



MASSACHUSETTS GAMING COMMISSION  
PUBLIC MEETING #257

December 20, 2018  
10:00 a.m.

**MassMutual Center, Rooms 1 & 2**  
1277 Main Street  
Springfield, MA



Massachusetts Gaming Commission



**NOTICE OF MEETING and AGENDA  
December 20, 2018**

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, December 20, 2018  
10:00 a.m.  
MassMutual Center  
1277 Main Street, Rooms 1 and 2  
Springfield, MA**

**PUBLIC MEETING - #257**

1. Call to order
2. Approval of Minutes
  - a. December 6, 2018 – **VOTE**
3. Administrative Update – Ed Bedrosian, Executive Director
  - a. General Update
  - b. Region C Update
  - c. After Action Report Post-MGM Opening
  - d. MGM Opening 90 Day Review Items
  - e. Budget Update/Review – **VOTE**
4. Ombudsman – John Ziemba
  - a. MGM Quarterly Report
5. Research and Responsible Gaming – Mark Vander Linden, Director
  - a. GameSense – MGM Report
6. Legal Division – Catherine Blue, General Counsel
  - a. Encore Boston Harbor Non-Disclosure Agreement Request – **VOTE**
7. Workforce, Supplier and Diversity Development – Jill Griffin, Director
  - a. 2017 Casino Industry Diversity Impact Report
  - b. Workforce Pilot Mitigation Fund Grant Amendment Request – **VOTE**
  - c. Hospitality Sector Pipeline Workforce Grant Program - Update



Massachusetts Gaming Commission



8. Commissioner's Updates

a. 2018 Massachusetts Gaming Commission Annual Report – Commissioner Zuniga

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

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

12-17-18  
Date

  
Gayle Cameron, Commissioner

**Date Posted to Website:**

December 18, 2018 at 10:00 a.m.



Massachusetts Gaming Commission

# DRAFT



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## Massachusetts Gaming Commission Meeting Minutes

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**Date/Time:** December 6, 2018 – 10:00 a.m.

**Place:** Massachusetts Gaming Commission  
101 Federal Street, 12<sup>th</sup> Floor  
Boston, MA 02110

**Present:** Interim Chairwoman Gayle Cameron  
Commissioner Enrique Zuniga  
Commissioner Bruce Stebbins  
Commissioner Eileen O'Brien

**Time entries are linked to  
corresponding section in  
Commission meeting video.**



### Call to Order

See transcript page 1

[10:00 a.m.](#) Interim Chairwoman Cameron called to order public meeting #256 of the Massachusetts Gaming Commission. She noted for the record that due to technical difficulties, there is no closed-captioning today, but the meeting is being streamed.

### Approval of Minutes

See transcript page 1

[10:01 a.m.](#) *Commissioner Stebbins moved to approve the minutes from the November 8<sup>th</sup> Commission Meeting, subject to correction for typographical errors and other nonmaterial matters. Commissioner O'Brien seconded the motion. Commissioner Zuniga requested that on page four, the language of his opposition should read that it was in light of the fact that the application did not maximize the benefits to the Commonwealth. The motion was approved 4 – 0 with the aforementioned edit.*

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## **Administrative Update**

See transcript pages 1 – 3

10:01 a.m. Executive Director Ed Bedrosian provided the Commission with a summary update regarding the staff's daily activities. He reported that the gaming agents, Gaming Enforcement Unit, and licensing staff are continuing to regulate Plainridge Park Casino and MGM Springfield. Also, Director Bedrosian thanked the horse racing staff for another successful season, as it has just come to a close.

Staff is assisting Director Bedrosian with 90-Day Reports from MGM Springfield concerning crosswalk designation on its casino floor, as well as the matter of the plaza beverage license. Director Bedrosian stated that he anticipates presenting these reports at the December 20<sup>th</sup> Commission Meeting to be held in Springfield. He stated that he hopes to report on the MGM opening process at that meeting as well.

Director Bedrosian also noted that the Commission will be briefed in an executive session by the General Counsel and outside lawyers on the implications of recently filed injunction and temporary restraining order legislation and the impact of that on a process for getting to an adjudicatory hearing.

Interim Chairwoman Cameron made a statement acknowledging the complex circumstances around the Wynn investigation, related litigation, and the overall integrity of the process. She also reiterated the Commission's role as an adjudicatory body, and thanked the staff for their continued hard work, perseverance, and dedication.

