a sale of the track to Mohegan.⁷

Suffolk Down's presentation to the Commission stressed that no property on which the track was located, whether in Revere or East Boston, was part of the real property leased to Mohegan. In addition, there was no marketing agreement between Mohegan and Suffolk Downs to jointly market the track and the gaming establishment. The Commission asked Suffolk Downs whether the track was an amenity to the gaming establishment. Suffolk Downs responded by saying that in its view, to be an amenity, the track has to be located on the same real property as the gaming establishment and must be controlled by the gaming establishment. Neither situation existed here. The Commission further asked Suffolk Downs whether the revenues from the agreement with Mohegan, if used to support track operations, would make the track an amenity. Suffolk Downs responded that profits received do not create an amenity.

The City of Revere argued that the proposed gaming establishment is located entirely in Revere, that Revere will provide all emergency police and fire services, and that all water and sewer connections would be provided by Revere.

No Eastie Casino's supported the City's position. No Eastie Casino stated that Mohegan presented the track as an integral part of its application for a gaming license. It also urged that the impacts from the proposed gaming establishment cannot be separated from East Boston and that this proposal is no different in that respect from the earlier proposal submitted by Suffolk Downs.

⁷ The provision at issue also included language making any such exercise of the option subject to Commission approval and if allowed by law. Where the provision has been removed from the agreement the Commission declines to comment on whether an exercise of the option would have been legal.

b. Wynn briefs and presentations

The Commission received briefs and oral presentations from Wynn, and No Eastie Casino, and an oral presentation from the City on the definition of the gaming establishment for which Wynn seeks approval under its RFA-2 application. All of the written material received and reviewed by the Commission is available for public review on the Commission's website, www.massgaming.com.

The City first argued that the option agreement for the real property on which Wynn proposed to locate the gaming establishment is not valid and without a valid agreement for the land there can be no gaming establishment. The agreement's invalidity, in the City's view, stems from issues regarding FBT Everett Realty LLC, the land's owner, which the Commission explored extensively at hearings it held on December 13 and December 16, 2014. The Commission understands the City's argument to be that if FBT Everett Realty LLC is unsuitable the agreement between FBT Everett Realty LLC therefore violates G.L. c. 23K and that, as a result, there can be no gaming establishment. However, FBT Everett Realty LLC is not a "qualifier" as defined in G.L. c. 23K, §14 or 205 CMR 116.00 and the City's argument is not supported by the Commission's investigation, prior findings or conditions imposed on FBT Everett Realty LLC at the conclusion of the commission's December hearings.

The City further argued to the Commission that if there is in fact a valid agreement for the purchase of the real property, there is still an issue with access to the real property. While Wynn proposed alternate access through a new access point in Everett, the current access is through Horizon Way, which begins in part in the City. Their argument hinged on *Beale v Planning Board of Rockland*, 423 Mass. 690 (1996). The City's assertion based on *Beale* is essentially that if Horizon Way will be used to access a casino and casinos are not permitted in that part of the City then the road cannot be used for casino use so there is no access to the proposed gaming establishment.

The City further argued that Wynn's RFA-2 application listed attractions in the City, such as a marketing agreement with the TD Garden and the Boston Symphony Orchestra, and that the proposed water shuttle from the gaming establishment will take patrons of the gaming establishment to locations in the City. Based upon these activities, it suggested, the gaming establishment includes amenities located in the City.

No Eastie Casino argued in support of the City's position making specific note of the access to the proposed gaming establishment, and the agreements with attractions in the City. No Eastie Casino further supported the City's interpretation of the *Beale* case and its relevance to the access issue.

Wynn's presentation to the Commission defined the gaming establishment as the gaming area, two hotels, parking areas, restaurants, nightclubs, bars, spas, retail area, and

convention/meeting space. Wynn presented the site plan of the proposed gaming establishment and described in detail each aspect and how it was part of the gaming establishment.

Wynn disagreed with the City's interpretation of the *Beale* case, stating that the *Beale* case is a zoning use case and is not relevant to the definition of the gaming establishment under G.L. c. 23K. While Wynn's preferred access is not through Horizon Way, Wynn stated that Horizon Way is an existing public road that runs from Alford Street and is bisected by the Everett border. Wynn cannot own or change Horizon Way. Horizon Way, Wynn urged, provides "ready access" to the proposed gaming establishment. As a result, to the extent that Horizon Way is in the City, the City's "transportation infrastructure provides ready access to [a] . . . proposed gaming establishment," which makes the City a surrounding community within the definition contained in G.L. c. 23K, § 2.

In sum, Wynn stated that physical location defines the host community; access and impacts define the surrounding community. Based upon the definitions in M.G.L. c. 23K, Wynn stated that its proposed gaming establishment is located in Everett.

c. Analysis and determinations

The Commission considered all of the briefs, reply briefs, and oral presentations made at the May 8, 2014 hearing and the information provided in each of Mohegan and Wynn's RFA-2 applications. The Commission considered those materials in light of G.L. c.23K and specifically the definitions of "gaming area," "gaming establishment," "host community," and "surrounding community" found in G.L. c.23K, §2. When viewed as a whole, the law sets out essentially a four part analysis to determine what features proposed by the applicant will be part of a gaming establishment. That is, whether the feature: (1) is a non-gaming structure, (2) is related to the gaming area, (3) is under common ownership and control of the gaming applicant, and (4) the Commission has a regulatory interest in including it as part of the gaming establishment. Part 4 only comes into play though, where the first three parts are satisfied. The control element of part 3 is implicit in the statute's licensing and registration requirement, see G.L. c. 23K, §§30 through 32, the requirement for the licensee to own or control all land on which the gaming establishment is located, G.L. c. 23K, §15(3), and the statute's general structure which places control of the licensee at the heart of the Commission's regulatory authority.

As a result, and for the following reasons, the Commission has determined that the gaming establishment for the Mohegan application is as identified in Exhibit B, and the gaming establishment for the Wynn application is as identified in Exhibit C.

Mohegan's gaming establishment

In the case of Mohegan, the Commission concludes that the gaming area and the nongaming structures related to the gaming area all are located in Revere.

The Commission considered the arguments regarding the track as an amenity to the gaming establishment and determined that it does not satisfy all elements of the 4 part test set forth above and as such, is not an amenity to be included in the gaming establishment. Given the lack of proximity between the entrance to the track from the entrance to the gaming area, no infrastructure connecting the structures, lack of common ownership or control of track operations by Mohegan now, and in the future based upon the parties mutual agreement to delete the provision in the agreement between them that would have allowed Suffolk Downs to require Mohegan to manage the track and lack of any cross marketing plans or agreements between the two entities we find that the track is not related to the gaming area.

On the record presently before the Commission, the Commission concludes that the gaming area, hotels, meeting rooms, spas, ball room, retail areas, restaurants/food and beverage/lounge areas, nightclub, back of the house, underground parking areas, physical plant/facilities maintenance, and all public areas related to those spaces meet the 4 part test and are accordingly part of the gaming establishment. They are all non-gaming structures that are related to the gaming area. They are related in that they are included to support the gaming area by making the entire facility a more attractive destination. They are all owned by Mohegan. In its discretion, the Commission considers them to be amenities to the gaming area because it has an interest in, amongst other things, ensuring that all employees working in those areas are licensed or registered in accordance with 205 CMR 134.00 and having knowledge of the flow of money through these areas. Such control helps ensure the integrity of gaming in the Commonwealth through strict oversight.

For similar reasons the Commission, again in the exercise of its discretion, does not consider the internal roadways on the site, entrance to the property, and exterior parking areas to be part of the gaming establishment. Although they are owned by Mohegan, the Commission does not have any regulatory interest in overseeing those areas. They are all subject to governmental oversight in the ordinary course and there is no additional benefit to including those areas within the gaming establishment. Further, by inclusion of hotels and restaurants as an example of an amenity in the definition of gaming establishment in G.L. c.23K, §2, the Legislature suggested that the term structure be applied in its traditional sense. Here, where those areas would not be structures in the traditional sense, they would not meet part 1 of the analysis and as such cannot be included as part of the gaming establishment.⁸

Wynn's gaming establishment

In the case of Wynn, the Commission found that the concerns raised by the City about FBT Everett Realty LLC are a separate matter and not part of the determination of the premises of the gaming establishment for a number of reasons. First, the members of FBT are not "parties

⁸ It is possible that some parts of the internal roadway could be made part of the gaming establishment for limited purposes in the future. See G.L. c.23K, §6(c).

in interest to the gaming license, including affiliates and close associates and the financial resources of the applicant.” G.L. c.23K, §12(a)(6). Further, they are not individuals who possess “a financial interest in a gaming establishment, or with a financial interest in the business of the gaming licensee or applicant for a gaming license or who is a close associate of a gaming licensee or an applicant for a gaming license.” G.L. c.23K, §14(a). Nor do they fit into a category of individuals whom the Commission has specifically identified as having to be qualified as part of the RFA-1 suitability determination or have the ability to exercise control or provide direction to Wynn. See 205 CMR 116.02. Essentially, once the transfer of the land is complete, FBT Everett Realty LLC will have no further involvement with the gaming licensee. Accordingly, where they are not qualifiers to the Wynn proposal, the Commission has and will continue to deal with them separately.

The primary issue raised by the City was essentially that because Horizon Way is partly in the City, the City is a host community. However, Horizon Way does not satisfy the 4 part analysis and it is not part of the gaming establishment. For the same reason, internal roadways on the site, the harbor walk, and exterior parking areas are not part of the gaming establishment. None of these elements are structures in the traditional sense as discussed above. Accordingly, they do not satisfy part 1 of the analysis and cannot be included as part of the gaming establishment. Further, under part 4, the Commission does not have any regulatory interest in overseeing those areas. Similarly, though it may be considered a structure, the Commission does not have any regulatory interest in overseeing the proposed dock for the water shuttle. They are all subject to governmental oversight in the ordinary course and there is no additional benefit to including those areas within the gaming establishment.⁹ As to the City’s argument about the applicability of the *Beale* case, we do not find *Beale* to be relevant to the determination in this matter. That case was a zoning case and is not applicable here.

On the record presently before the Commission, and as Wynn has agreed, the Commission concludes that the gaming area, hotels, meeting and convention spaces, spas, ball room, retail areas, restaurants/food and beverage/lounge areas, nightclub, back of the house, underground parking areas, physical plant/facilities maintenance, and all public areas related to those spaces meet the 4 part test and are accordingly part of the gaming establishment. They are all non-gaming structures that are related to the gaming area. They are related in that they are included, at least in part, for purposes of enhancing the gaming area by making the entire facility a more attractive destination. They are all owned by Wynn. In its discretion, the Commission considers them to be amenities to the gaming area because it has an interest in, amongst other things, ensuring that all employees working in those areas are licensed or registered in accordance with 205 CMR 134.00 and having knowledge of the flow of money through these areas. Such control helps ensure the integrity of gaming in the Commonwealth through strict oversight.

⁹ It is possible that some parts of the internal roadway could be made part of the gaming establishment for limited purposes in the future. See G.L. c.23K, §6(c).

The Commission further considered the arguments raised by the City and by No Eastie Casino regarding cross marketing agreements with entities, such as the TD Garden and Boston Symphony Orchestra, located in the City and the fact that the City may be an attraction for patrons of the gaming establishment. Cross marketing agreements and encouraging gaming establishment patrons to visit other regional attractions is in fact a goal set forth in G.L. c. 23K. See e.g. G.L. c.23K, §§1(6), 9(a)(13), 9(a)(18), and 18(5). Each applicant for a gaming license is evaluated in part on how the applicant proposes to support other local and regional business and increase tourism. The fact that Wynn has cross marketing agreements and intends to provide water shuttle transportation to parts of the City's waterfront are simply actions by Wynn to comply with the requirements of G.L. c. 23K. Further, none of these attractions is related to the gaming area, Wynn has no ownership or control over their operations, and the Commission does not have an interest in regulatory oversight of these entities.

4. Conclusion

Based upon the briefs and reply briefs submitted and public submissions received by the Commission, the presentations made to the Commission at the May 8, 2014 public meeting, and the information provided to the Commission in the RFA-2 application submitted by Mohegan Sun Massachusetts, LLC seeks approval in its RFA-2 application consists of the gaming area, hotels, meeting rooms, spas, ball room, retail areas, restaurants/food and beverage/lounge areas, nightclub, back of the house, underground parking areas, physical plant/facilities maintenance, and all public areas related to those spaces, and that based upon the definition of gaming establishment found in G.L. c. 23K, §2, the premises of the gaming establishment are located in Revere. The gaming establishment is identified in the attached Exhibit B as the area located within the black marker boundary line.

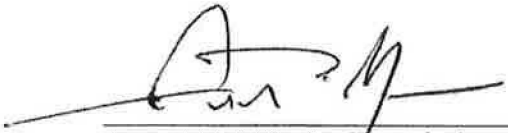
Based upon the briefs and reply briefs submitted and public submissions received by the Commission, the presentations made to the Commission at the May 8, 2014 public meeting, and the information provided to the Commission in the RFA-2 application submitted by Wynn MA, LLC the Commission determines that the premises of the gaming establishment for which Wynn MA, LLC seeks approval in its RFA-2 application consists of the gaming area, hotels, meeting and convention spaces, spas, ball room, retail areas, restaurants/food and beverage/lounge areas, nightclub, back of the house, underground parking areas, physical plant/facilities maintenance, and all public areas related to those spaces, and that based upon the definition of gaming establishment found in G.L. c. 23K, §2, the premises of the gaming establishment are located in Everett. The gaming establishment is identified in the attached Exhibit C as the area located within the black marker boundary line.

A plain review of the definitions of the terms 'host community' and 'surrounding communities' reveals a clear legislative intent that a host community be determined based solely upon matters of geography, and that surrounding communities be determined based upon


impacts. Our findings relative to location of the respective gaming establishments for the Mohegan and Wynn applications are consistent with that intent. The Mohegan gaming establishment is located solely in Revere. Accordingly, by definition, the City of Boston is not a host community to that project. The Wynn gaming establishment is located solely in Everett. Accordingly, by definition, the City of Boston is not a host community to that project. Based upon the proximity and impacts from the respective projects, however, the City of Boston is clearly a surrounding community to both.

SO ORDERED.


MASSACHUSETTS GAMING COMMISSION




James F. McHugh, Commissioner



Gayle Cameron, Commissioner



Bruce Stebbins, Commissioner



Enrique Zuniga, Commissioner

DATED: May 15, 2014



EXHIBIT A

UPDATED

NOTICE OF MEETING and AGENDA

May 1, 2014

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

Thursday, May 1, 2014
10:30 a.m. – 5:00 p.m.
Boston Convention and Exhibition Center
415 Summer Street, Room 102A
Boston, MA

PUBLIC MEETING - #118

1. Call to order
2. Determine the premises of the gaming establishment for which Mohegan Sun Massachusetts, LLC seeks approval in its RFA-2 application.
3. Determine the premises of the gaming establishment for which Wynn MA, LLC seeks approval in its RFA-2 application.
 - In anticipation of the May 1, 2014 discussion by the Commission, public comment is hereby requested essentially in the form of legal briefs or memoranda relative to agenda items 2 and 3.
 - The briefs should be prepared so as to assist the Commission in its discussion of agenda items 2 and 3 referenced above. Any individual or group may submit a brief relative to one or both of the aforementioned agenda items. The briefs should state the reasons for the position(s) taken, identify supporting legal authorities, and include any sworn affidavits, authenticated documents, and other relevant evidence not otherwise included in an RFA-2 application. Briefs shall be limited to 15 pages exclusive of attachments.
 - Initial briefs are due by **April 17, 2014 at 5 p.m.** All briefs, including any affidavits and other documents submitted with the briefs, will be posted on www.massgaming.com the day after the due date.
 - Any individual or group may submit a reply brief by **April 24, 2014 at 5 p.m.** An individual or group need not have submitted an initial brief to submit a reply brief. A reply brief, however, may only address specific issues that were addressed in a brief submitted by another individual or group. Reply briefs shall be limited to 10 pages exclusive of attachments. All reply briefs, including any affidavits and other documents submitted with the reply briefs, will be posted on www.massgaming.com the day after the due date.
 - A brief or reply brief may be submitted by way of mail or hand delivery to the Commission's office or via email at catherine.blue@state.ma.us and todd.grossman@state.ma.us. No briefs or reply briefs will be accepted or considered if received by the Commission after the submission deadline.
 - At any time before conclusion of the May 1, 2014 meeting the Commission may request the City of Boston or the applicants or any other individual or group to provide the Commission with documents or other information the Commission believes would be helpful in determining the location of the proposed gaming establishments.

* * * * *

Massachusetts Gaming Commission

84 State Street, 10th Floor, Boston, Massachusetts 02109 | TEL 617.979.8400 | FAX 617.725.0258 | www.massgaming.com

- The City of Boston and the Region A applicants for a gaming license will be invited to offer an oral presentation to the Commission at the public meeting on May 1, 2014 if they have submitted a brief or reply brief. The Commission may invite any other individual or group that has filed a brief or reply brief to make an oral presentation at the public meeting. No person or group will be permitted to address the Commission relative to agenda items 2 and 3 unless they have submitted a brief. Oral presentations should be confined to the subject areas contained in the brief and/or reply brief submitted by the individual or group.
- Speakers representing a municipality or applicant will be allotted 30 minutes for oral presentation. All other speakers will be allotted 15 minutes. The Commission may allow a speaker more time if helpful to clarify an issue. A group may split its allotted speaking time amongst multiple speakers.
- In reviewing the issues before it, the Commission may ask any question(s) of any individual and review and consider any document or other source of information. For purposes of the record of the meeting, the Commission will take notice of the contents of the RFA-2 applications submitted by Mohegan Sun Massachusetts, LLC and Wynn MA, LLC.
- After discussion by the Commission, the Commission will announce its determination as to whether the City of Boston is a host community for each of the two proposals. After the conclusion of the hearing, the Commission will issue written findings that describe the respective gaming establishments for the projects the applicants have proposed.

4. Approval of Minutes

- a. March 6, 2014
- b. April 17, 2014

5. Administration – Rick Day, Executive Director

- a. General Update
- b. High Performance Project Scope Consideration – Commissioner Cameron
- c. Potential Changes to 23K and Legislation – Chairman Crosby
- d. Request for Comment on Design Excellence

6. Legal Report – Todd Grossman, Deputy General Counsel

- a. New Qualifiers Regulations – Rick Day, Executive Director

7. Information Technology Division – John Glennon, CIO

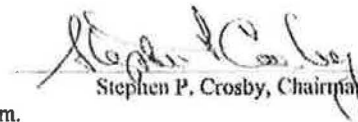
- a. Slots Standards and Approval Process Regulations

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

Any matters on the agenda for May 1, 2014 that the Commission does not address at the May 1st meeting will be addressed at the May 2, 2014 meeting scheduled for 10:30 a.m. at the Boston Convention and Exhibition Center, 415 Summer Street, Room 102A, Boston, MA.

I certify that on this date, this Notice was posted as “Gaming Commission Meeting” at www.massgaming.com and emailed to: regs@sec.state.ma.us, melissa.andrade@stac.ma.us.

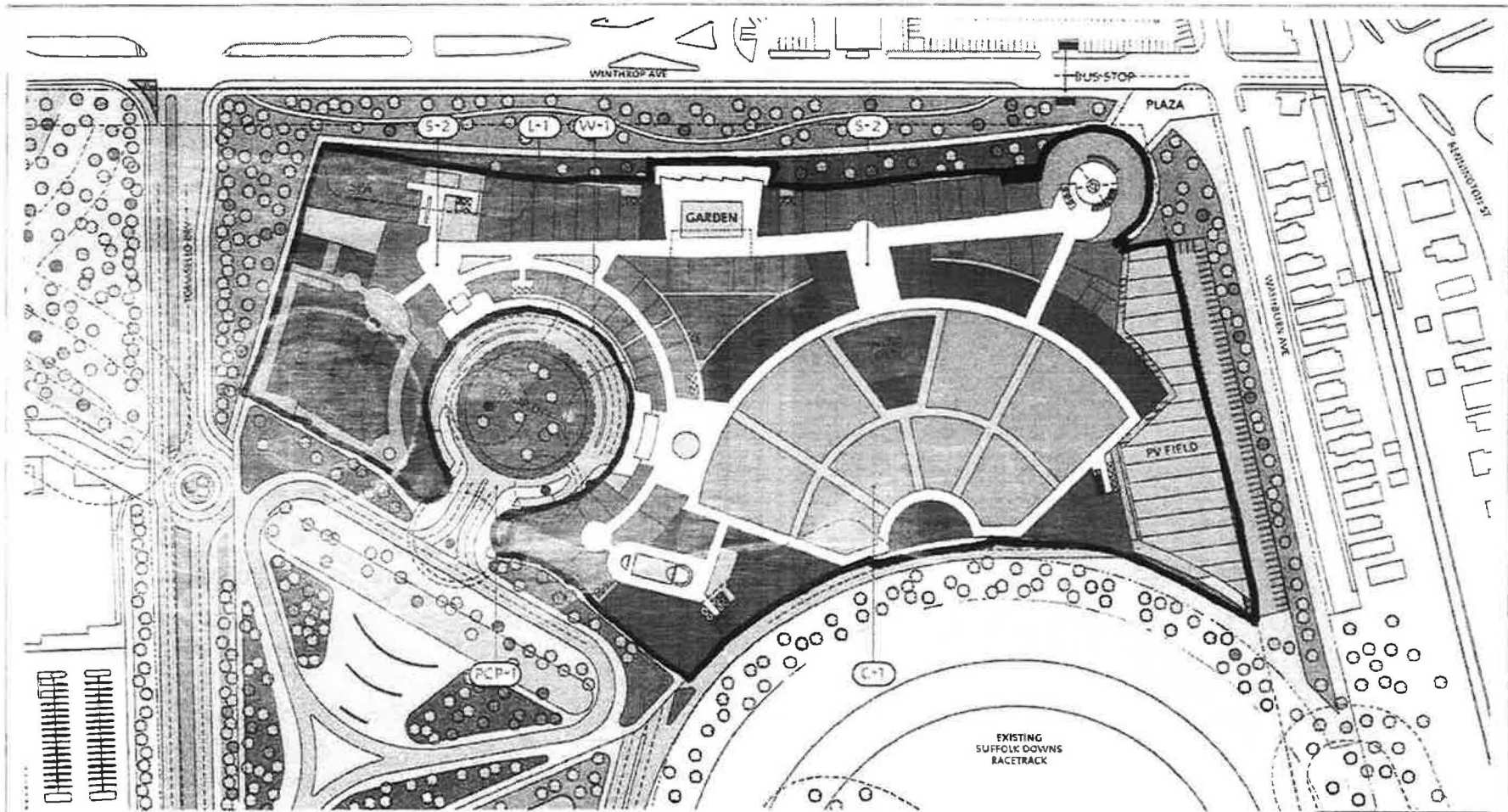
4/28/14
(date)


Stephen P. Crosby, Chairman

Date Posted to Website: April 28, 2014 at 10:30 a.m.

* * * * *

Massachusetts Gaming Commission



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MAIN FLOOR PLAN ENLARGED

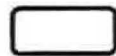
4-5 SCHEMATIC DESIGN



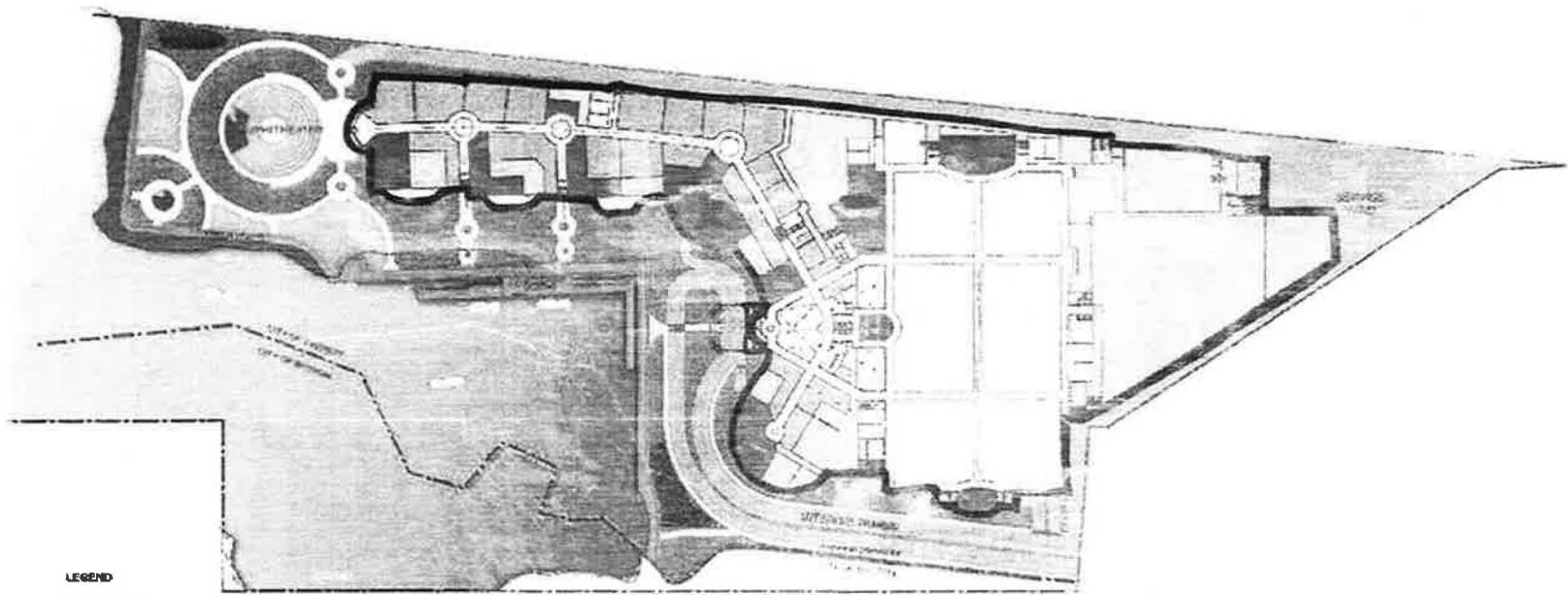
EXHIBIT B

MOHEGAN SUN MASSACHUSETTS, LLC

1/8" = 1'-0" / Ⓢ



= OUTLINE OF GAMING ESTABLISHMENT



LEGEND

-  GAMING
-  RESTAURANT/BAR
-  POOL
-  BOH
-  PUBLIC AREA

Gaming Establishment Site
Figure B-6



EXHIBIT C

WYNN MA, LLC

 = OUTLINE OF GAMING ESTABLISHMENT



TO: The MGC Commissioners

FROM: John S. Ziembra
Joe Delaney

CC: Ed Bedrosian

DATE: April 23, 2018

RE: MGM Springfield Gaming Establishment Boundary

At the Commission's March 15th meeting, MGM Springfield requested an update of the current boundary of the MGM Springfield gaming establishment (see [Attachment 1](#)). This boundary has not been updated since it was established when MGM Springfield was issued its Category 1 license in 2014. Since that time, there have been significant changes to the MGM Springfield Project ("Project"), including, but not limited to, the elimination of the hotel tower on State Street, the move of the hotel to Main Street, and a determination that residential units may be placed off-site. Commission staff agree that the gaming establishment boundary should be updated to reflect the current Project. Attached please see a site plan that depicts a proposed new gaming establishment border for the Project (see [Attachment 2](#)). This new proposed boundary resulted from conversations between Commission staff and Project representatives since the March 15th meeting. Commission staff and MGM Springfield representatives recommend that the Commission approve of this new proposed boundary for the gaming establishment, provided that the Commission agrees to review the boundary again within the first two quarters after the Project opens. With the approved opening date of September 5, 2018, Commission staff and MGM Springfield representatives recommend that the Commission again review the proposed gaming establishment boundary no later than the end of the first quarter of 2019 (March 31, 2019).¹ By that date, it is likely that the Commission will have significant new information about MGM Springfield's plans for the facility, including but not limited to, its plans for 101 State Street.

Brief Summary of Statutory Provisions Involving the Gaming Establishment. M.G.L. c. 23K, § 2 defines the "Gaming establishment" as "the premises approved under a gaming license which includes a gaming area and any other nongaming structure related to the gaming area and may include, but shall not be limited to, hotels, restaurants or other amenities." It also sets out the definition of a "Gaming license" as "a license issued by the commission that permits the

¹ As explained in the recent review of the Project's schedule, although the approved opening date of September 5, 2018 was established in 2015, MGM Springfield's actual opening date may occur earlier, provided that MGM Springfield receives the requisite approvals from the Commission. Despite any potential opening prior to September 5, Commission staff and MGM Springfield representatives agree that the March 31, 2019 date for a further review of the boundary should remain.



Massachusetts Gaming Commission

licensee to operate a gaming establishment.” M.G.L. c. 23K also states that “[o]fficers and employees of the gaming enforcement unit of the state police assigned to the commission under section 70 of chapter 22C shall work with employees of the bureau, under the direction of the deputy director, to investigate violations of this chapter by a licensee or to investigate any activity taking place on the premises of a gaming establishment.” M.G.L. c. 23K also has provisions: that “regulate and control the distribution of alcoholic beverages in a gaming establishment,” that limit the types of live entertainment venues that can be operated at a gaming establishment, that prohibit certain tax incentives that could otherwise be used in connection with gaming establishment property, that require a minimum capital investment in a gaming establishment, that guide gaming establishment property transfers, and that specify that community mitigation funds may be used to offset costs related to the construction and operation of a gaming establishment.

In a prior decision the Commission outlined the analysis to determine precisely what is included in the premises of a gaming establishment. It stated that “[u]nder G.L. c. 23K, §10(a), hotels are necessarily part of the gaming establishment. Beyond that, though, by use of the term ‘may’ in the definition of ‘gaming establishment,’ it is clear that the Legislature intended to provide the Commission great latitude in determining the components of the gaming establishment. The latitude was designed so that the Commission is able to include any element within the gaming establishment that it deems necessary to ensure proper regulation of the gaming licensee.” *Decision Regarding the Determination of Premises of the Gaming Establishment for Mohegan Sun MA, LLC and Wynn MA, LLC*, May 15, 2015, at page 4. “When viewed as a whole, the law sets out essentially a four part analysis to determine what features proposed by the applicant [other than the gaming area] will be part of a gaming establishment. That is, whether the feature: (1) is a non-gaming structure, (2) is related to the gaming area, (3) is under common ownership and control of the gaming applicant, and (4) the Commission has a regulatory interest in including it as part of the gaming establishment. Part 4 only comes into play though, where the first three parts are satisfied. The control element of part 3 is implicit in the statute’s licensing and registration requirement, see G.L. c. 23K, §§30 through 32, the requirement for the licensee to own or control all land on which the gaming establishment is located, G.L. c. 23K, §15(3), and the statute’s general structure which places control of the licensee at the heart of the Commission’s regulatory authority.” *Id* at page 7.

It is clear that the application of the gaming establishment boundary has far reaching implications to the Commission’s regulatory authority.

Description of the Proposed Gaming Establishment Boundary. As noted by MGM Springfield in correspondence to the Commission prior to the March 15th meeting, MGM proposes “amending the boundary to include floors two and above of the Main Street portion of the Project that was formerly proposed to be residential apartments, but will now house the new hotel.” Unlike the original gaming establishment boundary which showed a different boundary by floor, with the exception of 101 State Street (see discussion below), the new proposed boundary would apply equally to all levels of the Project “from ground to sky.” As noted by MGM Springfield, “[w]ith these changes, the footprint of the Gaming Establishment could be consistent throughout all levels with no need to distinguish boundaries by floor level as previously required.”



Massachusetts Gaming Commission

Continued Inclusion of First Floor of 101 State Street and Lot Across from MGM Way. As discussed in the March 15th meeting, MGM Springfield continues to determine its plans for the first floor of 101 State Street. This floor has been designated for retail purposes in the City of Springfield's Site Plan approval for the Project and the Commission's subsequent Project design approval in May 2016. However, as noted by MGM Springfield, Focus Springfield's lease of the floor runs through September 2019 with a mutual early termination right effective November 2018. The City of Springfield has expressed that the future use of this space is important to the Project. By March 31, 2019 (the proposed outside date for a further Commission review of the gaming establishment boundary), there is a significant possibility that more will be known about the future plans for this first floor. The remainder of 101 State Street is currently planned to be used by tenants for office space. As noted by MGM Springfield, "[t]he back of house functions originally proposed for 101 State St., including MGM's executive and operations offices, were integrated into 95 State St., leaving only the first floor as part of the Project consisting of retail space the office space for the Commission. The first floor of 101 State St. was connected to the casino podium through the then-proposed Commission offices. As part of the subsequent modifications, the Commission offices were moved and 101 State St. was no longer connected to the casino podium." Because of the importance of the gaming establishment boundary to the Commission's jurisdiction and because more will likely be known relatively soon about the future of 101 State Street, Commission staff recommend that the Commission take no action at this time to remove the first floor of 101 State from the boundary of the gaming establishment. Instead, the Commission could further review the boundary as it relates to 101 State Street by March 31, 2019.

Similarly, Commission staff recommend that the Commission take no action at this time on a proposal to remove a lot across from MGM Way from the gaming establishment. MGM Springfield notes that this lot will be used as a taxi and ride share waiting area. By March 31, 2019, months after the opening of MGM Springfield, it will be much more apparent whether Commission jurisdiction over this parcel would be important.

Removal of Floors 2-8 of 101 State Street from Gaming Establishment. Because floors 2-8 of 101 State Street will no longer be used for gaming related purposes, the need for Commission jurisdiction over such floors becomes more tenuous. As noted previously, the gaming establishment boundary is important to numerous aspects of the Commission's jurisdiction. However, it is not clear that many of these aspects apply here. For example, no gaming or gaming related alcohol sales are planned for these floors. As such, and in recognition of the four factor gaming establishment analysis mentioned above, the newly proposed gaming establishment boundary excludes floors 2-8 of 101 State Street.

99 Union Street.

MGM Springfield also recommends that its property at 99 Union Street in Springfield should not be added to the gaming establishment. It notes that this building has never been part of the Project under the Host Community Agreement with Springfield, is outside the Casino Overlay District and is physically separated from the rest of the Project by Union Street. The intended



Massachusetts Gaming Commission

use of 99 Union Street is for a facilities/engineering workshop and a kennel for K-9s. 99 Union Street has not been part of the gaming establishment boundary to date.

Applicability of LEED Gold Standard. M.G.L. c. 23K, § 18(8) requires that the Project “be certified as gold or higher under the appropriate certification category in the Leadership in Environmental and Energy Design program created by the United States Green Building Council.” In its letter to MGM Springfield prior to the March 15, 2018 meeting, Commission staff indicated that further Commission action would be necessary on 101 State Street because it will not achieve LEED Gold status by the opening date (as no major reconstruction is anticipated at that building prior to opening). We recommend the Commission make determinations regarding any deadlines or requirements for LEED Gold on the 101 State Street building when it reviews any potential changes to the Commission’s MGM Springfield Section 61 Findings in short order. As such, we recommend that nothing in this gaming establishment boundary approval should be construed to otherwise impact or impair the Commission’s Section 61 Findings issued in relation to the MGM Springfield project. To the degree any impact or impairment becomes apparent, we recommend that the Commission address any such impact or impairment.

Clarification Regarding Residential Units - The Commission’s construction oversight regulation, 205 CMR 135.00 defines “Project” as “[t]he gaming *establishment* as approved by the commission and defined in the gaming license awarded by the commission. For purposes of 205 CMR 135.00, Project may also include such off site infrastructure necessary for the operation of the gaming establishment as required by the commission.” (*Italics* and underlining added) The planned residential units were not included in the original gaming establishment boundary. As such, they were not part of the gaming establishment for the purposes of the construction oversight regulation. The new proposed gaming establishment boundary also does not include the residential units, as they are planned to be off-site, at a location not yet finalized. Although these units have not and will not, under the proposed boundary, be part of the gaming establishment, Commission staff recommend that the Commission clarify that the residential units are considered part of the Project for the purposes of the construction oversight regulation, which, among other items, specifies that the Commission may establish a construction schedule for major portions of the Project. The Commission recently approved a new deadline for construction of such units by March 2020, with a new notification date of March 2019, under which MGM Springfield is required to finalize plans for the location of such units.

Recommendation. We recommend that the Commission approve the attached new boundary for the MGM Springfield gaming establishment and agree to review the boundary again within the first two quarters after the Project opens. We further recommend that the Commission clarify that the residential units are considered part of the Project for the purposes of the construction oversight regulation. Finally, we recommend that nothing in this approval shall be construed to otherwise impact or impair the Commission’s Section 61 Findings issued in relation to the MGM Springfield project.



Massachusetts Gaming Commission



Attachment 1

Blue Tarp reDevelopment (MGM Springfield) gaming establishment

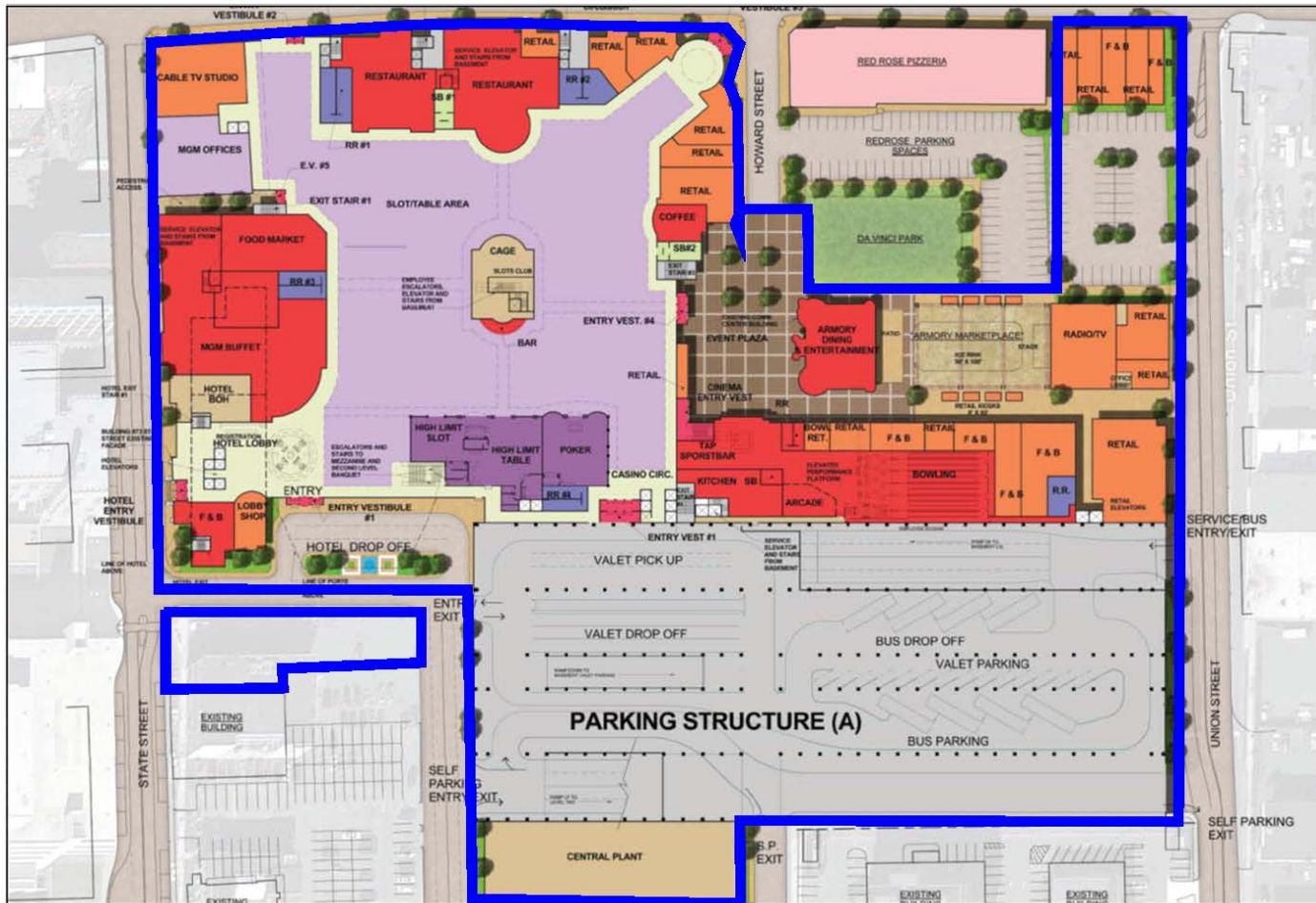


EXHIBIT B

(BOUNDARY INCLUDES ALL VERTICAL SPACE ABOVE AND BELOW)

Blue Tarp reDevelopment (MGM Springfield) gaming establishment

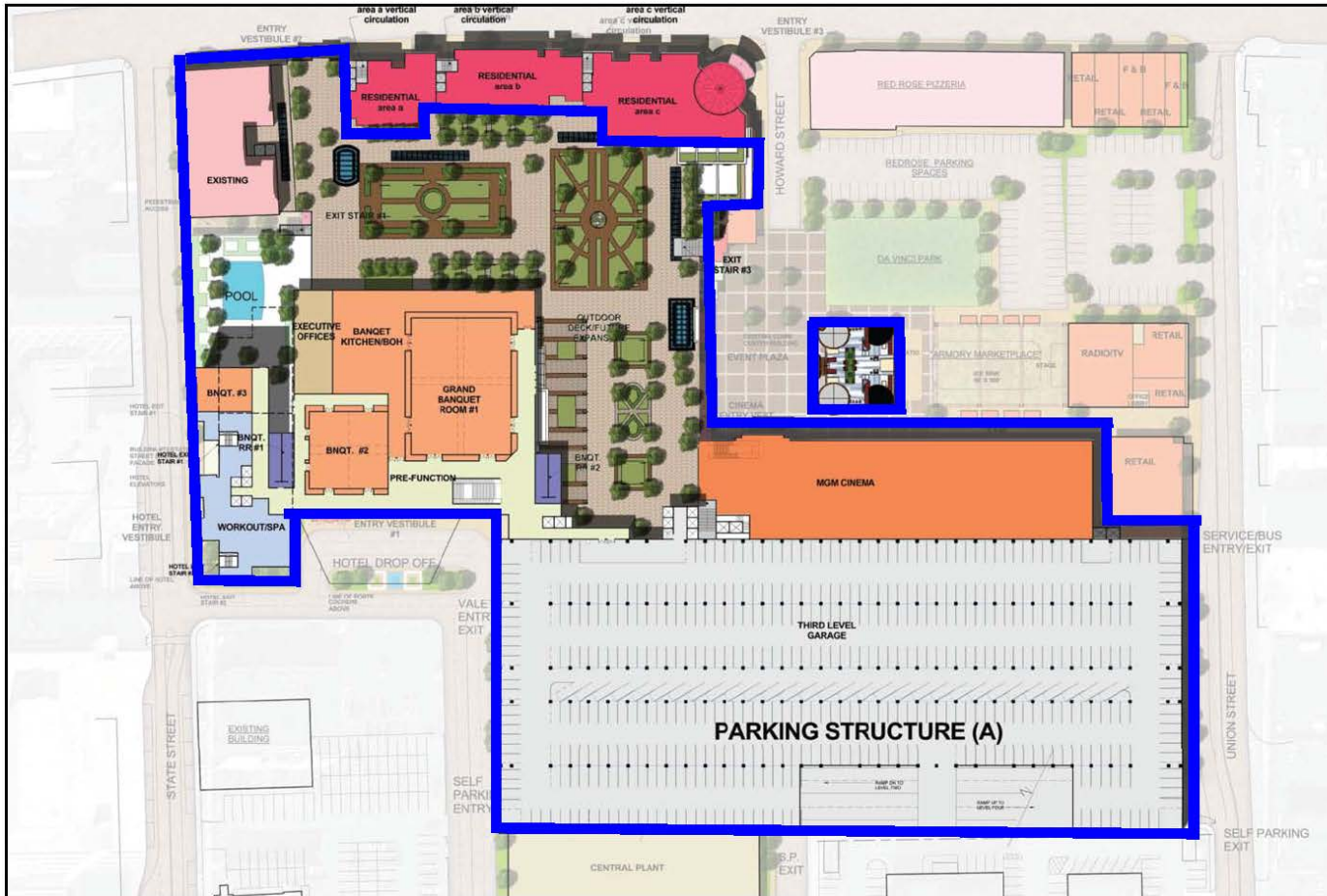
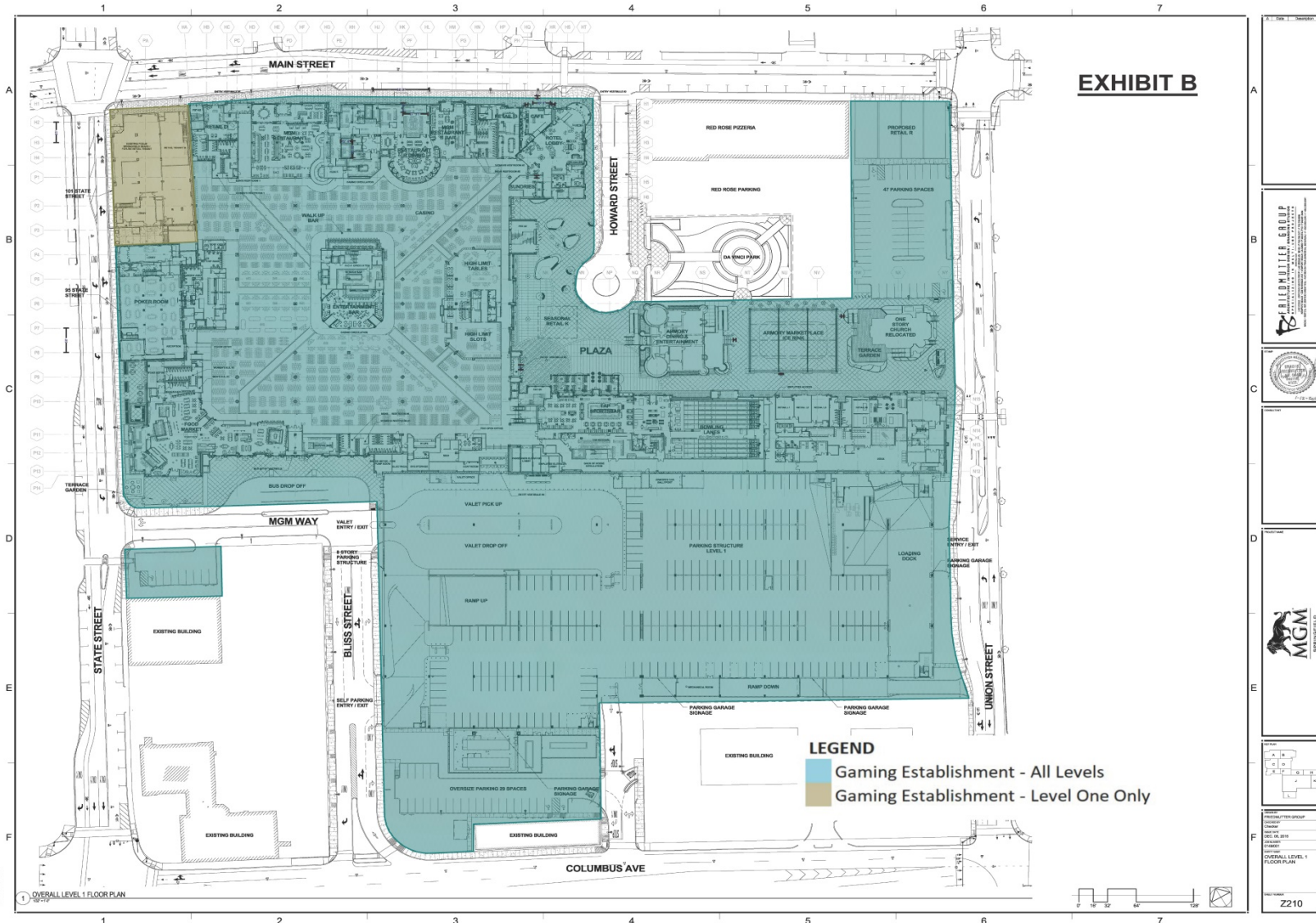


EXHIBIT B
(BOUNDARY INCLUDES ALL VERTICAL SPACE ABOVE AND BELOW)

Attachment 2



1. Date: 11/20/2018

BALIBOUTIN GROUP
 ARCHITECTURAL FIRM
 1000 W. 10TH STREET, SUITE 100
 DENVER, CO 80202
 TEL: 303.733.1111
 WWW.BALIBOUTINGROUP.COM

MGM
 RESORTS & CASINO
 3799 LAS VEGAS BLVD
 LAS VEGAS, NV 89119
 TEL: 702.735.4600
 WWW.MGMRESORTS.COM

DATE: 11/20/2018
 PROJECT: OVERALL LEVEL 1 FLOOR PLAN
 SHEET: Z210

Encore Boston Harbor

Appendix to Gaming Beverage License Application





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37. On Deck Burger Bar

Third Level Licensed Areas

38. Third Level Licensed Areas Map
39. The Salon
40. The Spa
41. Gaugin Boardroom

Secure Alcohol Storage Areas

42. Secure Alcohol Product Storage (1 of 2)
43. Secure Alcohol Product Storage (2 of 2)
44. Secure Alcohol Product Warehouse
45. Secure Liquor Pump Rooms
46. Secure Banquet Pantry

DRAFT BEER, LIQUOR DISPENSING SYSTEM and POINT-OF-SALE CONTROLS (Process)

- **DRAFT BEER:**

- In any outlet with draft beer towers, tap locks will be deployed no later than 2:00 a.m. in all cash bars and 4:00 a.m. in all Casino Service (Comp) Bars servicing actively gaming guests only.

- **LIQUOR DISPENSING SYSTEMS:**

- In any outlet with Liquor Dispensing Systems, all buttons with Alcoholic Beverage functionality will be automatically disabled no later than 2:00 a.m. in all cash bars and 4:00 a.m. in all Casino Service (Comp) Bars servicing actively gaming guests only. This is configured by IT and System Administrators only and will not have an override function in outlets.

- **POINT-OF-SALE :**

- All Point-of-Sale systems will be configured to disable all buttons associated with Alcoholic Beverage no later than 2:00 a.m. in all cash bars and 4:00 a.m. in all Casino Service (Comp) Bars servicing actively gaming guests only. This is configured by IT and System Administrators only and will not have an override function in outlets.



LIQUOR BOTTLE SERVICE (Process)

- **RESTAURANTS:**

- Liquor Bottle Service will only occur during private events in the venue.
- Bottles are in possession or under the control of the Server at all times. The bottle is never left unattended with a guest.
- Bottles are removed from the table in-between service and placed in a designated area in a Side Service Station.
- Guests are at no time allowed to pour their own drinks. Guests are only permitted to be served one drink at a time.
- Additional service is performed as needed by the Server who retrieves the bottle and then removes after drinks have been poured.