## **Research and Responsible Gaming**

See transcript pages 4 – 18

### 10:12 a.m. **Social and Economic Impacts of Gambling in Massachusetts**

The Commission reviewed a PowerPoint presentation and report authored by researchers from the University of Massachusetts School of Public Health. The report was to the Massachusetts Gaming Commission and the Massachusetts Department of Public Health, and contains the findings regarding social/health and economic impacts of gambling in the state.

Dr. Rachel Volberg, Research Associate Professor in the School of Public Health and Health Sciences at the University of Massachusetts Amherst, presented to the Commission the team's findings and analyses from several studies they conducted.

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[11:07 a.m.](#) Commissioner Stebbins noted that as there is a wealth of information collected in these studies that will benefit policymakers and stakeholders. There is a lot of that information is generated locally around these facilities and proposed that some information could be shared back with local stakeholders to see how this information could benefit them. He also reiterated his interest in seeing new topics of research with the opening of the Class 1 casinos. Dr. Volberg then distributed fact sheets to the Commissioners that summarize their research findings and could be distributed to people at the community level.

## **Racing Division**

See transcript pages 18 – 25

### [11:22 a.m.](#) **2017 Annual Report**

Dr. Alexandra Lightbown thanked her team for their considerable time and effort that went into creating the 2017 Annual Report for the Racing Division. She also thanked the IT Department for working on installing new computers for the Racing Division this year.

The Commission reviewed the 5<sup>th</sup> Annual Report of the Division of Racing for the year ending on December 31, 2017. The report covered the Division of Racing's financials, to include a statement of the program's revenue and expenses, handle comparison, a financial variance report with regard to handles, and an analysis of purses paid in 2017. The report also included Suffolk Downs' financial report, Plainridge Park Casino's financial report, and the status of greyhound racing in 2017 with financial reports for each track.

There was a significant increase in revenue as well as distributions from the Racehorse Development Fund.

There will be a correction made to the expenditure numbers, as well as some other corrections. The report will then be re-submitted to the Commission.

## **Legal Division**

See Transcript Pages 25 – 28

### [11:49 p.m.](#) **Non-Disclosure Agreement (NDA) Template**

The Legal Division requested the Commission's approval of newly proposed language in the Non-Disclosure agreement template that would be used for licensees, moving forward.

Generally, in the NDA, the gaming licensee declares by way of application that it considers specific information and materials identified in their NDA application to contain a trade secret and/or that it would be detrimental to the gaming licensee if those materials were made public. The Commission can

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then agree to enter into an NDA to protect the information and materials from public disclosure.

Deputy General Counsel Todd Grossman summarized the proposed change by explaining that under the existing language, the Commission notifies the licensee that it has been contacted by a governmental agency seeking information that is subject to the coverage of the agreement, in order to afford the licensee an opportunity to seek a protective order or other means to stop the release of this information. With the new proposed language, that function would be made discretionary on the part of the Commission if it were determined that the integrity of a governmental investigation could be compromised by notifying the gaming licensee.

11:53 p.m. Commissioner O'Brien requested that the Commissioners be alerted to any instances of disclosure to a public entity. Interim Chairwoman Cameron suggested that Commissioner O'Brien provide guidance in the matter, or simply that notification is given to Commissioner O'Brien.

11:57 a.m. *Commissioner O'Brien moved that the Commission approve the Non-Disclosure Agreement Template as presented to the Commission subject to the caveat that was discussed in terms of notification to Commissioner O'Brien as the designated Commissioner, to the extent that the discretion is not exercised. Commissioner Zuniga seconded the motion.  
The motion was approved 4 – 0.*

11:58 a.m. **Adoption of Emergency Regulation 205 CMR 146: Gaming Equipment**  
The Commission reviewed a draft version of amendments throughout 205 CMR 146, as well as the Small Business Impact Statement for 205 CMR 146.00: Gaming Equipment. The proposed changes are administrative in nature, to make the language uniform with respect to the number of seats permitted at gaming tables. The Legal Division requested approval for emergency promulgation of this regulation.