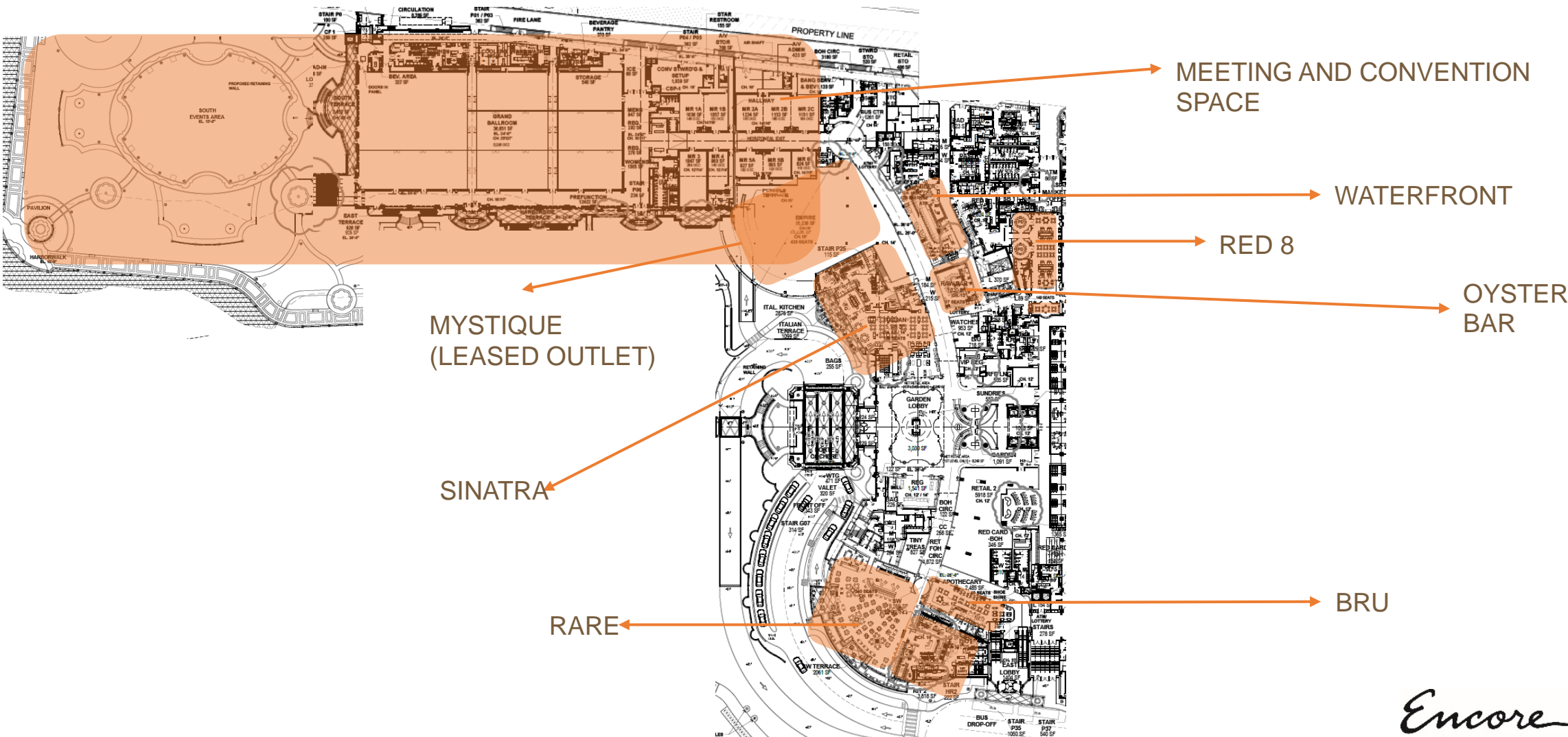
- **LOUNGES & NIGHTCLUBS:**

- Bottles are in possession or under the control of the Server at all times. The bottle is never left unattended with a guest.
- When appropriate, a dedicated Server will hold the bottle tableside in-between service. When a dedicated Server is not available, Bottles are removed from the table in-between service and placed in a designated areas in a Side Service Station.
- Guests are at no time allowed to pour their own drinks. Guests are only permitted to be served one drink at a time.
- Additional service is performed as needed by the Server who either retrieves the bottle from the Side Service Station, or if stationed tableside, as needed. Bottles are always removed after drinks have been poured.

- **IN-ROOM BOTTLE SERVICE (HOSPITALITY EVENTS):**

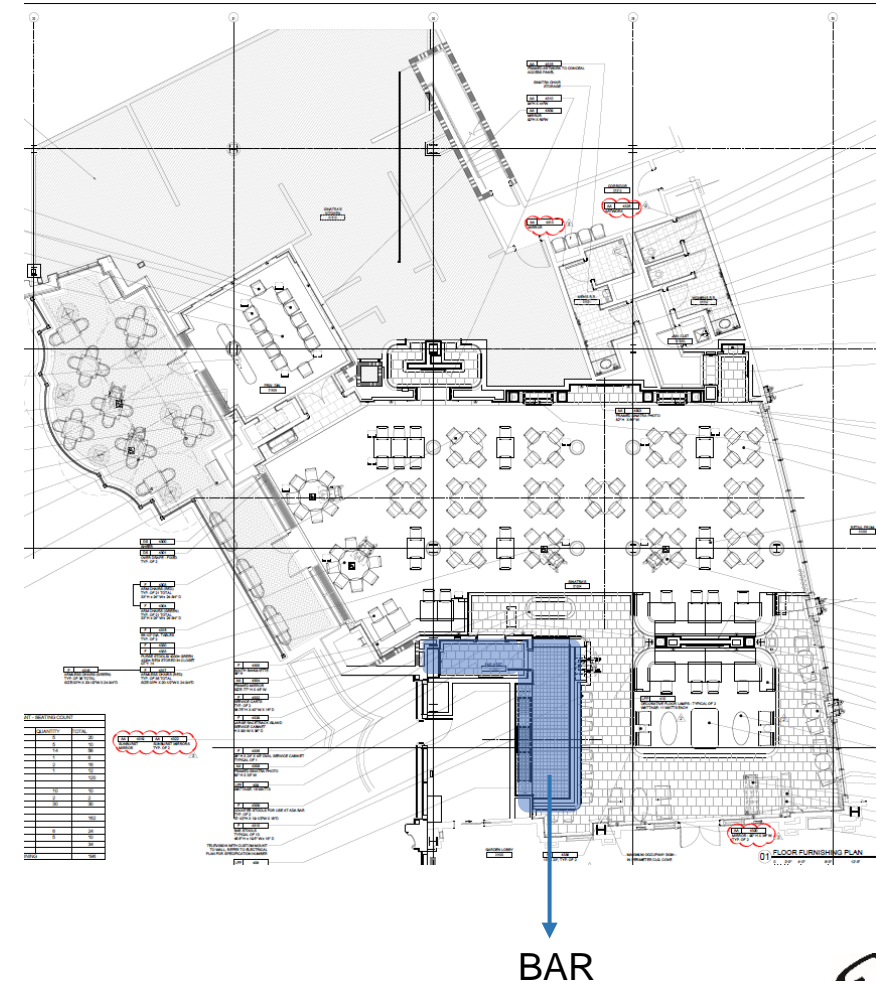
- For private hospitality events held in guest rooms, bottles are in possession or under the control of the Server at all times. The bottle is never left unattended with a guest.
- Bottles are removed from the table in-between service and placed in a designated area attended by the Server.
- Guests are at no time allowed to pour their own drinks. Guests are only permitted to be served one drink at a time.
- Additional service is performed as needed by the Server who retrieves the bottle and then removes after drinks have been poured.
- Guests will not be permitted to order bottles of alcohol (other than wine) from in-room dining services.

GROUND LEVEL LICENSED AREAS (2 of 2)



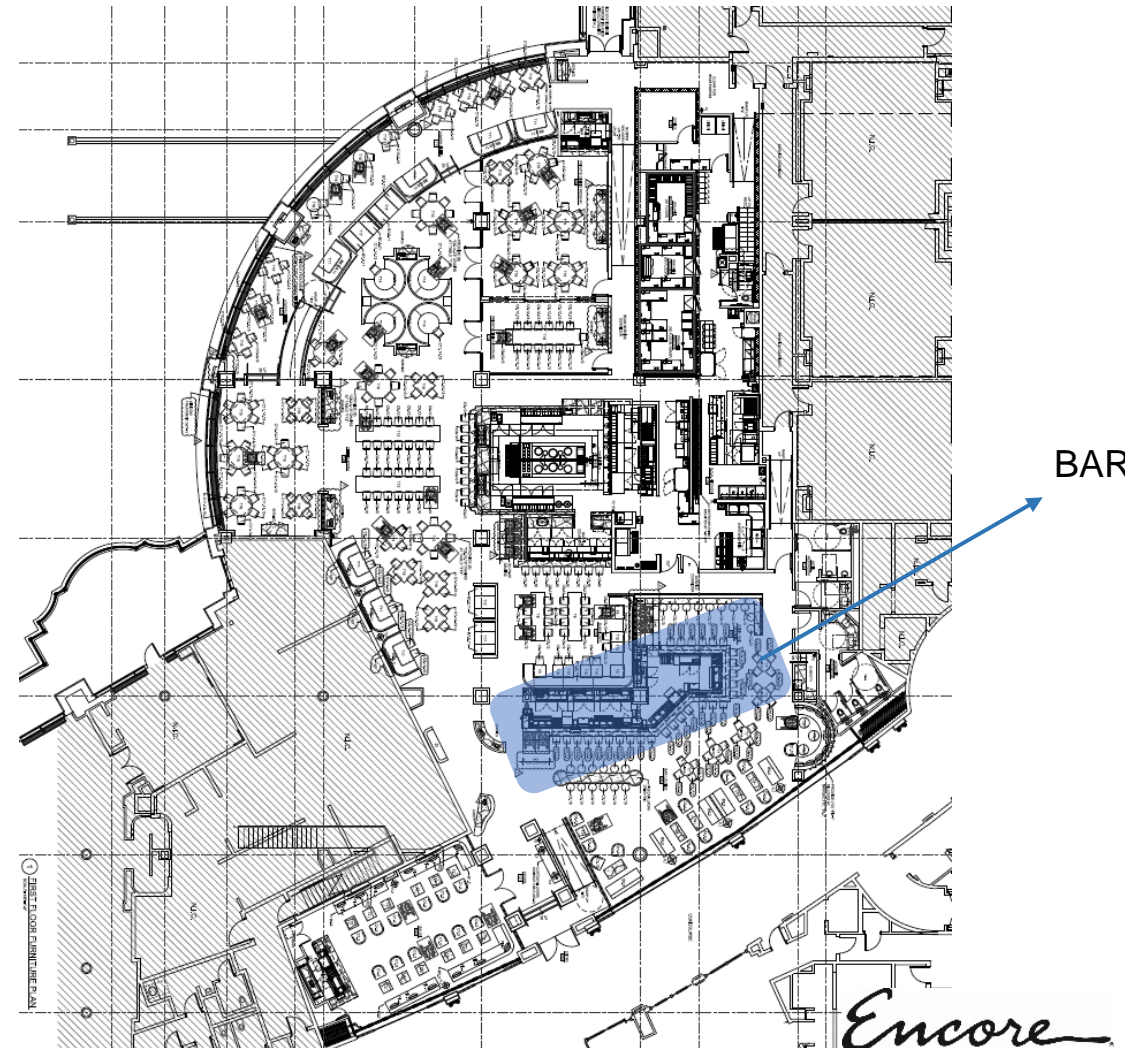
SINATRA

- **BUSINESS CONCEPT:** Assorted modern and classic Italian cuisine.
- **DESCRIPTION:** Elegant restaurant and bar neighboring the Garden Lobby. Outside patio seating available (no exterior access available – guests must enter through the main entrance).
- **NORMAL HOURS OF OPERATION:** Dinner nightly 5:00 p.m. -10:00 p.m.; Bar opens at 4:00 p.m. daily.
- **HOURS OF PERMITTED ALCOHOL SERVICE:** 8:00 a.m. - 2:00 a.m.
- **CAPACITY:** Total (196); Bar Seats (12); Dining Area (138); Private Dining (12); Patio Seating (34).
- **ALCOHOL DISPENSING AREA:** Distributed at the bar by bartenders for guests sitting at the bar; and distributed from the bar by servers to guests in the dining room or on the patio.
- **BOTTLE SERVICE:** Yes – Private Events Only.
- **STORAGE and SECURITY:** All liquor, beer and wine will be locked in the venue which has enclosed walls and a locked front door. There is no draft beer in this venue. All areas are under 24 hour camera surveillance.
- **MANAGER OF LICENSED AREA:** Ashley Wells (MGC Lic # RSER18-0383).



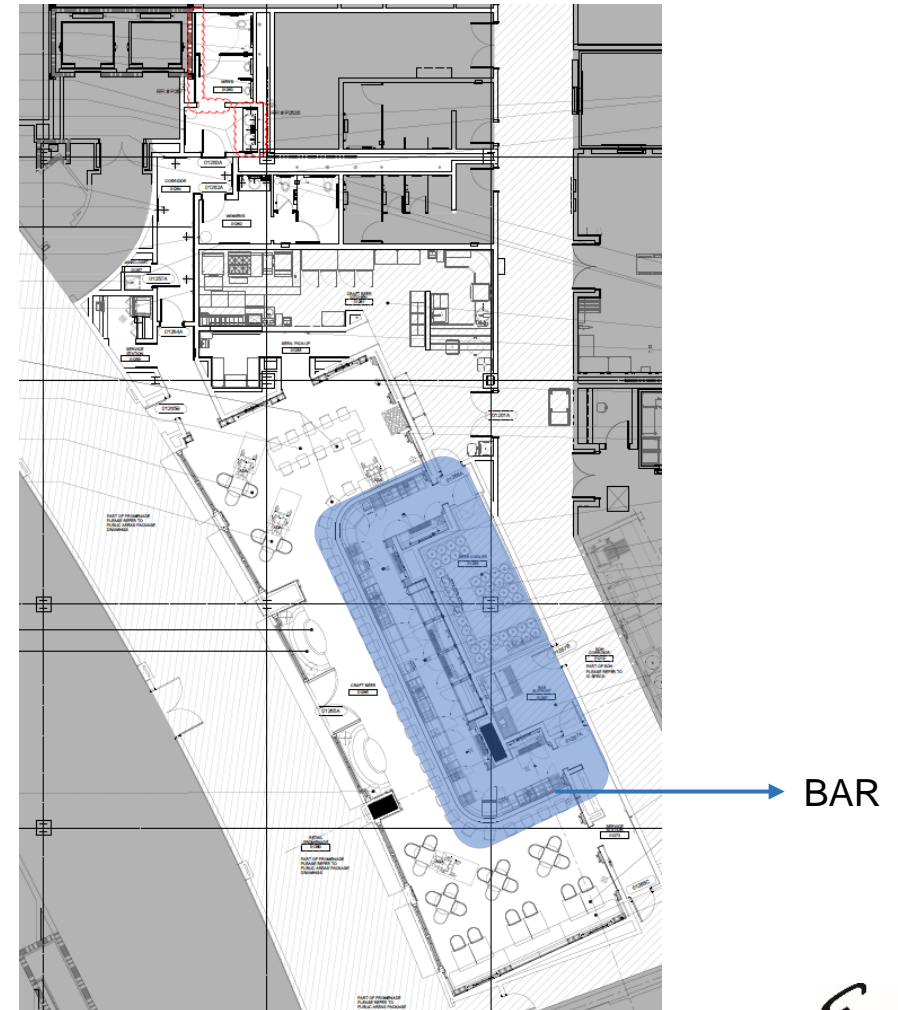
MYSTIQUE – LEASED OUTLET

- **BUSINESS CONCEPT:** Casual Asian fusion dining.
- **DESCRIPTION:** Asian inspired cuisine and sushi restaurant and bar adjoining the West Esplanade.
- **NORMAL HOURS OF OPERATION:** Dinner Sunday through Thursday 5:00 p.m. - 10:00 p.m.; Friday and Saturday 5:00 p.m. - 2:00 a.m.; Bar opens at 3:30 p.m. daily.
- **HOURS OF PERMITTED ALCOHOL SERVICE:** 8:00 a.m. - 2:00 a.m.
- **CAPACITY:** Total (531); Bar Seats (103); Dining Area (302); Private Dining (86); Patio Seating (40).
- **ALCOHOL DISPENSING AREA:** Distributed at the bar by bartenders for guests sitting at the bar; and distributed from the bar by servers to guests in the dining room.
- **BOTTLE SERVICE:** Yes – Private Events Only.
- **STORAGE and SECURITY:** All liquor, beer and wine will be locked in the venue which has enclosed walls and a locked front door. Tap locks will be deployed for draft towers. Security officer will be posted in this Esplanade 24 hours daily. All areas are under 24 hour camera surveillance.
- **MANAGER OF LICENSED AREA:** Daniel Roughan.



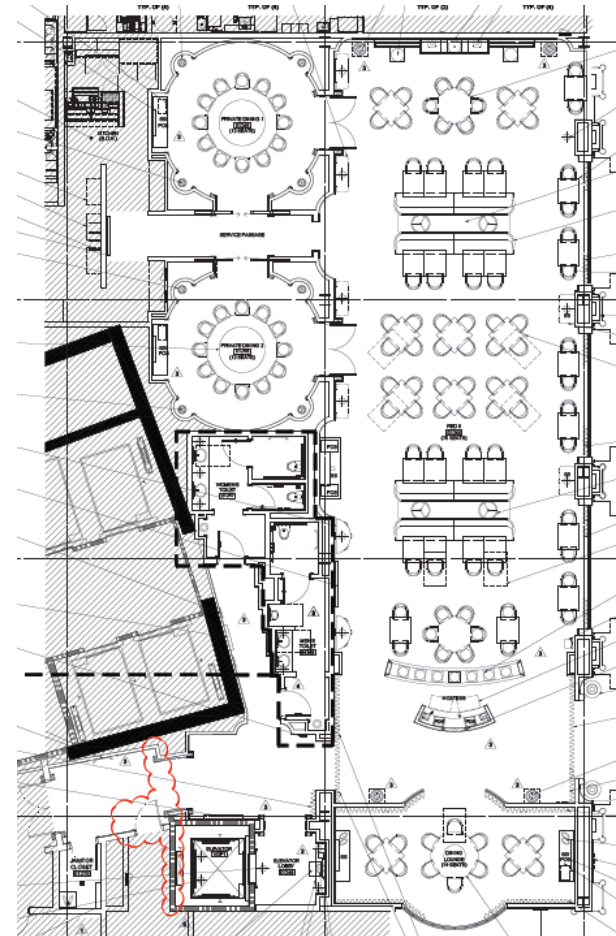
WATERFRONT

- **BUSINESS CONCEPT:** Shareable plates and snacks, craft beer and spirits.
- **DESCRIPTION:** Casual dining restaurant adjoining the West Esplanade.
- **NORMAL HOURS OF OPERATION:** Dinner Monday through Thursday 4:00 p.m. - 11:00 p.m.; All day menu Friday and Saturday 11:00 a.m. - 2 :00 a.m.; Sunday 11:00 a.m. - 10:00 p.m.
- **HOURS OF PERMITTED ALCOHOL SERVICE:** 8:00 a.m. - 2:00 a.m.
- **CAPACITY:** Total (80); Bar Seats (27); Dining Area (27); Private Dining (0).
- **ALCOHOL DISPENSING AREA:** Distributed at the bar by bartenders for guests sitting at the bar; and from the bar by servers to guests in the dining room.
- **BOTTLE SERVICE:** Yes – Private Events Only.
- **STORAGE and SECURITY:** All liquor, beer and wine will be locked in the venue which has enclosed walls and a locked front door. Tap Locks will be deployed for draft towers. Security officer posted in this Esplanade 24 hours daily. All areas are under 24 hour camera surveillance.
- **MANAGER OF LICENSED AREA:** Ashley Wells (MGC Lic # RSER18-0383)



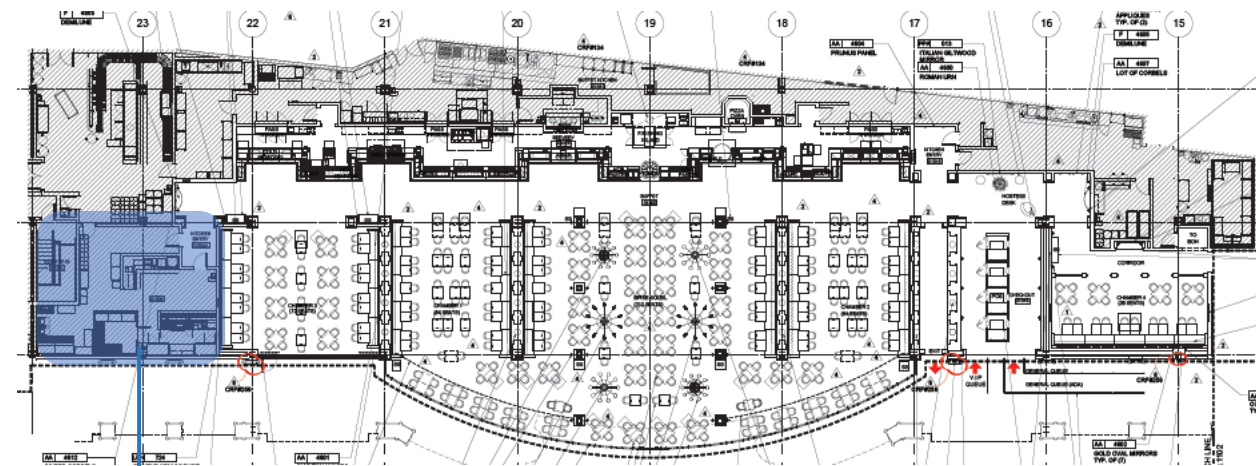
RED 8

- **BUSINESS CONCEPT:** Chinese casual dining.
- **DESCRIPTION:** Casual dining restaurant adjacent to the casino floor.
- **NORMAL HOURS OF OPERATION:** All day menu Sunday thru Thursday 11:30 a.m. - 10:00 p.m.; Friday and Saturday 11:30 a.m. - 3:00 a.m. (Non-alcoholic beverage service only from 2:00 a.m. – 3:00 a.m.).
- **HOURS OF PERMITTED ALCOHOL SERVICE:** 8:00 a.m. - 2:00 a.m.
- **CAPACITY:** Total (132); Dining Area (108); Private Dining (24).
- **ALCOHOL DISPENSING AREA:** Distributed by bartenders, served by servers to guests in the dining room.
- **BOTTLE SERVICE:** Yes – Private Events Only.
- **STORAGE and SECURITY:** There is no guest facing bar in this venue. All liquor, beer and wine will be locked in back-of-house behind the service bar. Tap locks will be deployed for draft towers. The point-of-sale system automatically disables alcoholic beverage buttons at 2:00 a.m. All areas are under 24 hour camera surveillance.
- **MANAGER OF LICENSED AREA:** Ashley Wells (MGC Lic # RSER18-0383)



THE BUFFET

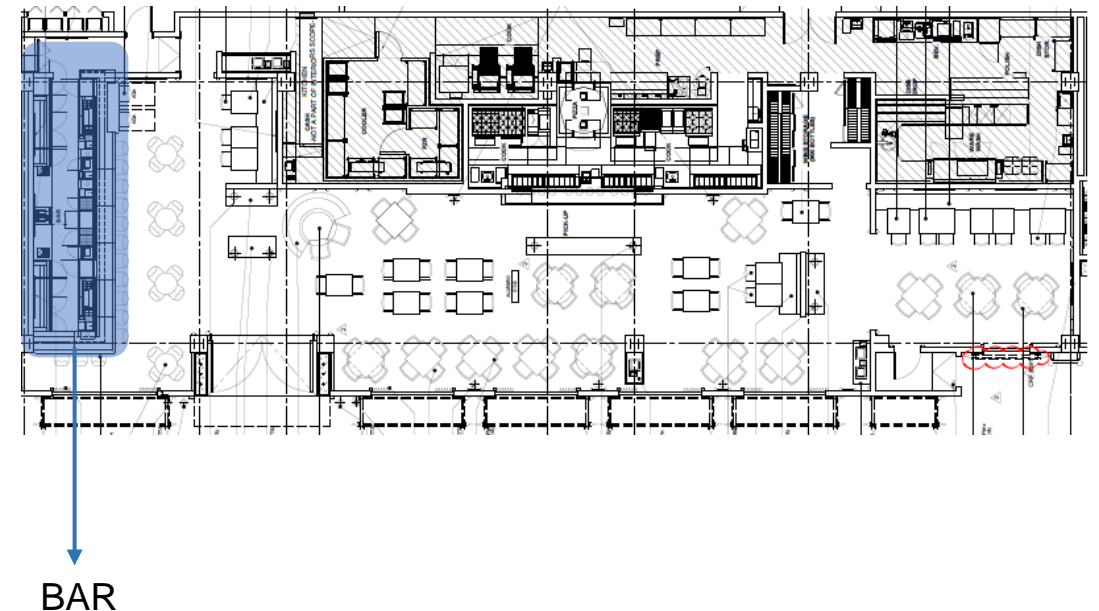
- **BUSINESS CONCEPT:** All-you-can-eat casual dining.
- **DESCRIPTION:** Casual dining restaurant adjacent to the casino floor.
- **NORMAL HOURS OF OPERATION:** Lunch Monday thru Friday 11:00 a.m. - 3:30 p.m.; Brunch Saturday and Sunday 9:00 a.m. - 3:30 p.m.; Dinner daily 4:00 p.m. - 10:00 p.m.
- **HOURS OF PERMITTED ALCOHOL SERVICE:** 8:00 a.m. - 2:00 a.m.
- **CAPACITY:** Total (448); Dining Area (412); Private Dining (36).
- **ALCOHOL DISPENSING AREA:** Distributed by bartenders, served by servers to guests in the dining room.
- **BOTTLE SERVICE:** Yes – Private Events Only.
- **STORAGE and SECURITY:** There is no guest facing bar in this venue. All liquor, beer and wine will be locked in back-of-house behind the service bar. Tap locks will be deployed for draft towers. The point-of-sale system automatically disables alcoholic beverage buttons at 2:00 a.m. All areas are under 24 hour camera surveillance.
- **MANAGER OF LICENSED AREA:** Ashley Wells (MGC Lic # RSR18-0383)