12:00 a.m. *Commissioner Stebbins moved to approve the Small Business Impact Statement for the amendments to 205 CMR 146.00: Gaming Equipment, as included in the packet. Commissioner Zuniga seconded the motion.  
The Motion passed 4 – 0.*

*Commissioner Stebbins then moved to approve the amendments to 205 CMR 146.00 as included in the packet and authorize the staff to file the regulation on an emergency basis pursuant to G.L. chapter 23K § 5(b) and further to take the steps necessary to file the regulation with the Secretary of the Commonwealth and to proceed with the formal regulation promulgation process. Commissioner Zuniga seconded the motion.  
The Motion Passed 4 – 0.*



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## Ombudsman

See transcript pages 29 – 36

### 1:00 p.m. **2019 Community Mitigation Fund Application Guidelines**

Joseph Delaney, Construction Oversight Manager, requested that the Commission approve the Ombudsman's draft of the 2019 Community Mitigation Fund Application Guidelines.

In the proposal, the guidelines identified recommendations for 2019 target spending amounts, regional target spending allocations, the potential for accepting additional applications after the February 1 deadline, the continuation/modification of the prior year's priorities, and the proposed Transit Project(s) of Regional Significance.

12:11 p.m. Additionally, the issue of any flexibility to the statutory application deadline of February 1, 2019 was discussed. It was stated that without a legislative change, the Commission cannot have a rolling admission process. A remedy to this could be to set up a reserve fund that would have to be applied for by some entity that could reserve that money for potential emergency expenditures. Mr. Delaney asked that the Commission allow the staff to create some guidelines around this. The issue regarding communities creating emergency funds, and any potential for an emergency related to this fund was discussed.

It was determined that within the existing regulations and framework, the Commission can possibly move forward with allowing a host community, should an emergency arise, to request reimbursement through the Community Mitigation Fund and the Commission could review that through the Community Mitigation Fund in the normal course.

12:20 p.m. *Commissioner Stebbins moved that the Commission approve the 2019 Community Mitigation Fund guidelines as provided in the packet, subject to any grammatical changes or immaterial changes. Commissioner O'Brien seconded the motion.*  
*The Motion passed 4 – 0.*

## Commissioner's Updates

See transcript page 36

12:21 p.m. There are no updates to report.

## Executive Session

See transcript pages 36 – 37

12:29 p.m. Interim Chairwoman Cameron stated that the Commission will now go into an executive session pursuant to MGL Chapter 30(a), § 21(a)(3) for the purpose

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of discussing litigation strategy in the case of Stephen A. Wynn vs. Karen Wells, the Massachusetts Gaming Commission, and Wynn Resorts, when a discussion in an open session would have a detrimental effect on litigation position for the Commission. The Commission will not reconvene in open session at the end of the executive session.

12:30 p.m. *Commissioner Zuniga moved to go into executive session. Commissioner Stebbins seconded the motion. Roll call vote:  
Commissioner Stebbins: Yes.  
Commissioner Zuniga: Yes.  
Commissioner O'Brien: Yes.  
Chairwoman Cameron: Yes.*

*Chairwoman Cameron then stated that the Commission is now in executive session pursuant to the Open Meeting Law, and that all members of the public and any staff members not involved in this matter to be discussed must leave the room. Chairwoman Cameron also asked that all live audio and video recording and livestreaming be shut off and the doors to the room be closed.*

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

1. Notice of Meeting and Agenda, dated December 6, 2018
2. Draft Commission Meeting Minutes, dated November 8, 2018
3. Power Point Presentation – Social & Economic Impacts of Gambling in Massachusetts: 2018
4. SEIGMA Fact Sheets
5. Power Point Presentation - 2018 Socioeconomic Impacts of Expanded Gambling in Massachusetts: 2018
6. Annual Racing Report 2017
7. Draft Non-Disclosure Agreement Template
8. Small Business Impact Statement for 205 CMR 146.00: Gaming Equipment
9. Draft Regulation Amendments for 205 CMR 146.00: Gaming Equipment
10. Memo on Community Mitigation Fund Guidelines dated December 3, 2018
11. Draft 2019 Community Mitigation Fund Guidelines dated November 29, 2018
12. Comparison of October 2018 to November 2018 Guidelines dated November 29, 2018

/s/ Catherine Blue  
Assistant Secretary



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November 30, 2018

**VIA E-MAIL AND HAND DELIVERY**  
**mgccomments@state.ma.us**

Massachusetts Gaming Commission  
101 Federal Street, 12<sup>th</sup> Floor  
Boston, MA 02210

**Re: Region C: Response of Mass Gaming & Entertainment to Request for Public Comments**

Dear Commissioners:

We write on behalf of Mass Gaming & Entertainment (“MG&E”) in response to the Commission’s request for public comments regarding MG&E’s request for reconsideration of its application for the award of a Category 1 gaming license in Region C. As we have previously explained to the Commission’s Executive Director Ed Bedrosian and General Counsel Catherine Blue, we are concerned that the questions that the Commission is now asking appear designed to further delay the Region C re-opening process and to create unnecessary roadblocks with respect to reconsideration of MG&E’s proposal. See, e.g., our letter to Mr. Bedrosian and Ms. Blue, dated October 16, 2018, a copy of which is attached as Exhibit A. In this regard, we note that, when the state legislature debated and ultimately passed the Expanded Gaming Act in 2011, a significant factor for many legislators in their decision to vote in favor of the legislation was the fact that the southern border of Massachusetts was already exposed to two Connecticut casinos, which were taking substantial tax revenue out of the Commonwealth. Today, seven years later, matters have taken a turn for the worse. We have approved casinos in greater metropolitan Boston and Springfield and a slot parlor in Plainville, but nothing in southeastern Massachusetts. In the meanwhile, just months ago, a new Rhode Island casino opened in Tiverton, mere steps from the Fall River line. And Rhode Island is about to commence sports betting in its casinos, which will take even more tax dollars out of Massachusetts. Instead of providing protection for our southeastern border, these past seven years have seen erosion. We ask that you stem the tide, and take the long delay that has already plagued Region C into account in determining how and when to reopen the commercial application process in that Region.

We also ask that you take public sentiment into account. Over the course of the past eight weeks, we have spoken with several state legislators and other public officials, including Brockton Mayor Bill Carpenter, and we have been approached by a number of Brockton citizens, all of whom have voiced strong support for MG&E’s effort to have its casino license application reconsidered. Based on our discussions, we understand that numerous Brockton citizens, including union representatives, small business owners, teachers, and many others have either signed petitions or sent letters or emails



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directly to the Commission asking for the prompt reopening of the Region C process and reconsideration of MG&E's application. As far as we can tell, Brockton citizens and many Brockton elected and appointed officials have recognized the potential for MG&E's proposed resort casino to revitalize and rebrand their city, improve public safety, rebuild Brockton's schools, and provide thousands of well-paying permanent jobs to Brockton natives and others from southeastern Massachusetts. We hope the Commission will recognize this same potential, listen to the call of Brockton's citizens for prompt action, and reconsider MG&E's application without further delay.

We address each of your questions directly. As you will see, the answers make clear that there is no financial, equitable, or legal reason to further postpone the reconsideration of MG&E's Region C application:

- 1. What is the status of the gaming market in the Northeast and Mid-Atlantic? What are the existing gaming options? What plans exist to increase the number of gaming options, both in states that currently allow casino gaming and states where casino gaming does not currently exist? What revenues have been collected by states that have gaming over the last five (5) years and what are their projected future revenues?<sup>1</sup>**

The Innovation Group notes that, as a general rule, gaming revenue across the Northeast and Mid-Atlantic states was strong in 2017, and has only gotten stronger in 2018 with the introduction of new casinos across both regions, and legal sports betting in New Jersey and Delaware. See 11/18 IG Report (Ex. C) at 1-8, 10-12. The following tables, which were prepared by the Innovation Group, depict, state-by-state, all existing gaming options, in the Northeast and Mid-Atlantic states:

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<sup>1</sup> Our answers to significant components of Questions 1-4 & 11 were included in a report by the Innovation Group, dated September 2018, which we provided to General Counsel Catherine Blue and Executive Director Ed Bedrosian on September 16, 2018 ("9/18 IG Report"). A copy of the 9/18 IG Report is attached as Exhibit B to this letter for the Commission's convenience. After the Commission requested public comments regarding Region C, MG&E requested that the Innovation Group refresh its prior report, and very specifically and comprehensively address Questions 1-4 & 11. The new report, dated November 30, 2018, which the Innovation Group prepared, is attached as Exhibit C, and incorporated herein ("11/18 IG Report"). The answers in this letter to Questions 1-4 & 11 are summaries of the more complete answers provided in the 11/18 IG Report.