SERVICE BAR

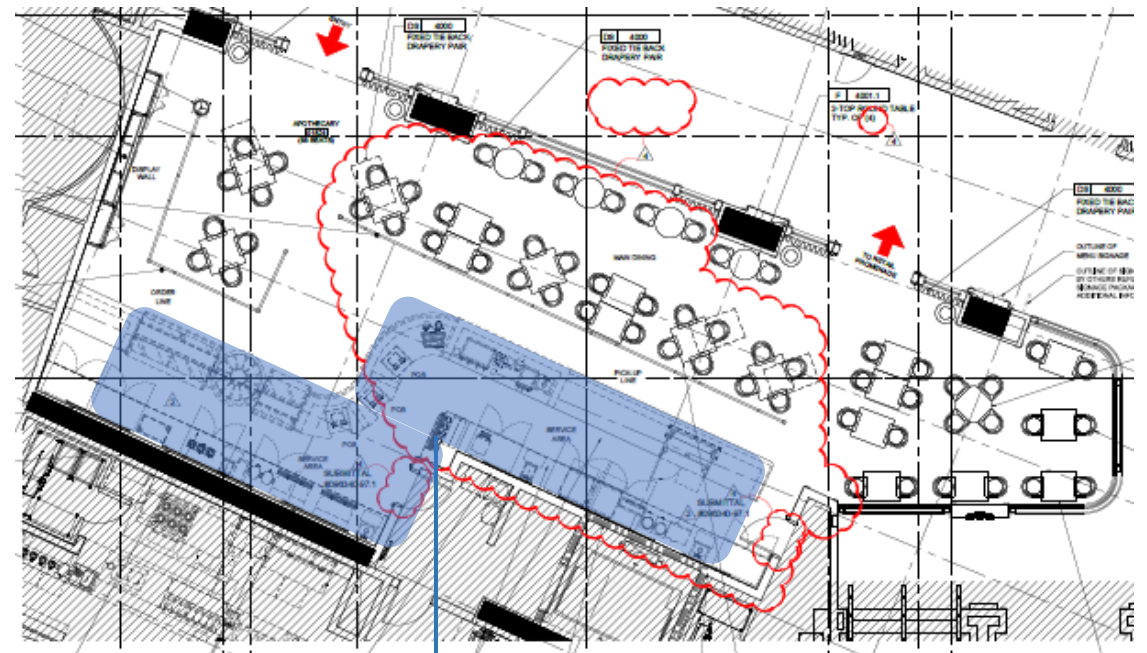
FRATELLI – LEASED OUTLET

- **BUSINESS CONCEPT:** Italian Cuisine.
- **DESCRIPTION:** Casual dining restaurant and bar adjacent to the casino floor.
- **NORMAL HOURS OF OPERATION:** 10:00 a.m. - 4:00 a.m. daily. (Non-alcoholic beverage service only from 2:00 a.m. – 4:00 a.m.).
- **HOURS OF PERMITTED ALCOHOL SERVICE:** 8:00 a.m. - 2:00 a.m.
- **CAPACITY:** Total (134); Bar Seats (16); Dining Area (118); Private Dining (26).
- **ALCOHOL DISPENSING AREA:** Distributed at the bar by bartenders for guests sitting at the bar; and distributed from the bar by servers to guests in the dining room .
- **BOTTLE SERVICE:** Yes – Private Events Only.
- **STORAGE and SECURITY:** All liquor, beer and wine will be locked in back-of-house behind the service bar. Tap locks will be deployed for draft towers. The point-of-sale system automatically disables alcoholic beverage buttons at 2:00 a.m. All areas are under 24 hour camera surveillance.
- **MANAGER OF LICENSED AREA:** Frank DiPasquale



BRU

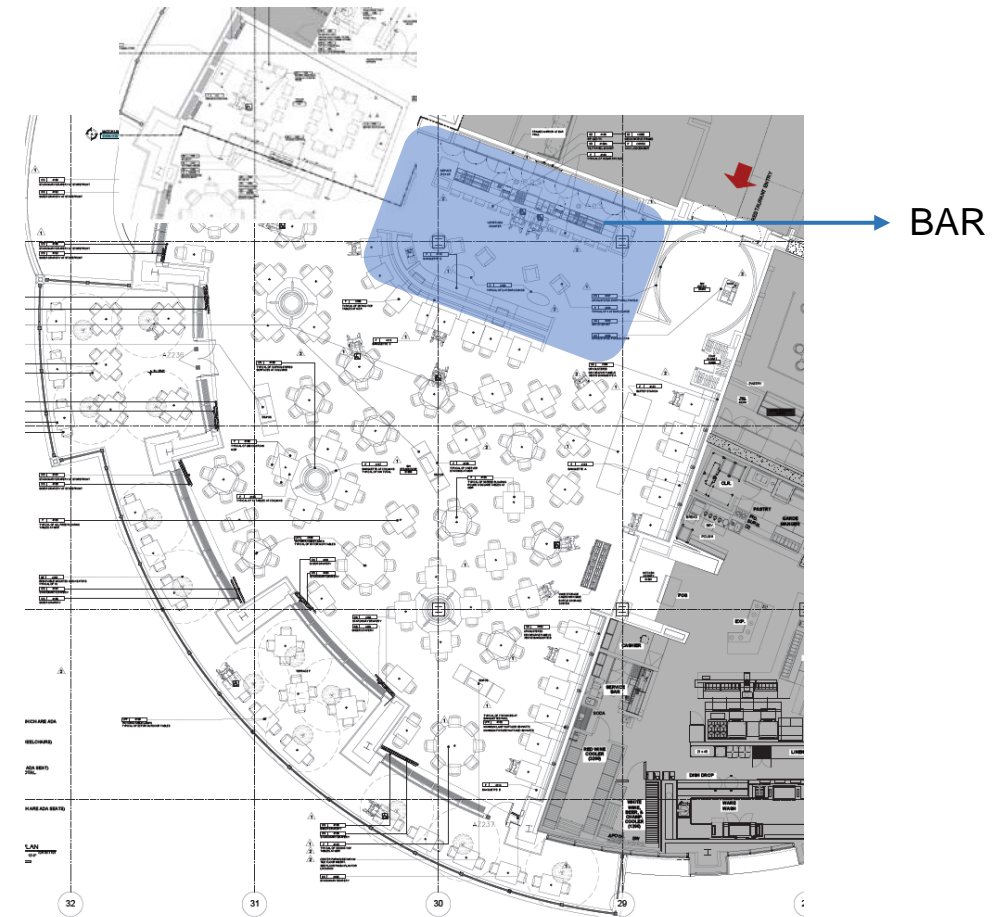
- **BUSINESS CONCEPT:** Fast casual dining.
- **DESCRIPTION:** Casual dining restaurant adjoining the East Esplanade.
- **NORMAL HOURS OF OPERATION:** 24 hours daily. (Non-alcoholic beverage service only from 2:00 a.m. – 8:00 a.m.).
- **HOURS OF PERMITTED ALCOHOL SERVICE:** 8:00 a.m. - 2:00 a.m.
- **CAPACITY:** Total (68); Bar Seats (0); Dining Area (68).
- **ALCOHOL DISPENSING AREA:** Distributed by fountain workers at the counter.
- **BOTTLE SERVICE:** No.
- **STORAGE and SECURITY:** All alcoholic beverages are removed from guest view and locked behind the bar or in back-of-house storage from 2:00 a.m. – 8:00 a.m. Tap locks will be deployed for draft towers. The point-of-sale system automatically disables alcoholic beverage buttons at 2:00 a.m. All areas are under 24 hour camera surveillance.
- **MANAGER OF LICENSED AREA:** Ashley Wells (MGC Lic # RSER18-0383)



BAR

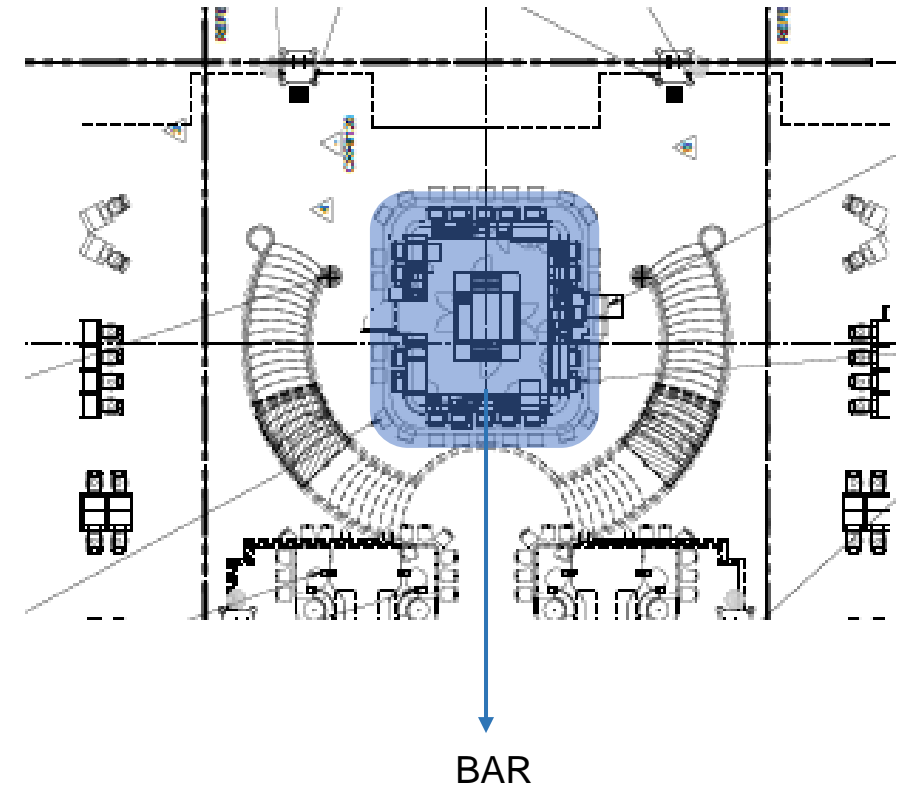
RARE STEAKHOUSE

- **BUSINESS CONCEPT:** Classic Steakhouse and Bar.
- **DESCRIPTION:** Elegant restaurant and bar adjoining the East Esplanade. Outside patio seating available. (No exterior access available – guests must enter through the main entrance)
- **NORMAL HOURS OF OPERATION:** Dinner nightly 5:00 p.m. -10:00 p.m.; Bar opens 4:00 p.m. daily
- **HOURS OF PERMITTED ALCOHOL SERVICE:** 8:00 a.m. - 2:00 a.m.
- **CAPACITY:** Total (328); Bar Seats (10); Dining Area (218); Private Dining (20); Patio Seating (60).
- **ALCOHOL DISPENSING AREA:** Distributed at the bar by bartenders for guests sitting at the bar; and from the bar by servers to guests in the dining room or on the patio.
- **BOTTLE SERVICE:** Yes – Private Events Only.
- **STORAGE and SECURITY:** **STORAGE and SECURITY:** All liquor, beer and wine will be locked in the venue which has enclosed walls and a locked front door. All liquor, beer and wine will be locked in back-of-house behind the service bar. Tap locks will be deployed for draft towers. All areas are under 24 hour camera surveillance.
- **MANAGER OF LICENSED AREA:** Ashley Wells (MGC Lic # RSER18-0383)



CENTER BAR

- **BUSINESS CONCEPT:** Cash Bar for non gaming guests. Comp beverage service for actively gaming guests.
- **DESCRIPTION:** Cocktail bar in the center of the casino floor.
- **NORMAL HOURS OF OPERATION:** 24 hours daily. (Non-alcoholic beverage service only from 4:00 a.m. – 8:00 a.m.).
- **HOURS OF PERMITTED ALCOHOL SERVICE:** 8:00 a.m. - 4:00 a.m.
- **CAPACITY:** Total (28).
- **ALCOHOL DISPENSING AREA:** Beverages will be distributed by bartenders at the counter for cash paying guests or actively gaming guests at their gaming position.
- **BOTTLE SERVICE:** No.
- **STORAGE and SECURITY:** All liquor, beer and wine will be locked behind the bar. There is no draft beer in this venue. The point-of-sale system disables alcoholic beverage buttons at 4:00 a.m. This venue is open 24 hours daily which allows for employee presence at all times. A security officer will be posted on the Mezzanine at top of staircase 24 hours daily. All areas are under 24 hour camera surveillance.
- **MANAGER OF LICENSED AREA:** Ashley Wells (MGC Lic # RSER18-0383)



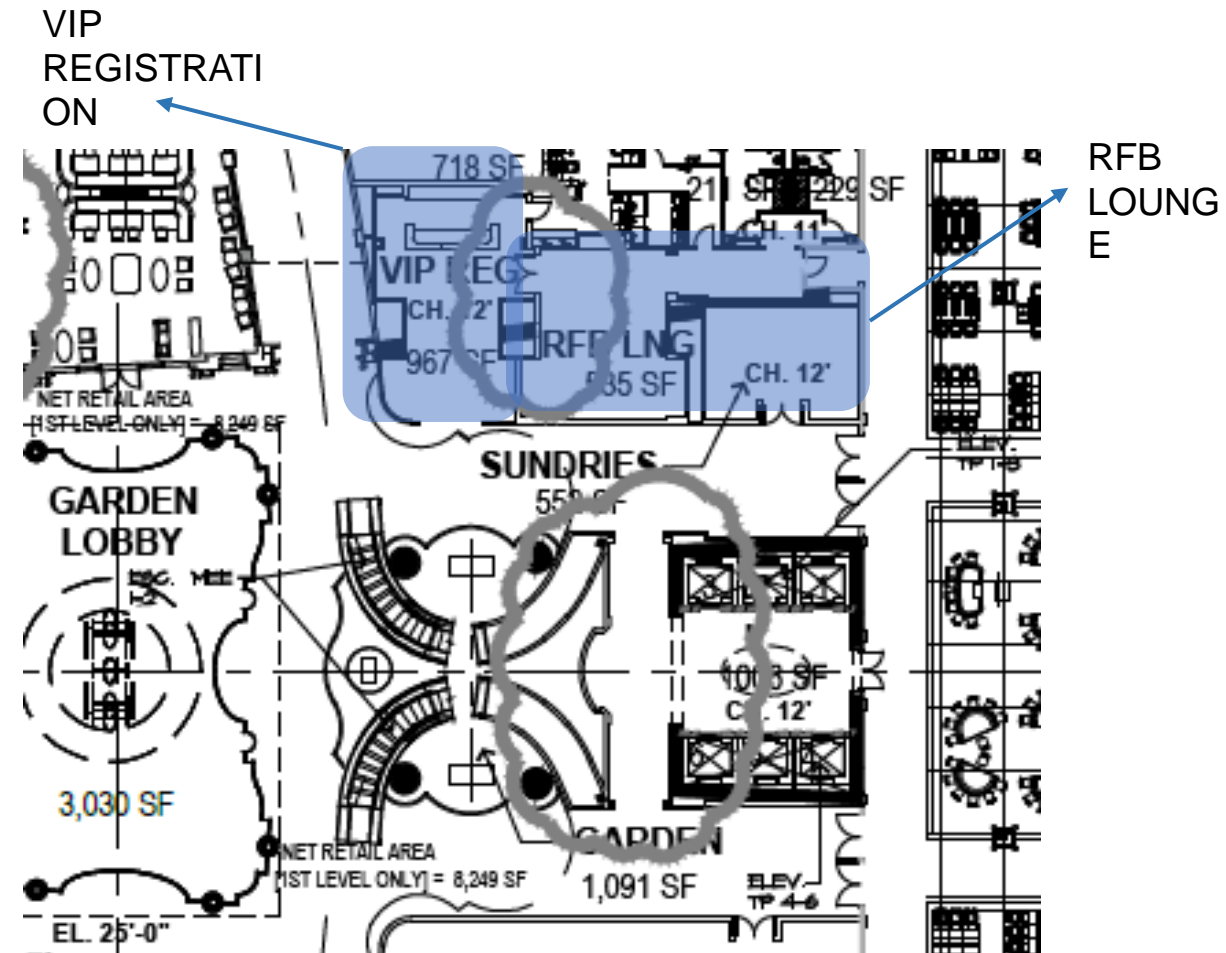
CENTER BAR SLOT COMPLIMENTARY POLICY

Guests that are actively gaming at the bar top electronic gaming terminals will be provided with complimentary beverages. Below are the guidelines for serving complimentary beverages:

- Guests that are actively gaming will be provided complimentary beverage service.
- Complimentary beverages may not exceed \$25.00 in value.
- Beverages exceeding \$25.00 in value must be approved by a Slot Supervisor or above prior to serving and require a hard comp for redemption.
- Guests may only receive one complimentary beverage for every twenty minutes of active gaming.
- Comped beverages less than or equal to \$25.00 in value must be tendered separately to SLOT COMP.
- Actively gaming guests who are dining at the bar will be required to purchase their food items. Their beverage items may be split from the original check and tendered to SLOT COMP. The total number of beverages comped may not exceed three per hour.
- Exceptions to the above policies must be approved by Slot Management
- **Between 2:00 a.m. and 4:00 a.m., actively gaming guests will be provided complimentary beverage service from the cocktail service staff through the Casino Service Bar. The Center Bar will not provide alcoholic beverages between 2:00 a.m. and 8:00 a.m.**

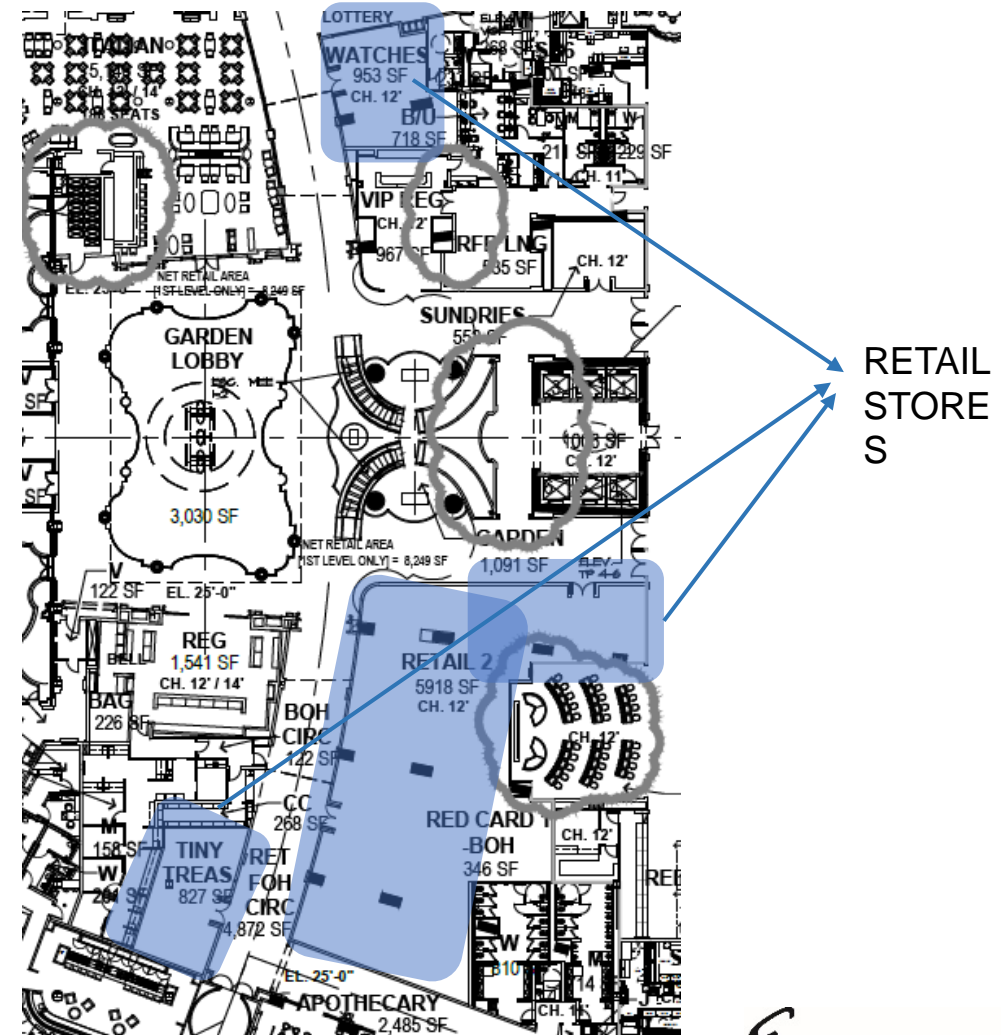
VIP REGISTRATION DESK and RFB LOUNGE

- **DESCRIPTION:** VIP Hotel Check-In.
- **NORMAL HOURS OF OPERATION:** 24 hours daily. (Non-alcoholic beverage service only from 2:00 a.m. – 8:00 a.m.).
- **HOURS OF PERMITTED ALCOHOL SERVICE:** 8:00 a.m. - 2:00 a.m.
- **CAPACITY:** Not applicable.
- **ALCOHOL DISPENSING AREA:** Distributed by supervisors and managers.
- **BOTTLE SERVICE:** No.
- **STORAGE and SECURITY:** All liquor, beer and wine will be locked in back-of-house storage. All areas are under 24 hour camera surveillance.
- **MANAGER OF LICENSED AREA:** Ashley Wells (MGC Lic # RSER18-0383).



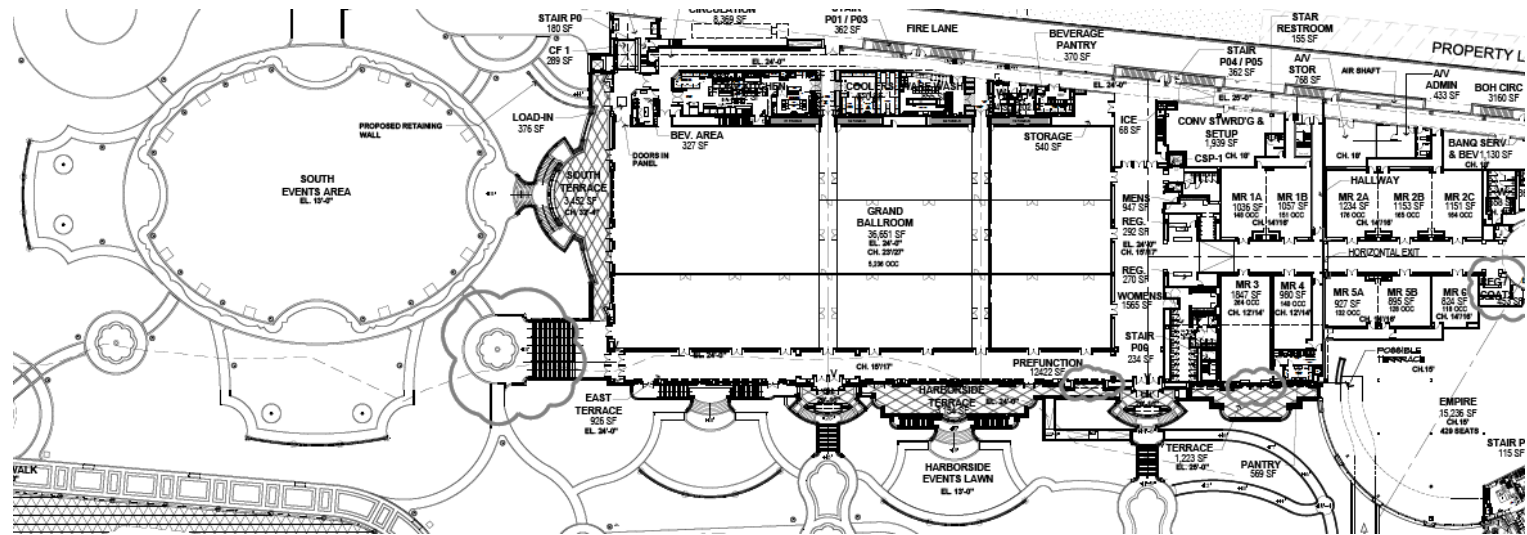
RETAIL STORES

- **DESCRIPTION:** Premium retail collection.
- **NORMAL HOURS OF OPERATION:** 10:00 a.m. - 10:00 p.m.
- **HOURS OF PERMITTED ALCOHOL SERVICE:** 8:00 a.m. - 2:00 a.m.
- **CAPACITY:** Not applicable.
- **ALCOHOL DISPENSING AREA:** Wine and champagne only distributed by supervisors and managers.
- **BOTTLE SERVICE:** No.
- **STORAGE and SECURITY:** All wine and champagne will be locked in back-of-house storage. All areas are under 24 hour camera surveillance.
- **MANAGER OF LICENSED AREA:** Ashley Wells (MGC Lic # RSER18-0383).



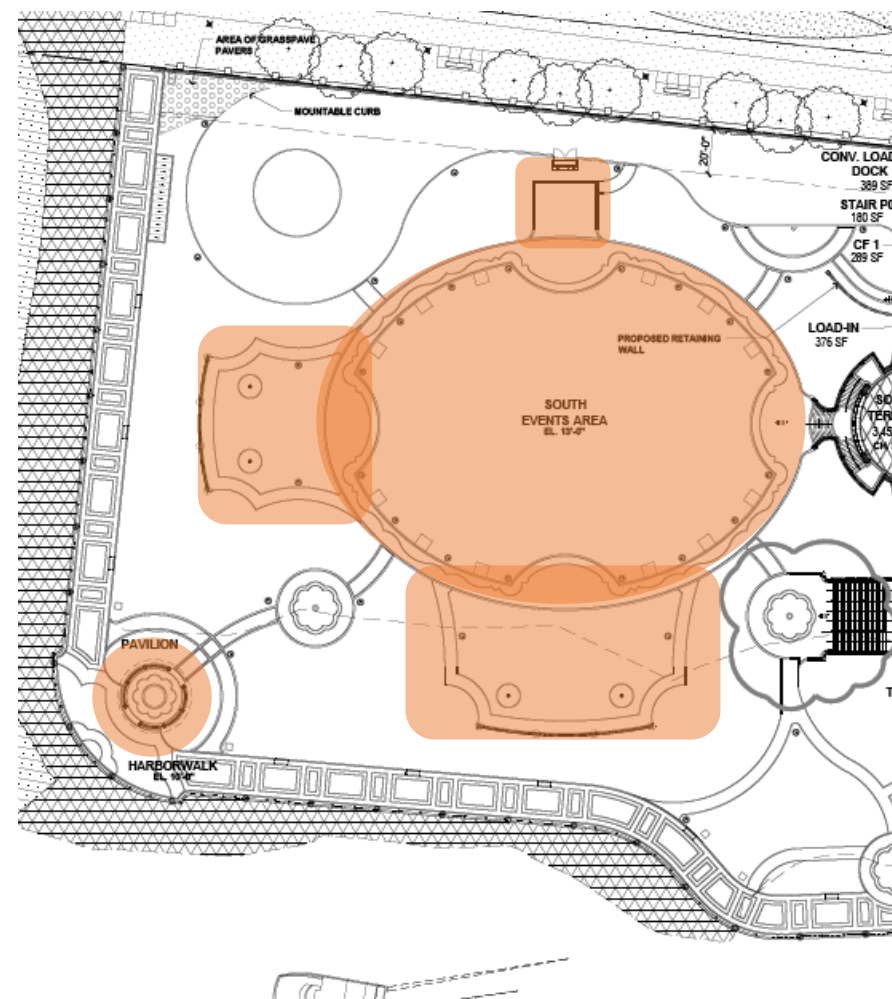
MEETING AND CONVENTION SPACE

- **DESCRIPTION:** Meetings, Banquets and Convention Events.
- **NORMAL HOURS OF OPERATION:** 8:00 a.m. - 12:00 a.m. daily.
- **HOURS OF PERMITTED ALCOHOL SERVICE:** 8:00 a.m. - 2:00 a.m.
- **CAPACITY:** 6,797.
- **ALCOHOL DISPENSING AREA:** Distributed by bartenders, served by servers to guests in the dining room.
- **BOTTLE SERVICE:** Yes – Private Events Only.
- **STORAGE and SECURITY:** Service occurs only through portable bars which are never unattended. These bars are broken down at an events conclusion and all liquor, beer and wine are locked in back-of-house storage areas. All areas are under 24 hour daily camera surveillance.
- **MANAGER OF LICENSED AREA:** Ashley Wells (MGC Lic # RSER18-0383)



HARBORWALK CONCESSIONS

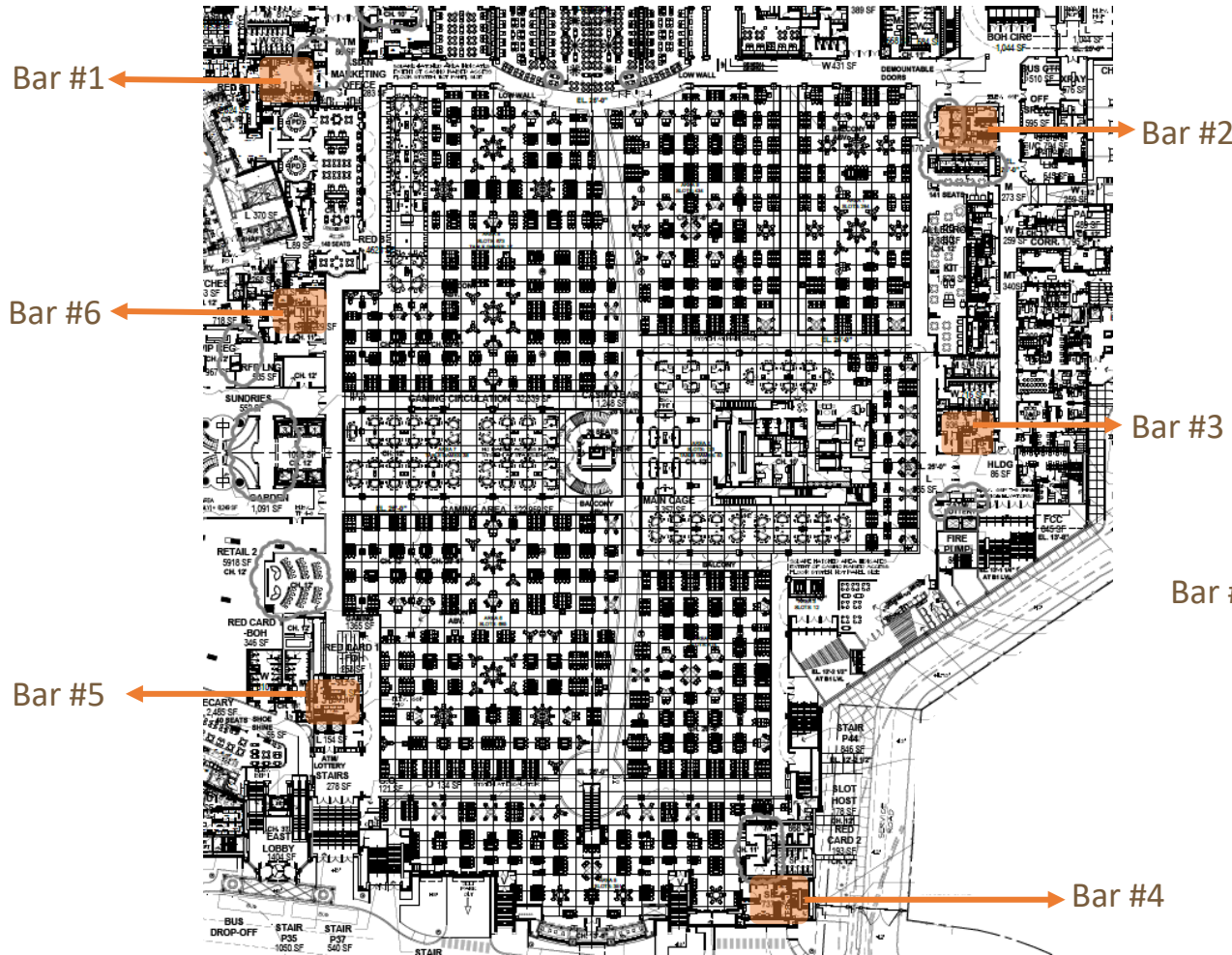
- **DESCRIPTION:** The Harborwalk is serviced by decorative carts that serve food, non-alcoholic and alcoholic beverages when appropriate.
- **NORMAL HOURS OF OPERATION:** 10:00 a.m. - 2:00 a.m.
- **HOURS OF PERMITTED ALCOHOL SERVICE:** 8:00 a.m. - 2:00 a.m.
- **CAPACITY:** Not Applicable
- **ALCOHOL DISPENSING AREA:** Distributed by fountain workers, bartenders, supervisors and managers at the counter and by cocktail servers to seating areas.
- **BOTTLE SERVICE:** Yes – Private Events Only.
- **STORAGE and SECURITY:** Service occurs through portable carts that are never unattended. These carts have camera coverage and all liquor, beer and wine is returned to back-of-house storage areas when not in use. All areas are under 24 hour daily camera surveillance.
- **MANAGER OF LICENSED AREA:** Ashley Wells (MGC Lic # RSER18-0383)



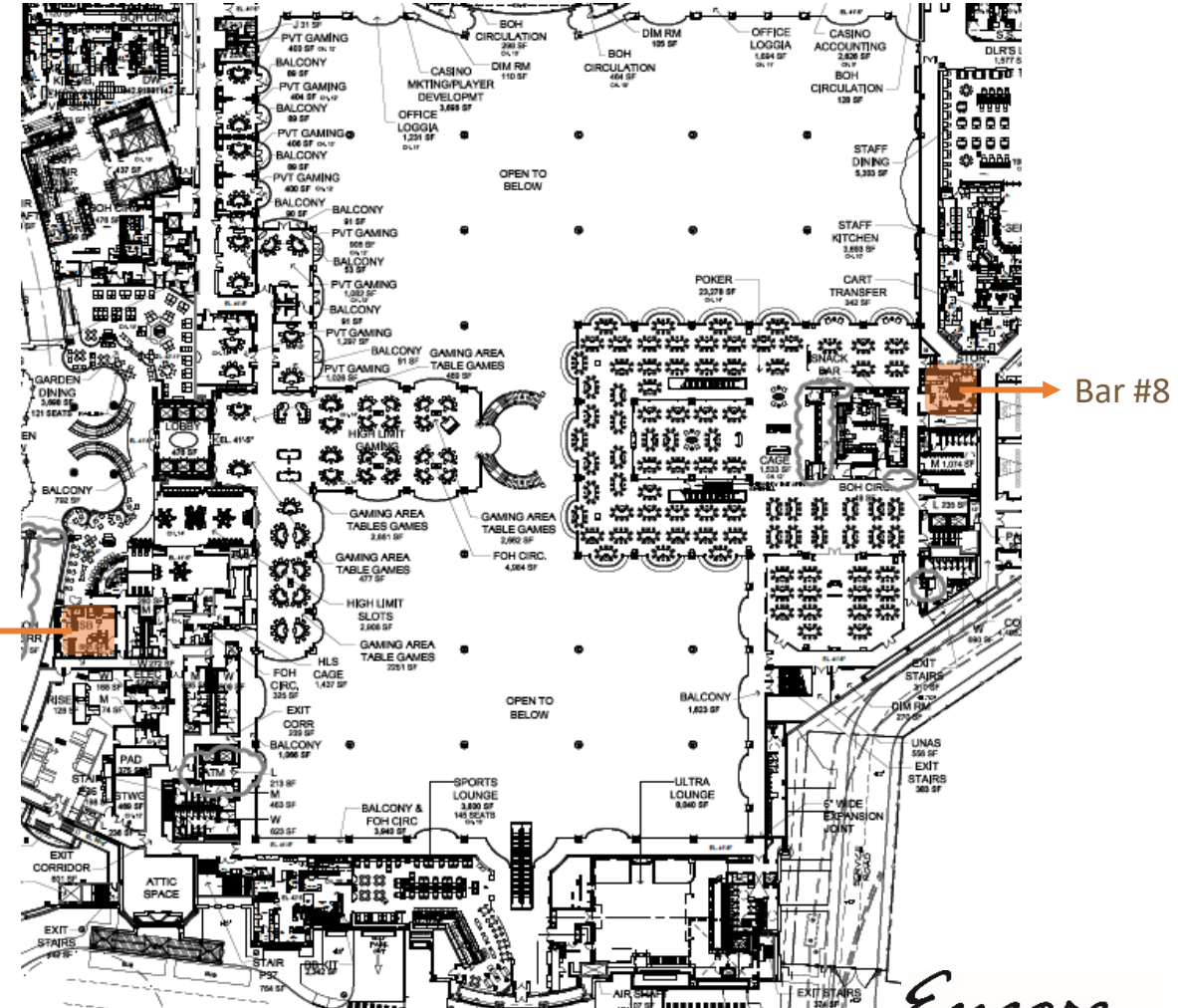
CASINO BEVERAGE SERVICE OVERVIEW

- **BUSINESS CONCEPT:** Beverage service for actively gaming guests.
- **DESCRIPTION:** Cocktail service by designated waitstaff.
- **NORMAL HOURS OF OPERATION:** 24 hours daily.
- **HOURS OF PERMITTED ALCOHOL SERVICE:** 8:00 a.m. - 4:00 a.m.
- **CAPACITY:** 4,804.
- **ALCOHOL DISPENSING AREA:** Distributed by bartenders, served by cocktail servers to actively gaming guests only. There are 8 Casino Service Bars, 6 on the Ground Level and 2 on the Mezzanine Level.
- **BOTTLE SERVICE:** Not applicable.
- **STORAGE and SECURITY:** There are no guest facing bars in casino service. All liquor, beer and wine will be locked in back-of-house behind the service bars. Tap locks will be deployed for draft towers. The point-of-sale system and liquor dispensing system automatically disables alcoholic beverage buttons at 4:00 a.m. This venue is open 24 hours daily which allows for employee presence at all times. All areas are under 24 hour camera surveillance.
- **MANAGER OF LICENSED AREA:** Ashley Wells (MGC Lic # RSER18-0383).

CASINO BEVERAGE SERVICE (1 of 5)



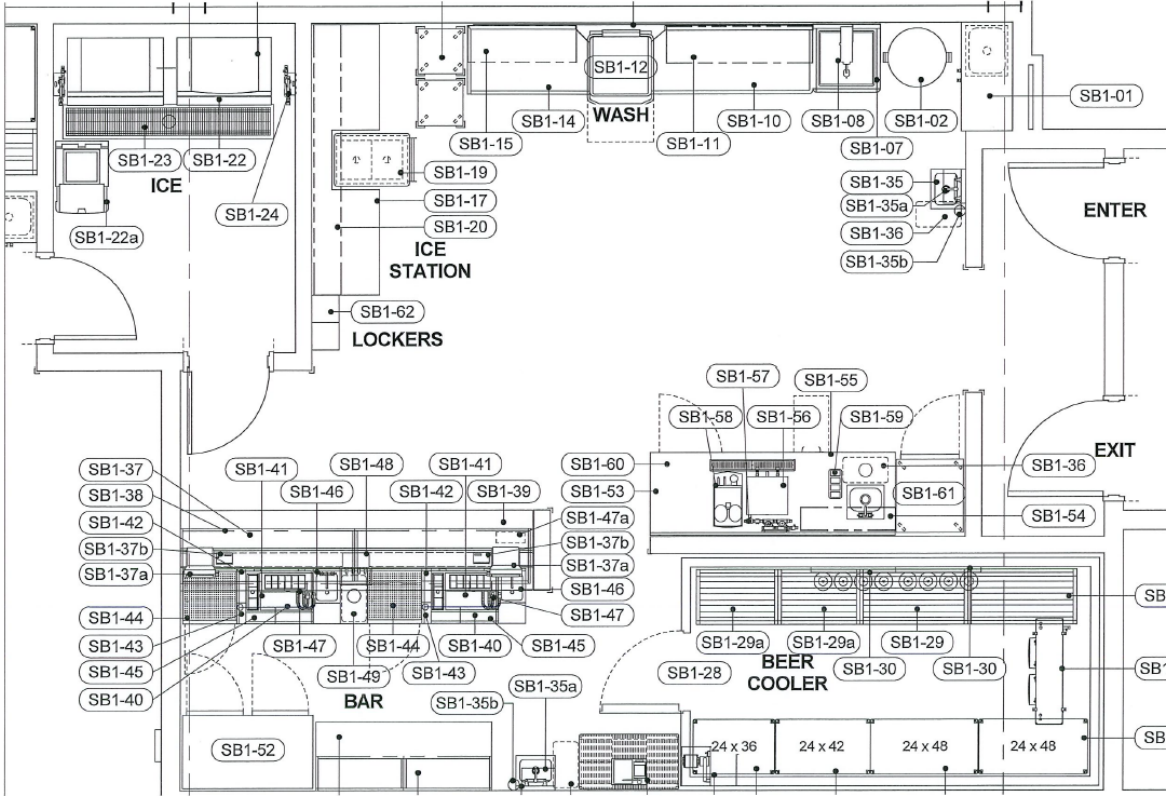
Ground Level



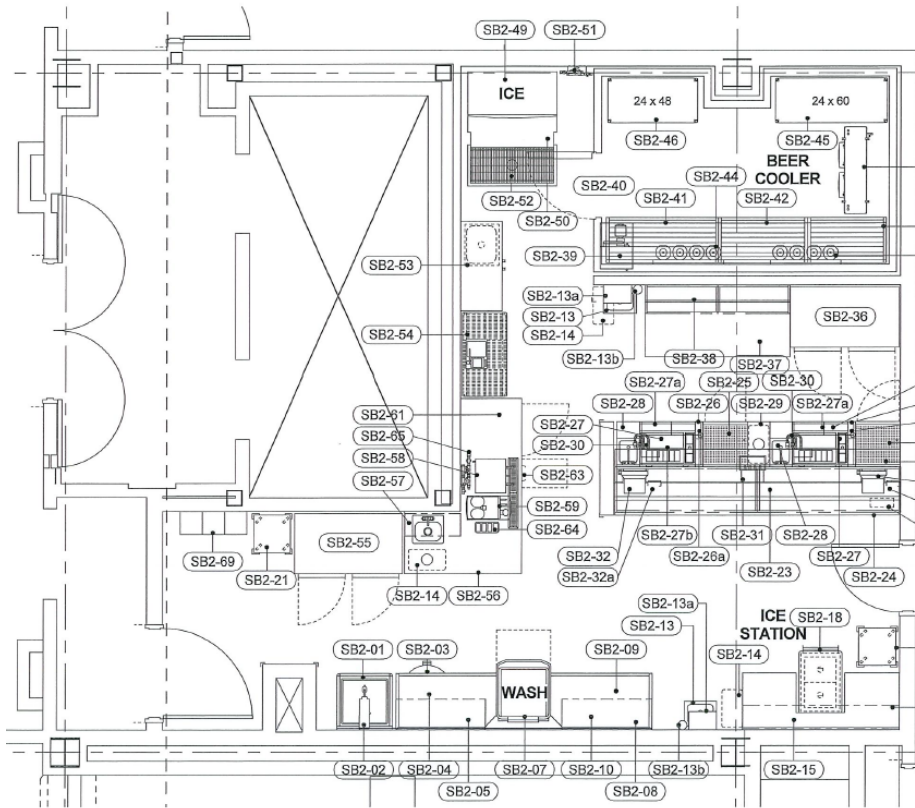
Mezzanine Level

CASINO BEVERAGE SERVICE (2 of 5)

Service Bar #1

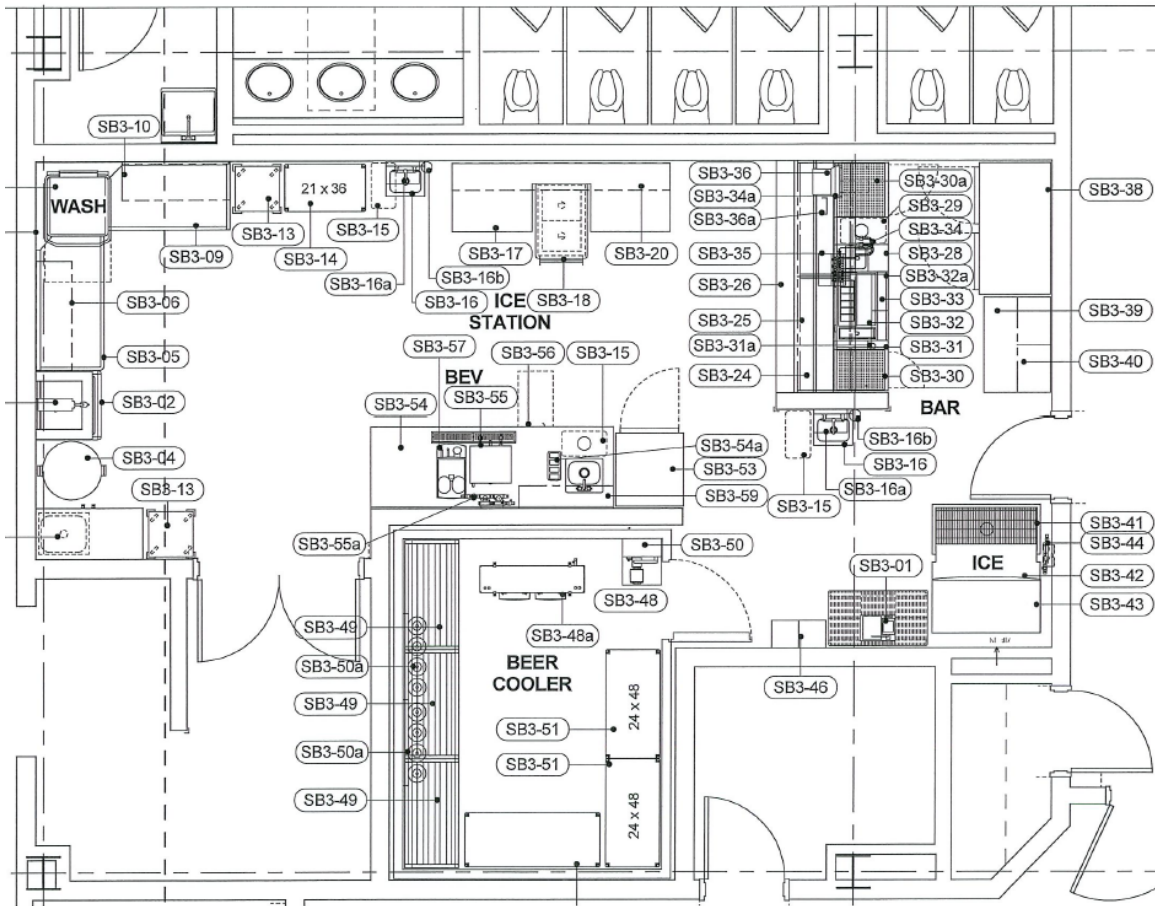


Service Bar #2

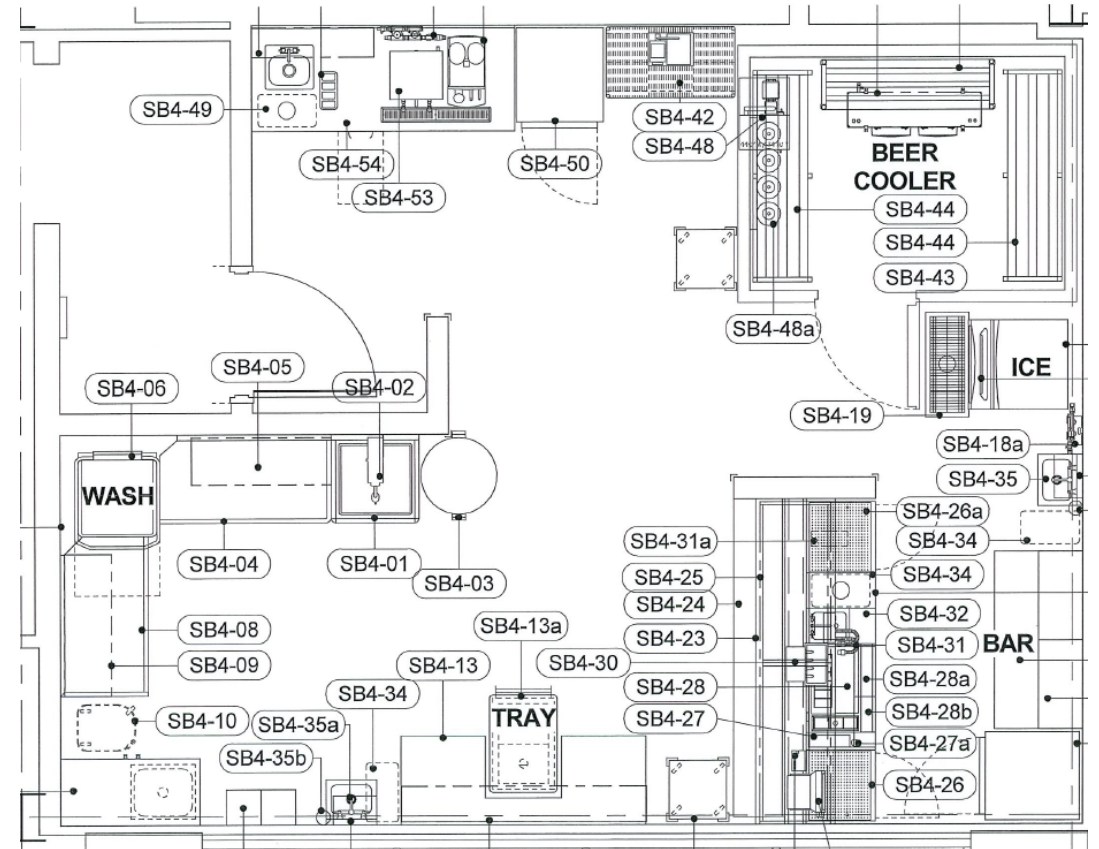


CASINO BEVERAGE SERVICE (3 of 5)