**Northeast Casinos by State**

	City	Machines	Tables	Positions
<b>Connecticut</b>				
Mohegan Sun	Montville	5,613	350	7,713
Foxwoods	Ledyard	4,145	428	6,713
<b>Maine</b>				
Hollywood Bangor	Bangor	921	16	1,017
Oxford Casino	Oxford	811	22	943
<b>Massachusetts</b>				
Plainridge	Plainville	1,250	0	1,500
MGM Springfield	Springfield	2,550	120	3,270
<b>New York*</b>				
Saratoga Springs	Saratoga Springs	1,782	0	1,782
Monticello Raceway	Monticello	1,110	0	1,110
Empire City at Yonkers	Yonkers	5,349	0	5,349
Jake's 58	Islandia	1,000	0	1,000
Rivers Casino & Resort	Schenectady	1,150	82	1,642
Resorts World Aqueduct	Jamaica	5,005	0	5,005
Resorts World Catskills	Monticello	2,153	125	2,903
<b>Rhode Island</b>				
Twin River Casino	Lincoln	4,220	80	4,700
Tiverton Casino Hotel	Tiverton	1,000	37	1,222
<b>Regional Total</b>		<b>38,059</b>	<b>1,260</b>	<b>45,869</b>

Sources: State Lotteries and Gaming Commissions; The Innovation Group.

\* Per the Innovation Group, only casinos in the eastern part of New York are included in this chart because those in the western part of New York are not considered relevant to the Massachusetts/New England market.



### Mid-Atlantic Casinos by State

	City	Machines	Tables	Positions
<b>Delaware</b>				
Delaware Park	Wilmington	2,250	39	2,484
Dover Downs Hotel and Casino	Dover	2,177	40	2,417
Harrington Raceway and Casino	Harrington	1,787	31	1,973
<b>Maryland</b>				
Hollywood Casino Perryville	Perryville	822	22	954
Horseshoe Casino	Baltimore	2,200	168	3,208
Live! Casino & Hotel	Hanover	3,997	198	5,185
MGM National Harbor	Oxon Hill	2,961	180	4,041
Ocean Downs	Berlin	888	0	888
Rocky Gap Casino Resort	Flintstone	665	17	767
<b>New Jersey</b>				
Bally's Atlantic City	Atlantic City	1,776	164	2,760
Borgata	Atlantic City	1,994	268	3,602
Caesars Atlantic City	Atlantic City	1,889	132	2,681
Golden Nugget Atlantic City	Atlantic City	1,454	99	2,048
Hard Rock Atlantic City	Atlantic City	2,063	152	2,975
Harrah's Resort Atlantic City	Atlantic City	2,109	133	2,907
Oceans Resort	Atlantic City	1,937	107	2,579
Resorts Casino Hotel	Atlantic City	1,475	68	1,883
Tropicana Atlantic City	Atlantic City	2,476	130	3,256
<b>Pennsylvania*</b>				
Harrah's Philadelphia	Chester	2,450	118	3,158
Hollywood Casino at Penn National Race Course	Grantville	2,170	75	2,620
Mohegan Sun Pocono	Wilkes-Barre	2,325	89	2,859
Mount Airy Casino Resort	Mt. Pocono	1,863	81	2,349
Parx Casino and Racing	Bensalem	3,331	190	4,471
Sands Casino Resort Bethlehem	Bethlehem	3,073	252	4,585
SugarHouse Casino	Philadelphia	1,809	141	2,655
Valley Forge Casino Resort	King of Prussia	600	50	900
<b>West Virginia**</b>				
Hollywood Casino at Charles Town Races	Ranson	2,284	90	2,824
<b>Regional Total</b>		<b>54,825</b>	<b>3,034</b>	<b>73,029</b>

Source: State Lotteries and Gaming Commissions; The Innovation Group. \* Per the Innovation Group, this chart only includes casinos in the eastern part of Pennsylvania, as those in the west are not considered relevant to the Massachusetts/New England market.

\*\* Per the Innovation Group, the only West Virginia casino deemed potentially relevant, and thus included in the chart, is Charles Town. The Innovation Group has not included the casino in Greenbrier because of its far southern location and lack of relevance to the gaming market in Massachusetts.

In addition to the above-listed casinos, there are at least six additional casinos that are currently planned or under development that could open within the next two years:

**Proposed Northeast Casino Locations by State**

Name	Location	Proposed Positions	Note
<b>Connecticut</b>			
-	East Windsor*	2,000 Slot Machines 60 Tables	Unprecedented joint venture between tribes operating Mohegan Sun and Foxwoods. Facing legal challenge; undetermined at this time if it will proceed.
<b>Massachusetts</b>			
Encore Boston Harbor	Everett*	4,250 Total Gaming Positions	Reported over \$2 Billion property. License currently under review. Scheduled opening June 2019.
<b>Pennsylvania</b>			
Category 4 Casinos	-	300-750 Slot Machines up to 30 Table Games	Three casinos on the eastern side of the state: York, Shippensburg, and Morgantown.
<b>New York</b>			
-	Medford	1,000 VLT Machines	Previous Medford OTB site. OTB would consider building a casino in Medford with up to 1,000 machines if state allows Suffolk County to expand to 2,000 terminals.