Service Bar #3

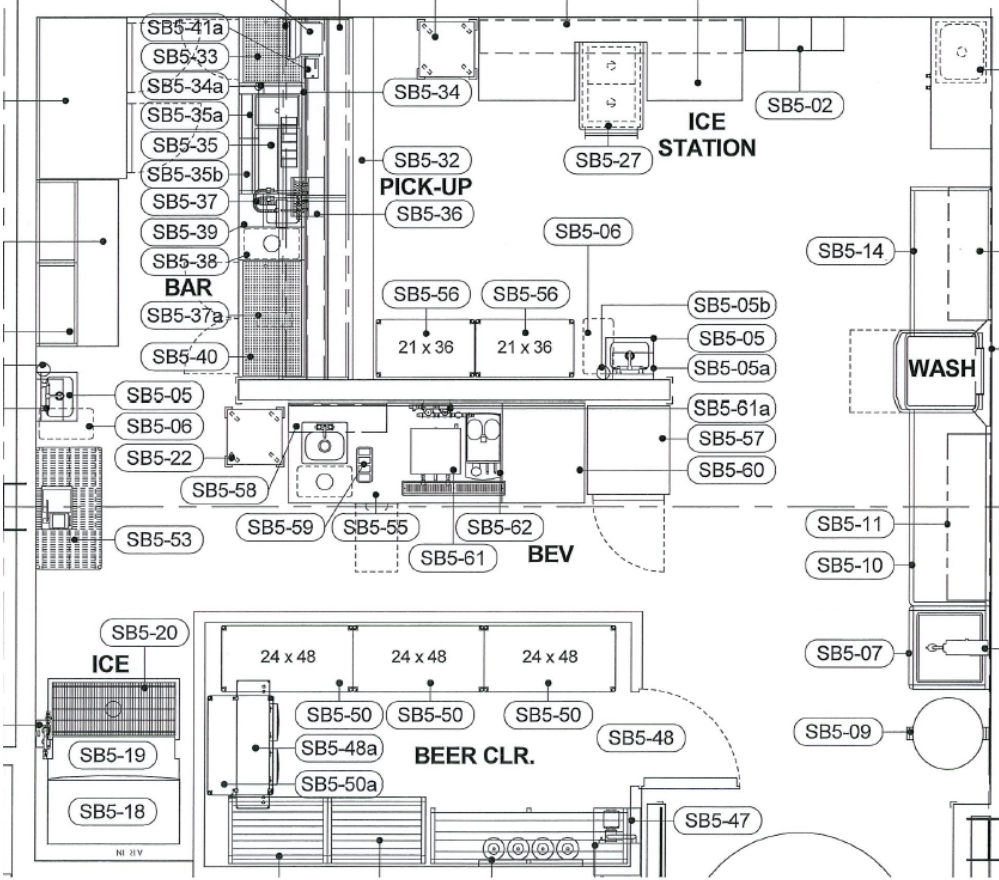


Service Bar #4

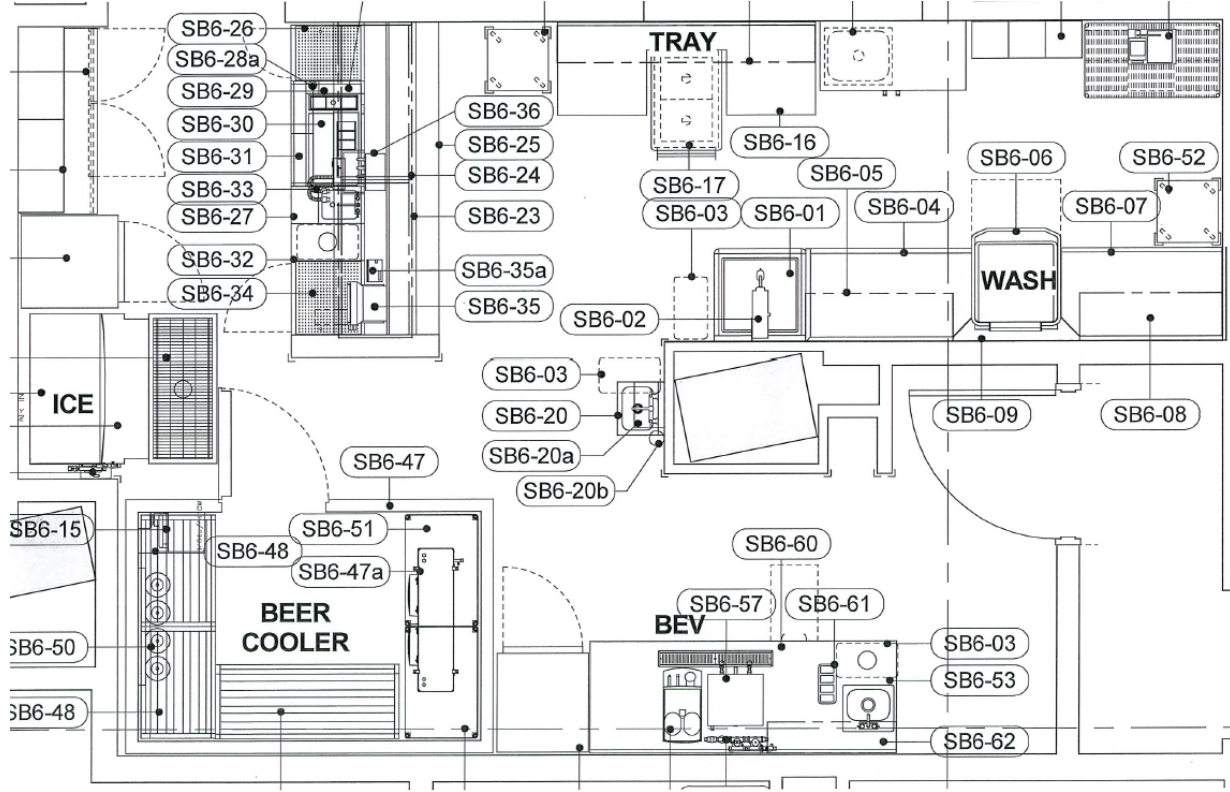


CASINO BEVERAGE SERVICE (4 of 5)

Service Bar #5



Service Bar #6



CASINO BEVERAGE SERVICE PROCESS (1 of 2)

(8:00 a.m. - 4:00 a.m.)

Complimentary alcoholic beverage service will be provided to any actively gaming guest in the gaming area between the hours of 8:00 a.m. - 4:00 a.m. Service of complimentary non-alcoholic beverage service to actively gaming guests is also available 24 hours daily.

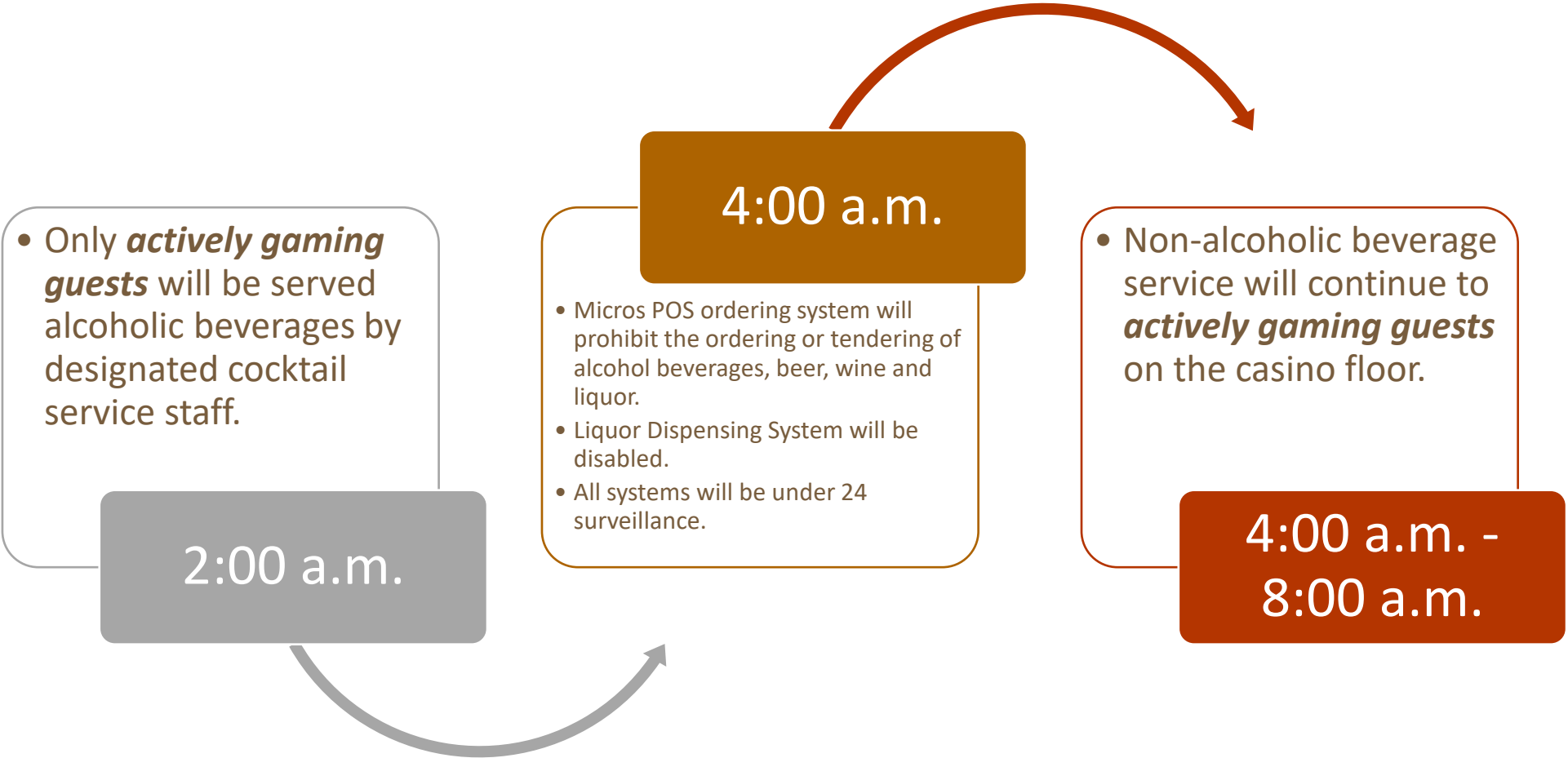
We do not offer self-serve non-alcoholic beverage stations on the casino floor.

Guests are served one beverage at a time (no shots or doubles) and no more than one beverage in a 20 minute period (maximum 3 drinks within 1 hour). This is timed by size of section and station rotation. Pour size is also limited to ensure pacing of consumption.

Steps of Casino Beverage Service are outlined below:

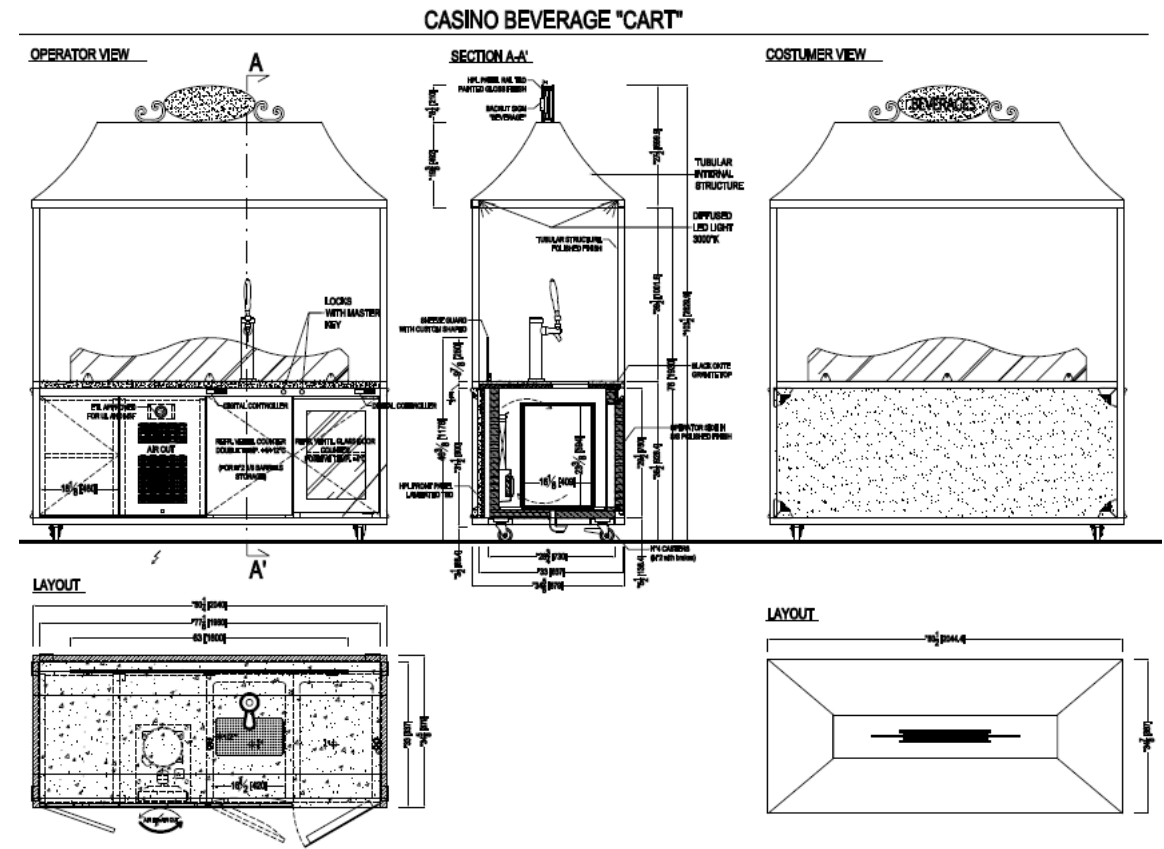
- **Step 1:** Cocktail Server makes rounds throughout their station on the casino floor taking non-alcoholic and alcoholic beverage orders from actively gaming guests at gaming stations.
- **Step 2:** Cocktail Server advances to designated service bar (#1 - #8) .
- **Step 3:** Cocktail Server swipes their assigned Micros system card and verbalizes the drink order to the Bartender.
- **Step 4:** The Bartender rings in the order and produces the alcoholic beverage. The Cocktail Server produces non-alcoholic beverages.
- **Step 5:** The Cocktail Server retrieves the alcoholic beverage order from the Bartender and delivers the non-alcoholic or alcoholic beverage to the guest that is actively gaming.
- **Step 6:** Guest is served.

CASINO BEVERAGE SERVICE PROCESS (2 of 2)

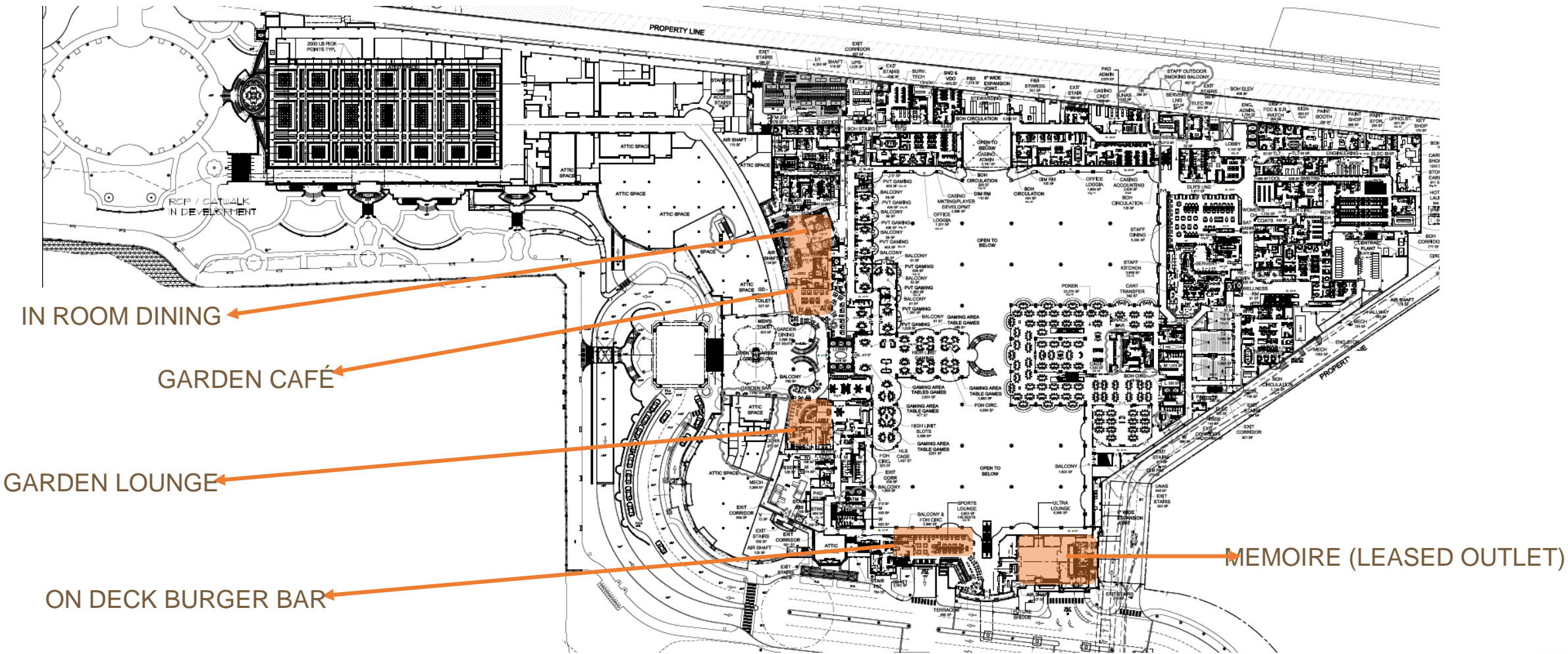


CASINO BEVERAGE SERVICE – BEVERAGE CARTS

- **DESCRIPTION:** The Casino Floor is serviced by decorative carts that serve non-alcoholic and alcoholic beverages when appropriate.
- **NORMAL HOURS OF OPERATION:** 8:00 a.m. - 2:00 a.m.
- **HOURS OF PERMITTED ALCOHOL SERVICE:** 8:00 a.m. - 2:00 a.m.
- **CAPACITY:** Not Applicable.
- **ALCOHOL DISPENSING AREA:** Beer and wine will be distributed by bartenders at the counter for cash paying guests only. No alcoholic beverages will be served from the beverage cart to an actively gaming guest as a comp beverage.
- **BOTTLE SERVICE:** No.
- **STORAGE and SECURITY:** Service occurs through portable carts that are never unattended while open. These carts have camera coverage and all beer and wine is returned to back-of-house storage areas when closed. The point-of-sale System disables alcoholic beverage buttons at 2:00 a.m. Tap locks will be deployed for draft towers. All areas are under 24 hour daily camera surveillance.
- **MANAGER OF LICENSED AREA:** Ashley Wells (MGC Lic # RSER18-0383)

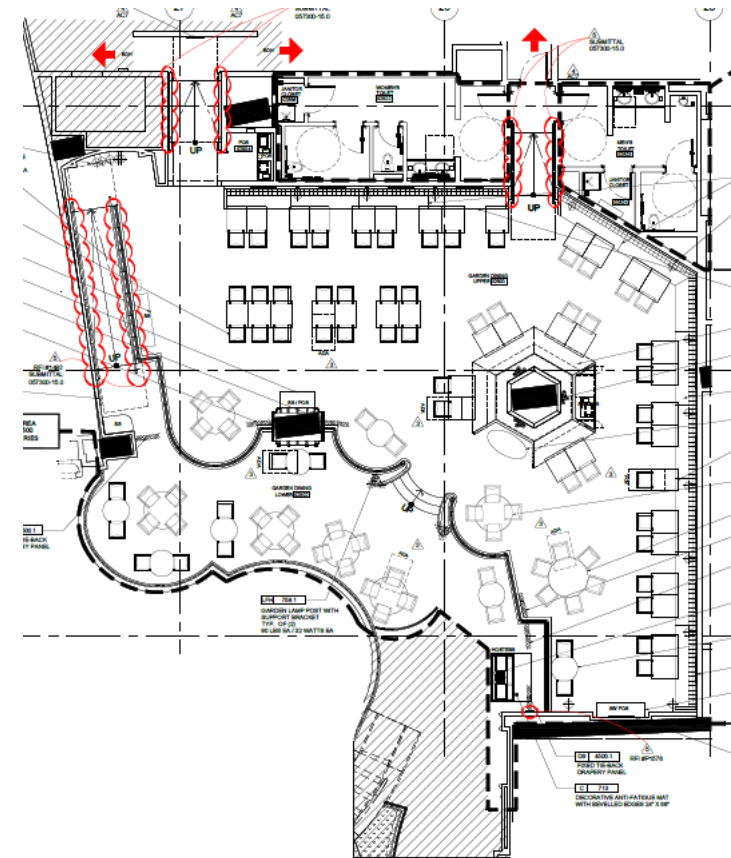


SECOND LEVEL LICENSED AREAS



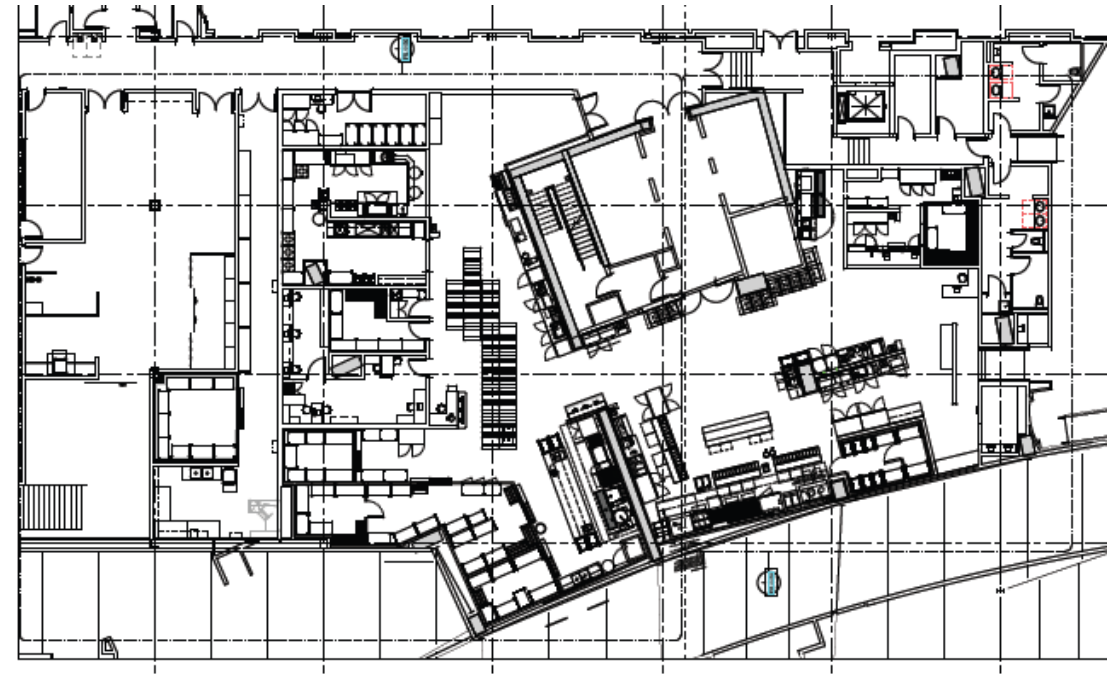
GARDEN CAFÉ

- **BUSINESS CONCEPT:** Seasonally driven and locally inspired casual dining.
- **DESCRIPTION:** Casual dining restaurant on the mezzanine of Garden Lobby.
- **NORMAL HOURS OF OPERATION:** 7:00 a.m. - 10:00 p.m. daily.
- **HOURS OF PERMITTED ALCOHOL SERVICE:** 8:00 a.m. -2:00 a.m.
- **CAPACITY:** Total (122); Dining Area (122).
- **ALCOHOL DISPENSING AREA:** Distributed by bartenders, served by servers to guests in the dining room.
- **BOTTLE SERVICE:** Yes.
- **STORAGE and SECURITY:** There is no guest facing bar in this venue. All liquor, beer and wine will be locked in back-of-house behind the service bar. Tap locks will be deployed for draft Towers. The point-of-sale system disables alcoholic beverage buttons at 2:00 a.m. All areas are under 24 hour daily camera surveillance.
- **MANAGER OF LICENSED AREA:** Ashley Wells (MGC Lic # RSER18-0383)



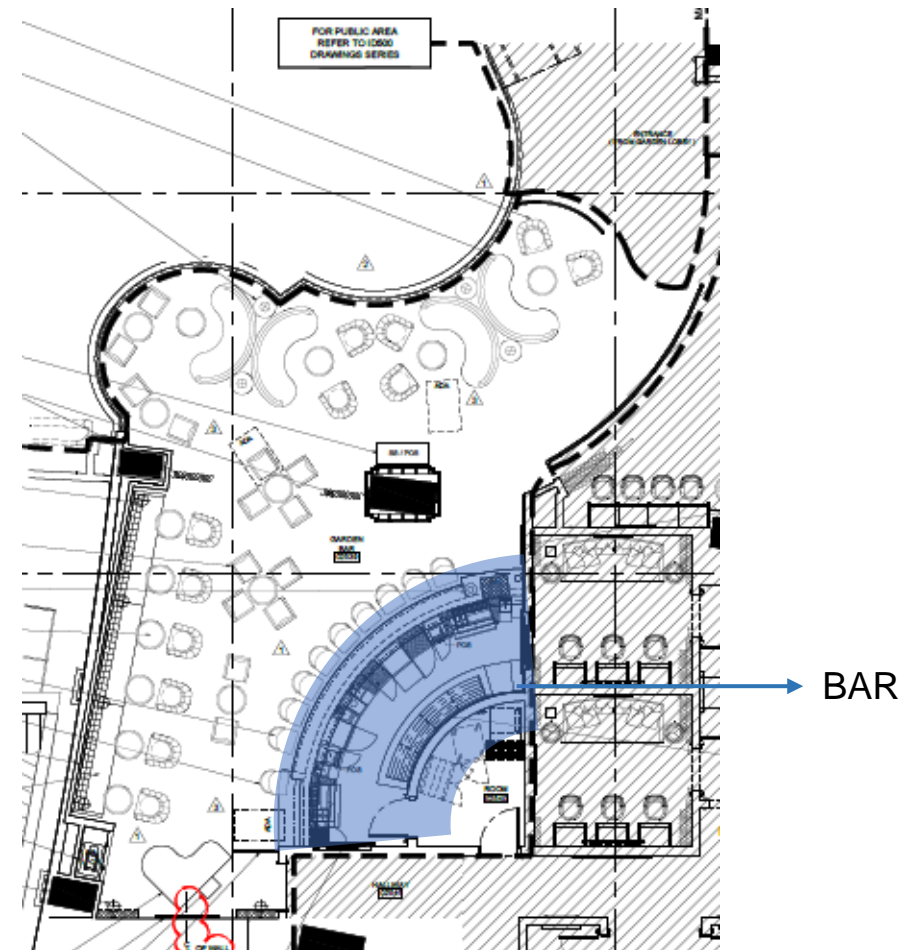
IN-ROOM DINING

- **BUSINESS CONCEPT:** Guest Room Dining.
- **DESCRIPTION:** Dining in the comfort and privacy of a guest room.
- **NORMAL HOURS OF OPERATION:** 24 hours daily. (Non-alcoholic beverage service only from 2:00 a.m. – 8:00 a.m.).
- **HOURS OF PERMITTED ALCOHOL SERVICE:** 8:00 a.m. - 2:00 a.m.
- **CAPACITY:** Not applicable.
- **ALCOHOL DISPENSING AREA:** Distributed by bartenders, served by servers to guests in their room.
- **BOTTLE SERVICE:** Yes – for hospitality events only..
- **STORAGE and SECURITY:** There is no guest facing bar in this venue. All liquor, beer and wine will be locked in back-of-house behind the service bar. Tap locks will be deployed for draft towers. The point-of-sale system automatically disables alcoholic beverage buttons at 2:00 a.m. This venue is 24 hours so employee presence is required at all times. All areas are under 24 hour daily camera surveillance.
- **MANAGER OF LICENSED AREA:** Ashley Wells (MGC Lic # RSER18-0383).



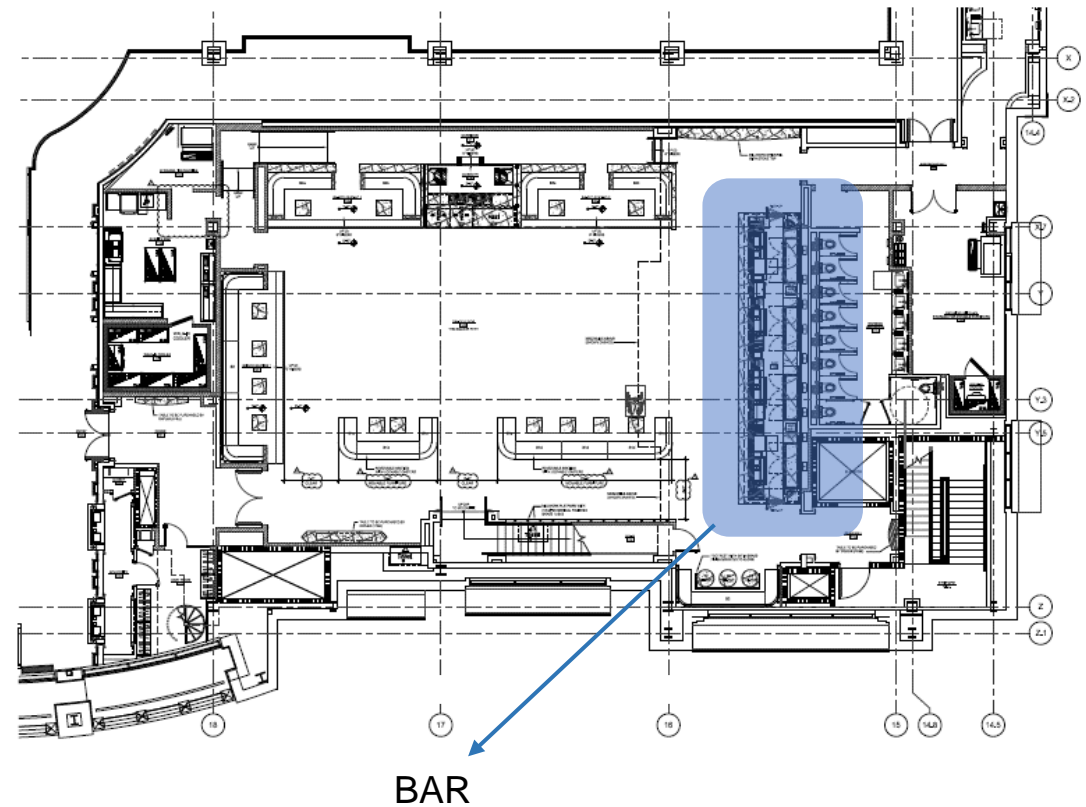
GARDEN LOUNGE

- **BUSINESS CONCEPT:** Upscale craft cocktail lounge.
- **DESCRIPTION:** Cocktail lounge on the mezzanine of Garden Lobby.
- **NORMAL HOURS OF OPERATION:** Sunday through Thursday 11:30 a.m. - 10:00 p.m.; Friday and Saturday 11:30 a.m. - 12:00 a.m.
- **HOURS OF PERMITTED ALCOHOL SERVICE:** 8:00 a.m. - 2:00 a.m.
- **CAPACITY:** Total (54); Bar Seats (11); Lounge (43).
- **ALCOHOL DISPENSING AREA:** Distributed at the bar by bartenders for guests sitting at the bar; and from the bar by servers to guests in the seating area.
- **BOTTLE SERVICE:** Yes.
- **STORAGE and SECURITY:** All liquor, beer and wine will be locked behind the bar. The only access to the bar is through back-of-house. There is no draft beer in this venue. This venue does not have a locked front door so will be stanchioned off when closed. A security officer will be stationed in the neighboring High Limit Slot Area, 24 hours daily. Another officer will be stationed at the neighboring Elevator Lobby, 24 hours daily. All areas are under 24 hour camera surveillance.
- **MANAGER OF LICENSED AREA:** Ashley Wells (MGC Lic # RSER18-0383).



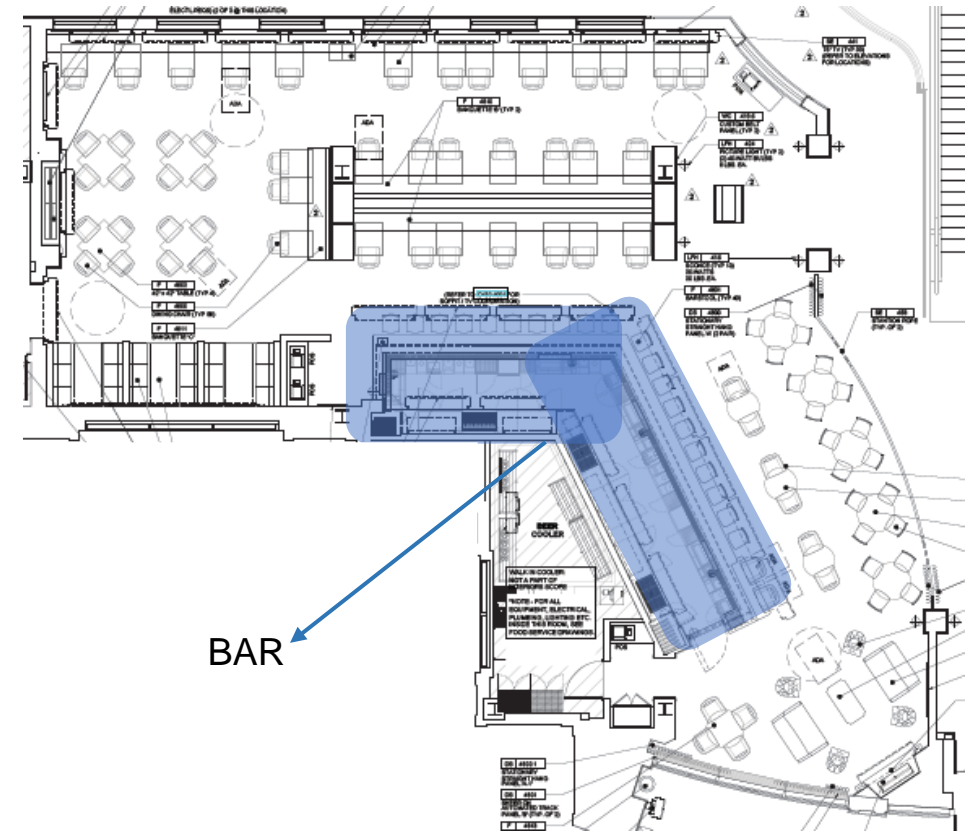
MEMOIRE – LEASED OUTLET

- **BUSINESS CONCEPT:** Ultra Lounge.
- **DESCRIPTION:** Elevated Boutique Night Club on the Upper East Mezzanine.
- **NORMAL HOURS OF OPERATION:** 10:00 p.m. - 2:00 a.m.
- **HOURS OF PERMITTED ALCOHOL SERVICE:** 8:00 a.m. - 2:00 a.m.
- **CAPACITY:** Total (600).
- **ALCOHOL DISPENSING AREA:** Distributed at the bar by bartenders for guests sitting at the bar; and distributed from the bar by servers to guests in the seating area.
- **BOTTLE SERVICE:** Yes.
- **STORAGE and SECURITY:** All liquor, beer and wine will be locked in the venue which has enclosed walls and a locked front door. Tap locks will be deployed for draft towers. All areas are under 24 hour camera surveillance.
- **MANAGER OF LICENSED AREA:** Daniel Roughan.

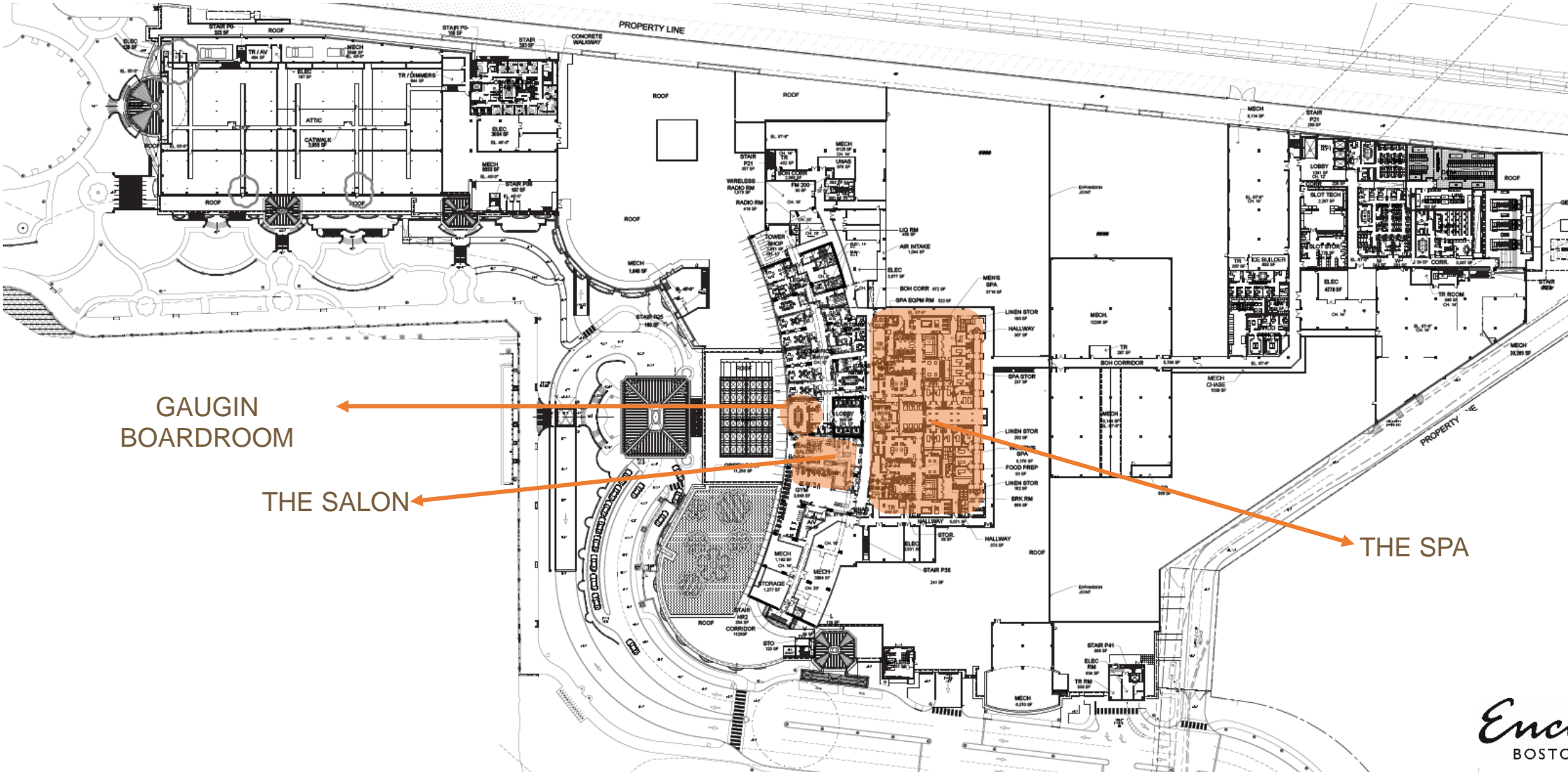


ON DECK BURGER BAR

- **BUSINESS CONCEPT:** American Sports Bar.
- **DESCRIPTION:** Casual Dining Restaurant on the Upper East Mezzanine.
- **NORMAL HOURS OF OPERATION:** All day menu Sunday through Thursday 11:30 a.m. - 10:00 p.m.; Friday and Saturday 11:30 a.m. - 3:00 a.m. (Non-alcoholic beverage service only from 2:00 a.m. – 3:00 a.m.).
- **HOURS OF PERMITTED ALCOHOL SERVICE:** 8:00 a.m. - 2:00 a.m.
- **CAPACITY:** Total (154); Bar Seats (22); Dining Area (110).
- **ALCOHOL DISPENSING AREA:** Distributed at the bar by bartenders for guests sitting at the bar; and from the bar by servers to guests in the dining room.
- **BOTTLE SERVICE:** Yes.
- **STORAGE and SECURITY:** All liquor, beer and wine will be locked behind the bar. The only access to the bar is through back-of-house. This venue does not have a locked front door so will be stanchioned off when closed. Tap locks will be deployed for draft towers. The point-of-sale system automatically disables alcoholic beverage buttons at 2:00 a.m. A security officer will be stationed in this areas 24 hours daily to oversee the casino smoking terrace. All areas are under 24 hour daily camera surveillance.
- **MANAGER OF LICENSED AREA:** Ashley Wells (MGC Lic # RSER18-0383)



THIRD LEVEL LICENSED AREAS



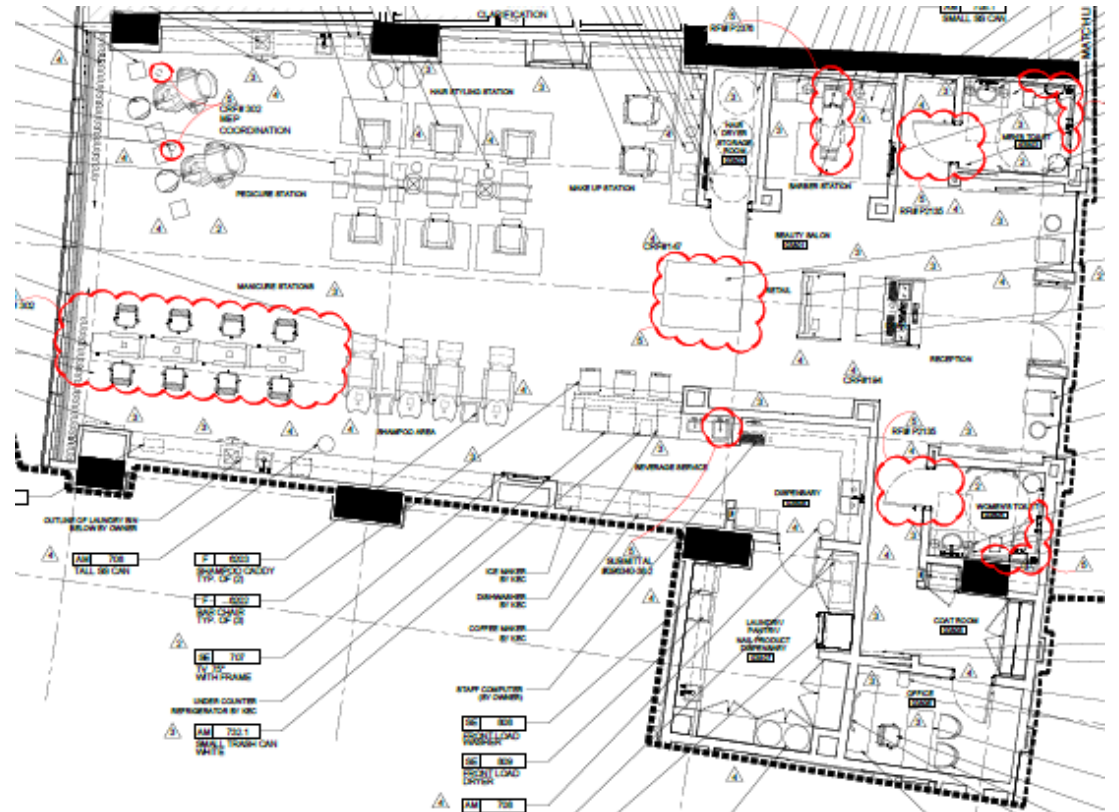
GAUGIN
BOARDROOM

THE SALON

THE SPA

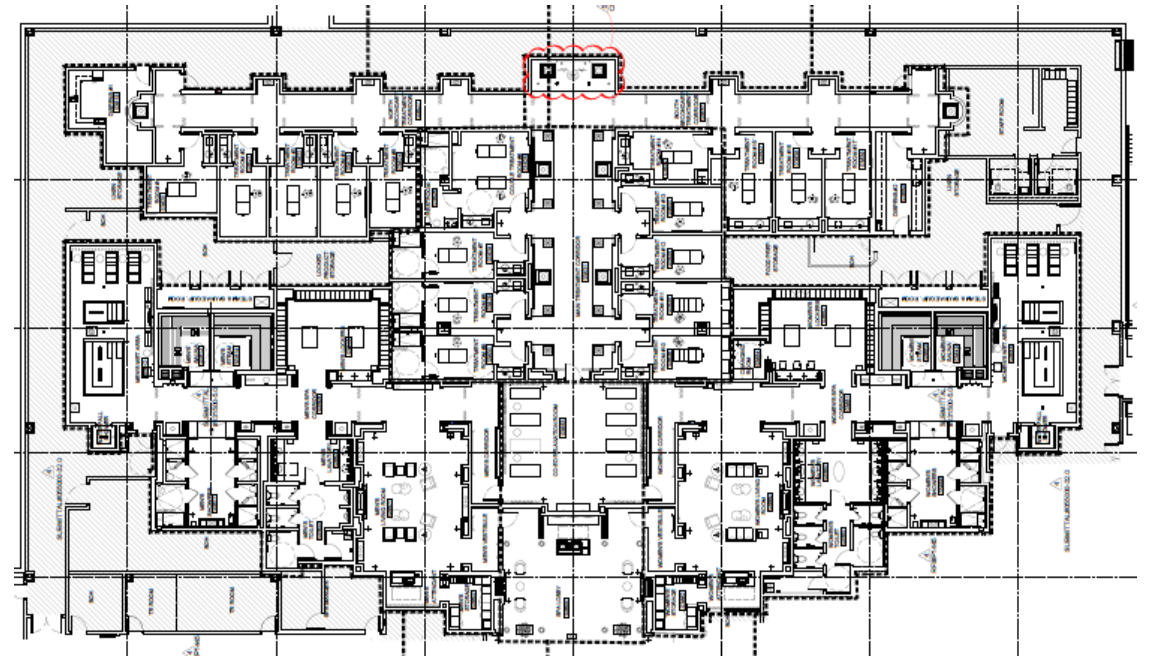
THE SALON

- **DESCRIPTION:** Elegant beauty salon.
- **NORMAL HOURS OF OPERATION:** Daily 8:00 a.m. -8:00 p.m.
- **HOURS OF PERMITTED ALCOHOL SERVICE:** 8:00 a.m. - 2:00 a.m.
- **CAPACITY:** Total (147).
- **ALCOHOL DISPENSING AREA:** Wine and champagne only distributed by supervisors and managers.
- **BOTTLE SERVICE:** Not applicable
- **STORAGE and SECURITY:** All wine and champagne will be locked in back-of-house storage. All areas are under 24 hour camera surveillance.
- **MANAGER OF LICENSED AREA:** Ashley Wells (MGC Lic # RSER18-0383)
- **JOINTLY RESPONSIBLE PERSON:** Virginia Lara (Director of Spa and Salon) MGC Lic # RSER18-0623)



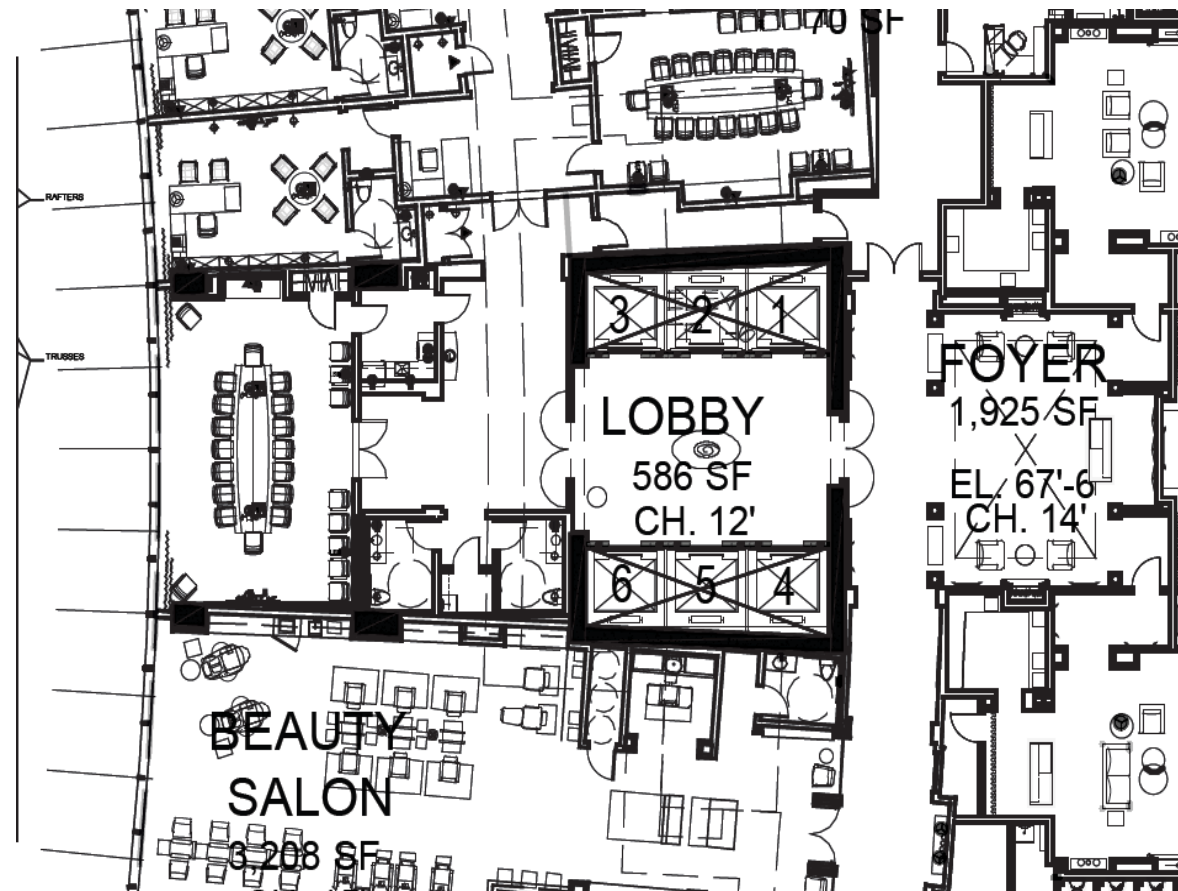
THE SPA

- **DESCRIPTION:** Resort Spa
- **NORMAL HOURS OF OPERATION:** Daily 8:00 a.m. -8:00 p.m.
- **HOURS OF PERMITTED ALCOHOL SERVICE:** 8:00 a.m. - 2:00 a.m.
- **CAPACITY:** Total (23).
- **ALCOHOL DISPENSING AREA:** Wine and champagne only distributed by supervisors and managers.
- **BOTTLE SERVICE:** Not applicable
- **STORAGE and SECURITY:** All wine and champagne will be locked in back-of-house storage. All areas are under 24 hour camera surveillance.
- **MANAGER OF LICENSED AREA:** Ashley Wells (MGC Lic # RSER18-0383).
- **JOINTLY RESPONSIBLE PERSON:** Virginia Lara (Director of Spa and Salon) MGC Lic # RSER18-0623).



GAUGIN BOARDROOM

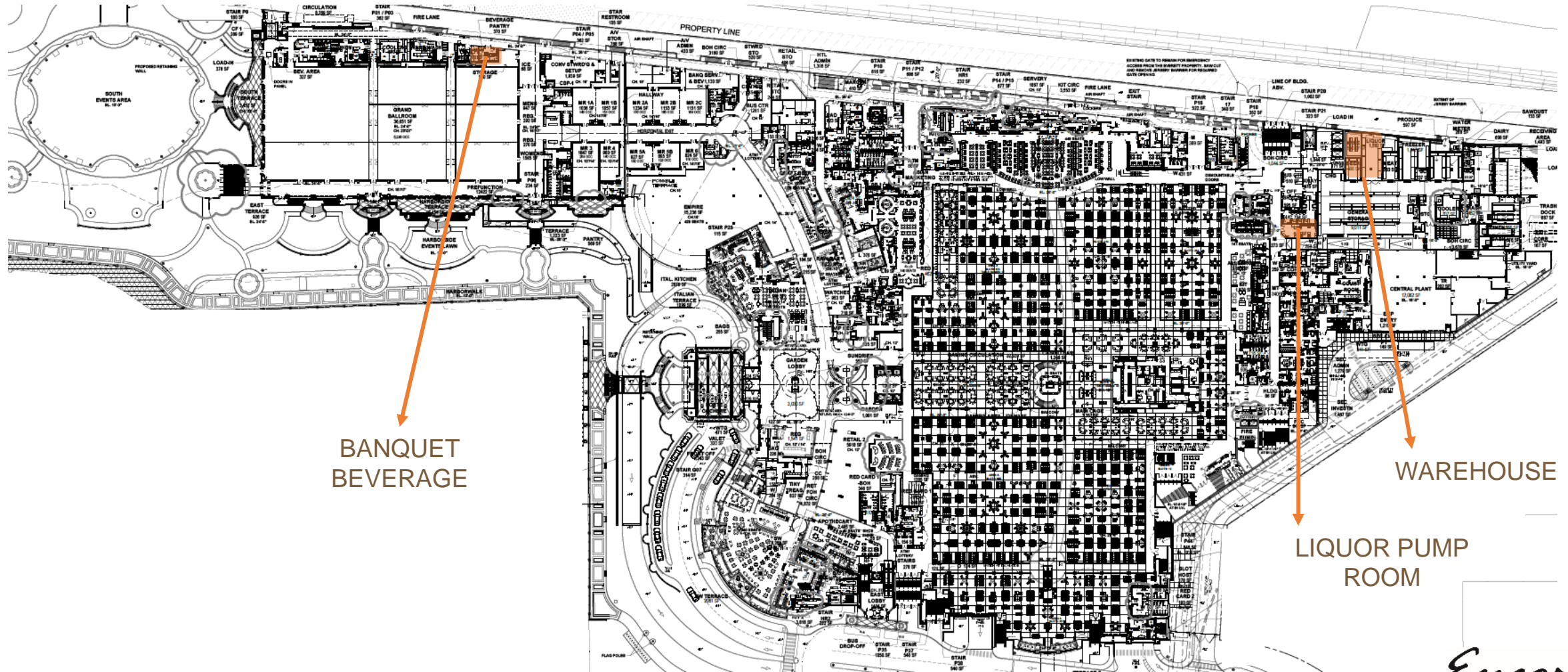
- **DESCRIPTION:** Meetings, Banquets and Convention Events.
- **NORMAL HOURS OF OPERATION:** 8:00 a.m. - 12:00 a.m. daily.
- **HOURS OF PERMITTED ALCOHOL SERVICE:** 8:00 a.m. - 2:00 a.m.
- **CAPACITY:** Total (26)
- **ALCOHOL DISPENSING AREA:** Distributed by bartenders, served by servers to guests in the dining room.
- **BOTTLE SERVICE:** Yes – Private Events Only.
- **STORAGE and SECURITY:** Service occurs only through portable bars which are never unattended. These bars are broken down at an events conclusion and all liquor, beer and wine are locked in back-of-house storage areas. All areas are under 24 hour camera surveillance.
- **MANAGER OF LICENSED AREA:** Ashley Wells (MGC Lic # RSER18-0383)



SECURE ALCOHOL PRODUCT STORAGE (1 of 2)

GROUND LEVEL

Locked and accessible with RFID key only. Under 24 hour camera surveillance



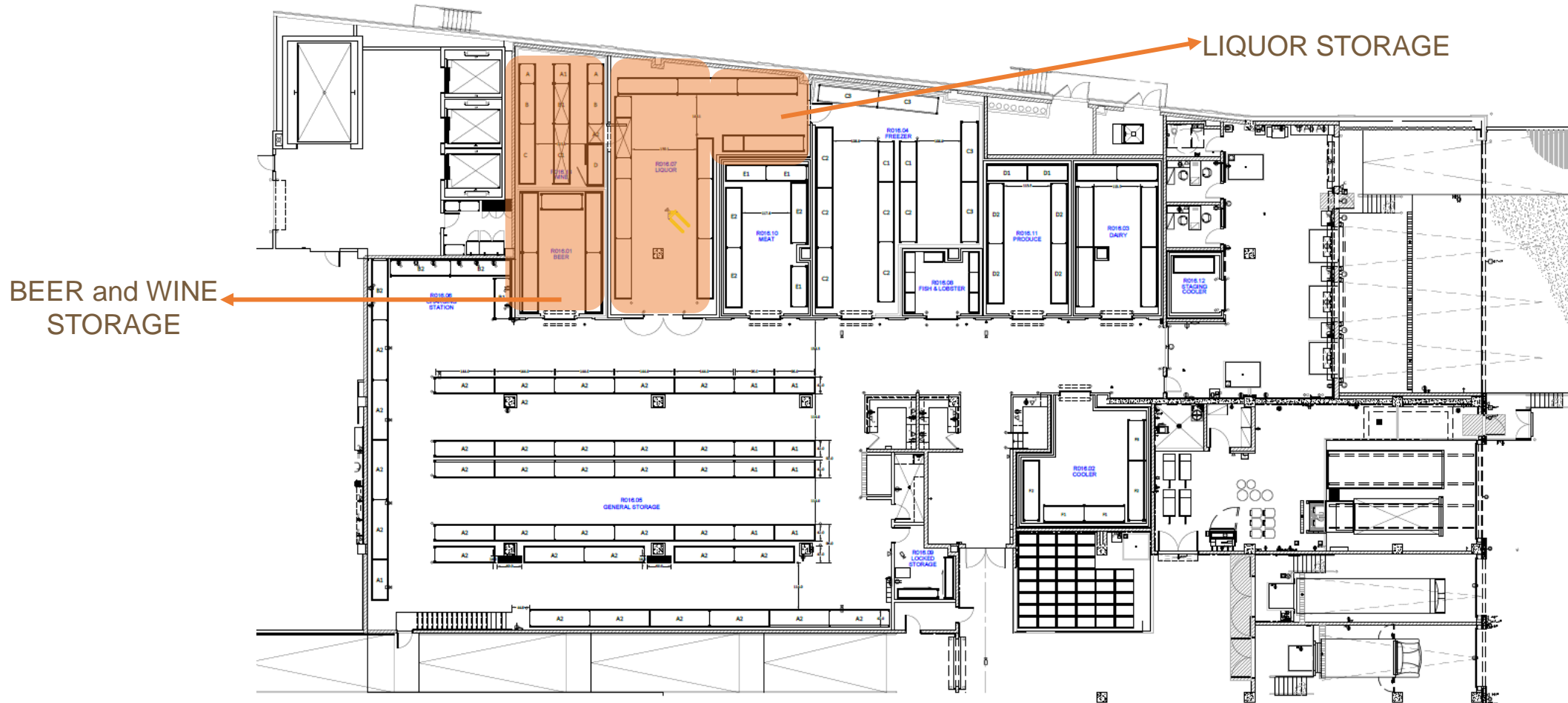
BANQUET
BEVERAGE

WAREHOUSE

LIQUOR PUMP
ROOM

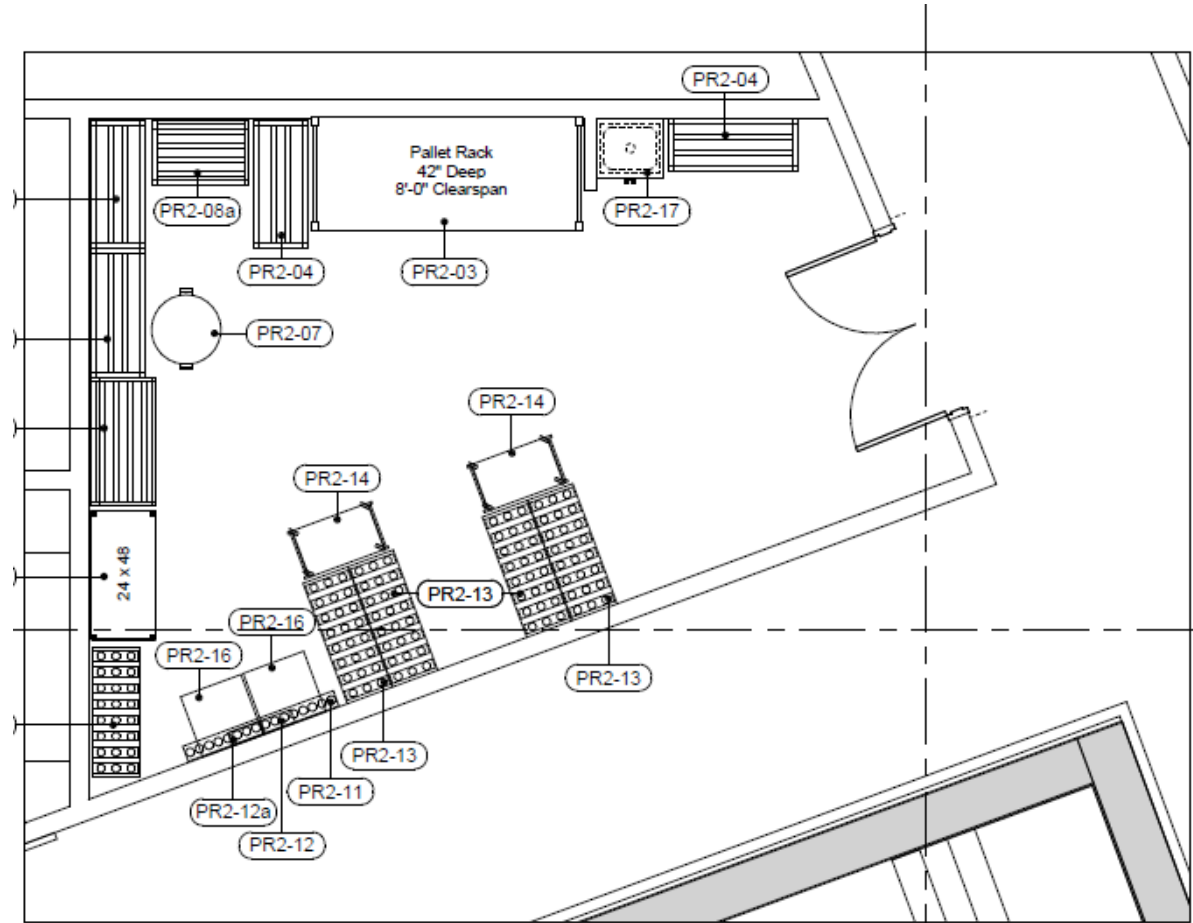
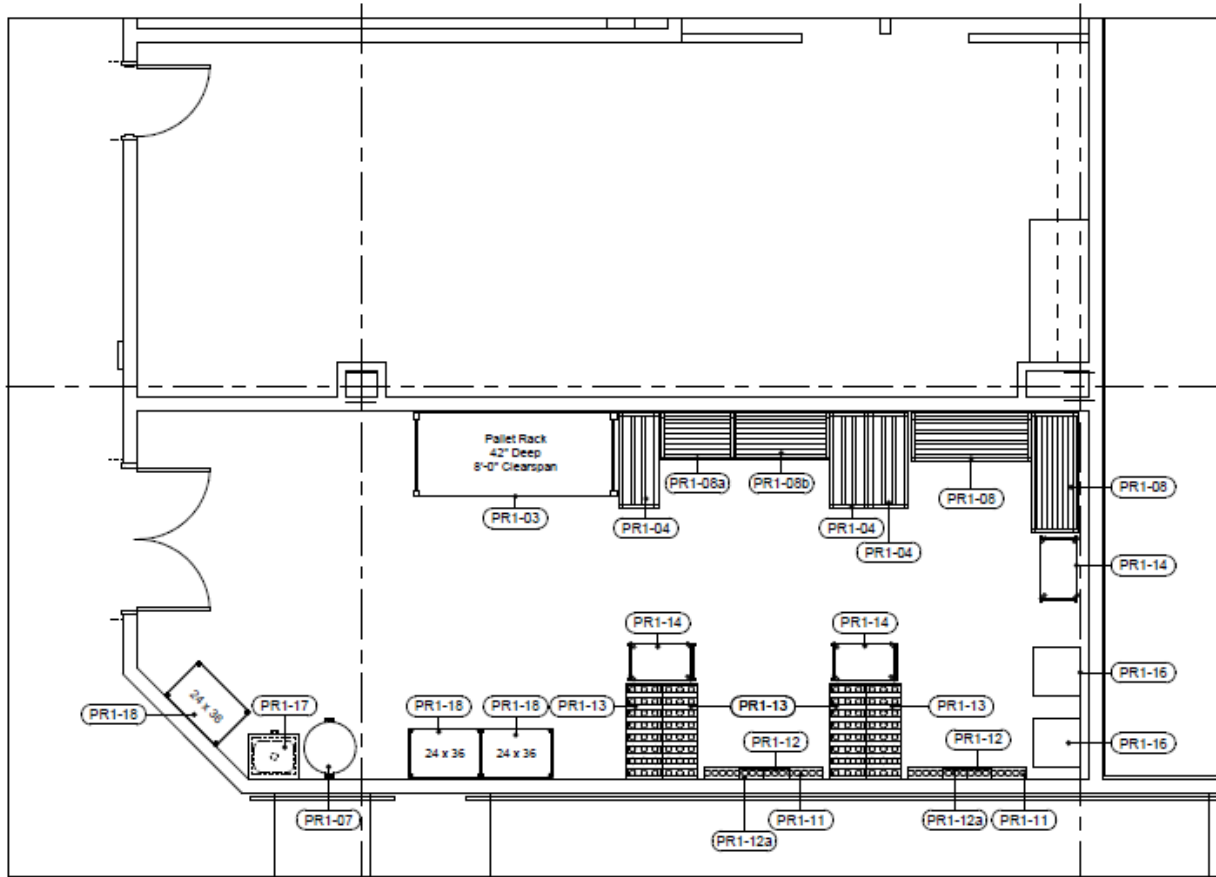
SECURE ALCOHOL PRODUCT WAREHOUSE

Locked and accessible with RFID key only. Under 24 hour camera surveillance



SECURE LIQUOR PUMP ROOMS

Locked and accessible with RFID key only. Under 24 hour camera surveillance

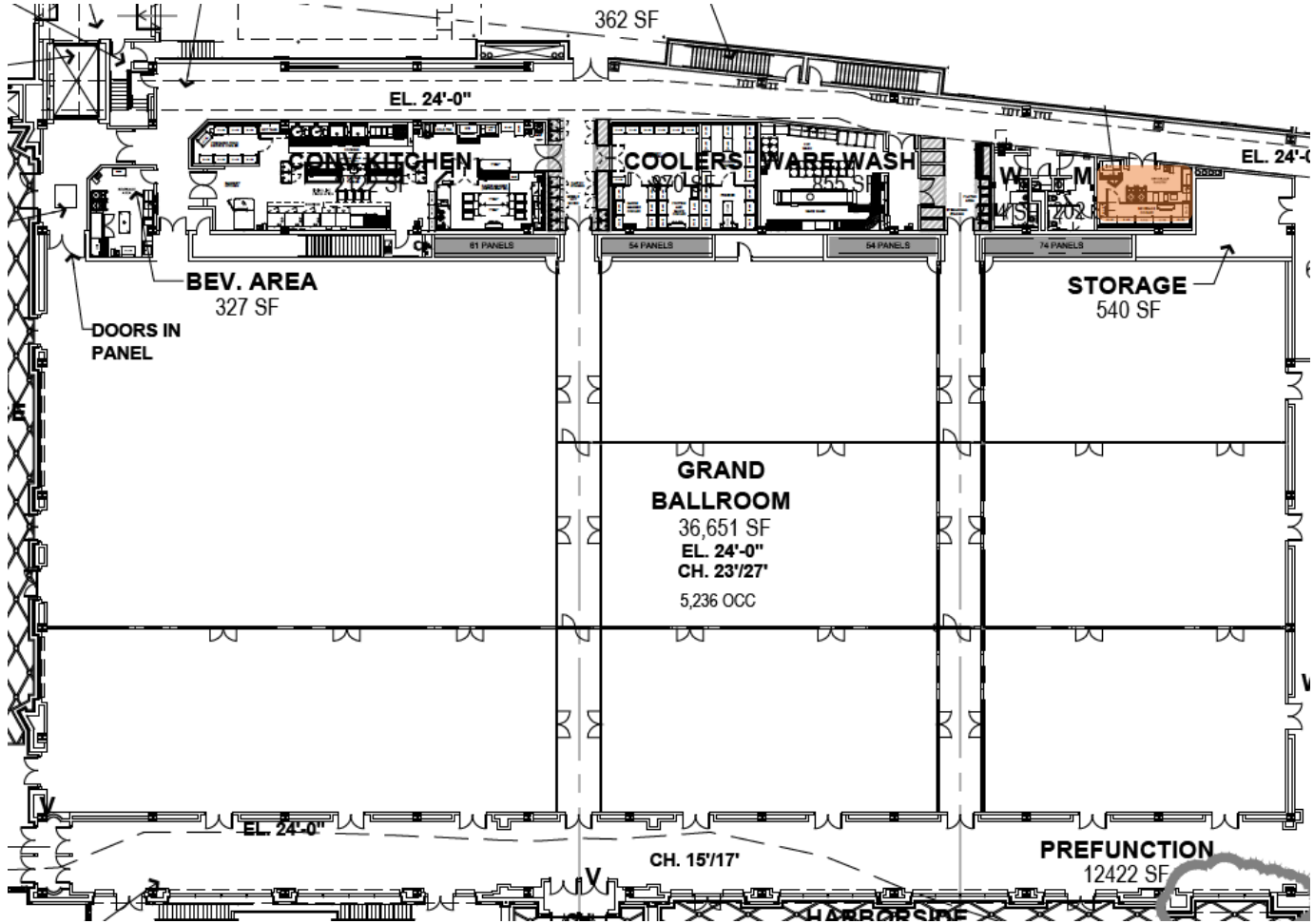


1 LEVEL 1 - PUMP ROOM
FS.1118 SCALE: 1/4" = 1'-0"

1 LEVEL 3 - PUMP ROOM
FS.1141 SCALE: 1/4" = 1'-0"

SECURE BANQUET PANTRY

Locked and accessible with RFID key only. Under 24 hour camera surveillance





Division of Licensing

To: Cathy Judd-Stein, Chair
Gayle Cameron, Commissioner
Eileen O'Brien, Commissioner
Bruce Stebbins, Commissioner
Enrique Zuniga, Commissioner

From: Bill Curtis, Licensing Manager
Bruce Band, Assistant IEB Director – Gaming Agents Division Chief

Date: May 2nd, 2019

Re: Gaming Beverage License Application Encore Boston Harbor

SUMMARY

The Division of Licensing along with the Investigations and Enforcement Bureau – Gaming Agents Division is presenting the attached application for a Gaming Beverage License from Encore Boston Harbor to the Commission for consideration and comment. The Division of Licensing and the Investigations and Enforcement Bureau – Gaming Agents Division is not forwarding this application to the Commission with a recommendation per 205 CMR 136.03(3), but rather, wanted to provide the Commission with ample opportunity to consider the application, given the unique nature of the 4:00 AM request.

BACKGROUND

Encore Boston Harbor is submitting an application for a Gaming Beverage License pursuant to 205 CMR 136. The application is substantially complete, and contains requests for 23 licensed outlets (15 on the ground floor, 5 on the second floor, and 3 on the third floor). Of the 23 licenses, 3 outlets will be leased (Mystique, Fratelli, and Memoire) and managed by a jointly responsible party. Generally, each of these areas contains a request for alcohol service between the hours of 8:00 AM and 2:00 AM. For the Gaming Floor however, Encore Boston Harbor has requested alcohol service between the hours of 8:00 AM and 4:00 AM, which is allowed under Section 116 of HB3800 – An Act making appropriations for fiscal year 2018, signed by Governor Baker in July of 2017. This section reads as follows:

SECTION 116. Notwithstanding any general or special law or regulation to the contrary, in issuing a gaming beverage license pursuant to section 26 of chapter 23K of the General Laws, the Massachusetts gaming commission shall describe the scope of the particular license and any restrictions and limitations, provided, however, that a gaming beverage license may permit the sale or distribution of alcoholic beverages beyond the hour of 2 a.m. only to patrons who are actively



Massachusetts Gaming Commission

engaged in gambling as defined in section 2 of said chapter 23K; and provided, further, that a gaming beverage license shall not permit the sale or distribution of alcoholic beverage between the hours of 4 a.m. and 8 a.m.

While the Commission may condition any part of the gaming beverage license if it determines that the application may in some way compromise the integrity of gaming and/or public health, welfare, or safety, please note that Section 116 itself conditions the sale or distribution of alcohol only to those patrons actively engaged in gambling.

Though substantially complete, Encore Boston Harbor will provide additional details regarding their general procedures relating to the 2:00 AM – 4:00 AM liquor service.

Additional information necessary to deem the application complete may also include information requested by the Commission as a result of the discussion at this (and subsequent) meetings.



Massachusetts Gaming Commission



GAMING BEVERAGE LICENSE APPLICATION FORM

REASON FOR FILING APPLICATION

NAME OF GAMING LICENSEE

ADDRESS OF GAMING ESTABLISHMENT

NAME OF CONTACT INDIVIDUAL FOR PURPOSES OF THE PROCESS

CONTACT INDIVIDUAL TELEPHONE NUMBER AND EMAIL ADDRESS

FEE

The fee for a gaming beverage license is **\$15,000**.

LICENSED AREAS

A licensed area is a specific, limited and defined space within a gaming establishment wherein the sale, distribution, or storage of alcoholic beverages to be drunk on the premises is permitted pursuant to a gaming beverage license. A licensed area application on page 2 must be submitted for each area of the gaming establishment that the gaming licensee desires to have designated as a licensed area.

A floor plan of the gaming establishment indicating the location of each licensed area identified below, and a diagram of each licensed area, must accompany the submission of this application. If alcoholic beverages will be stored outside of a licensed area, storage areas must be identified on the floor plan.

PROOF OF INSURANCE

Please attach proof of insurance to this application demonstrating 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 annual aggregate limit.

IMPORTANT INFORMATION

The Massachusetts Public Records Law (Law), <http://www.sec.state.ma.us/pre/preidx.htm> found in Chapter 66, Section 10 of the Massachusetts General Laws, applies to records made or received by a Massachusetts governmental entity. Unless the requested records fall under an exemption to the Law, the responsive documents must be made available to the requester. A list of exemptions may be found in Chapter 4, Section 7(26) of the Massachusetts General Laws.

LICENSED AREA APPLICATION

Please use a separate LICENSED AREA APPLICATION form for each licensed area and attach each sheet, along with a floor plan and licensed area diagrams to this application.

NAME OF LICENSED AREA (e.g. – function hall, XYZ Restaurant, gaming area, etc.)

DESCRIPTION OF LICENSED AREA

DESCRIPTION OF THE LICENSED AREA INCLUDING BUT NOT LIMITED TO: BUSINESS CONCEPT, DESCRIPTION OF AREA INCLUDING WHETHER THE AREA IS CLOSED OR OPEN SPACE, NUMBER AND LOCATION OF ALCOHOLIC BEVERAGE DISPENSING AREAS, AND PLACEMENT OF EXITS.

(NOTE: A FLOOR PLAN OF THE LICENSED AREA DEPICTING THESE INDIVIDUAL ELEMENTS SHALL BE ATTACHED).

NUMBER AND/OR COLOR OF AREA ON FLOOR PLAN:

HOURS OF OPERATION

CAPACITY OF LICENSE AREA

WILL YOU PROVIDE BOTTLE SERVICE? YES NO IF YES, PLEASE ELABORATE

ALCOHOL STORAGE

DESCRIBE THE MANNER IN WHICH ALCOHOLIC BEVERAGES WILL BE STORED AND SECURED WHEN LICENSED AREA IS NOT IN USE. (IF STORAGE AREA IS OUTSIDE OLF LICENSED AREA, THIS STORAGE AREA SHALL BE DEPICTED ON THE FLOOR PLAN).

[Empty box for describing alcohol storage manner]

NAME AND EMPLOYEE LICENSE/REGISTRATION NUMBER OF MANAGER OF LICENSED AREA

[Empty box for manager name and license number]

JOINTLY RESPONSIBLE PERSON

IDENTIFY THE JOINTLY RESPONSIBLE PERSON (IF ANY) FOR THE LICENSED AREA BY NAME, CONTACT INFORMATION, VENDOR LICENSE OR REGISTRATION NUMBER, AND ATTACH EVIDENCE THAT THE LICENSEE MAINTAINS AUTHORITY OVER THE JOINTLY RESPONSIBLE PERSON.

[Empty box for jointly responsible person details]

ATTESTATION

I _____, hereby affirm under the pains and penalties of perjury that the information contained in this application, including all attachments, is true and accurate to the best of my knowledge and understanding.

Jacqui Kim

Signature

Print Name

Title

Date