**Source: The Innovation Group.**

\* Of the casinos currently under consideration, only East Windsor and Everett are regarded as relevant to the Massachusetts market.

The following Innovation Group chart shows, state-by-state within the Northeast and Mid-Atlantic regions, tax revenue collected every year since 2013. The overall region has experienced annual tax revenue growth of 2.6% over the past five years, although Connecticut, Delaware, Rhode Island, and West Virginia have been impacted by new casinos in adjacent states.

State	FY-2013/14	FY-2014/15	FY-2015/16	FY-2016/17	FY-2017/18	CAGR
Maine	\$50.8	\$51.7	\$53.1	\$54.0	\$56.0	1.9%
Massachusetts	-	-	\$61.5	\$62.7	\$67.6	3.2%
Rhode Island	\$326.4	\$333.5	\$320.1	\$318.3	\$318.6	-0.5%
Connecticut	\$279.9	\$268.0	\$265.9	\$270.7	\$272.2	-0.6%
New York	\$871.7	\$866.9	\$906.0	\$928.3	\$993.2	2.6%
Pennsylvania	\$879.4	\$890.7	\$915.0	\$915.5	\$926.0	1.0%
New Jersey	\$208.1	\$196.8	\$201.0	\$210.5	\$211.5	0.3%
Delaware	\$157.5	\$155.0	\$156.8	\$153.6	\$157.1	-0.1%
West Virginia*	\$426.1	\$371.6	\$349.5	\$335.5	\$321.6	-6.8%
Maryland	\$272.2	\$310.0	\$385.7	\$441.4	\$526.1	14.1%
<b>Total</b>	<b>\$3,472.1</b>	<b>\$3,444.2</b>	<b>\$3,614.6</b>	<b>\$3,690.5</b>	<b>\$3,849.9</b>	<b>2.6%</b>

Source: State Lotteries and Gaming Commissions; The Innovation Group.

Note: Excludes horse industry payments. FY=July-June except NY April-March.

\*WV tax revenues are estimates using reported effective tax rates for table games (35%) and VLTs (53.5%)

The following Innovation Group chart shows, state-by-state within the Northeast and Mid-Atlantic regions, gaming revenue since 2013 as well as high-level projected revenues for 2018 and for the next three years: With recent casino additions in Maryland, New York, New Jersey and Massachusetts, some of the states in the Northeast and Mid-Atlantic regions have felt a negative impact while others have grown. As shown below, the inclusion of the proposed Boston casino potentially bolsters the revenues in Massachusetts while reducing the revenues in surrounding states like Connecticut and Rhode Island. Overall, the total gaming market in these regions can be expected to continue growing with the inclusion of additional gaming properties. We are not yet near the point of saturation.

**State by State Gaming Revenue (\$MMs)**

	CT	DE	MA	MD	ME	NJ	NY*	PA*	RI	WV**	Total
2013	\$1,144.9	\$432.1	-	\$749.0	\$126.3	\$2,863.6	\$1,567.5	\$2,339.2	\$558.1	\$456.5	\$9,780.5
2014	\$1,067.5	\$403.7	-	\$931.1	\$127.3	\$2,619.3	\$1,563.4	\$2,313.1	\$611.1	\$391.9	\$9,636.3
2015	\$1,044.5	\$404.6	-	\$1,098.4	\$129.8	\$2,414.2	\$1,609.8	\$2,407.9	\$615.8	\$396.2	\$9,725.0
2016	\$1,053.5	\$398.7	\$155.0	\$1,203.3	\$133.1	\$2,405.9	\$1,644.5	\$2,462.0	\$619.1	\$368.6	\$10,075.2
2017	\$1,075.0	\$409.3	\$164.8	\$1,615.0	\$136.7	\$2,413.4	\$1,738.4	\$2,480.1	\$624.9	\$339.4	\$10,657.5
<i>CAGR</i>	<i>-1.6%</i>	<i>-1.3%</i>	<i>6.3%</i>	<i>21.2%</i>	<i>2.0%</i>	<i>-4.2%</i>	<i>2.6%</i>	<i>1.5%</i>	<i>2.9%</i>	<i>-7.1%</i>	<i>2.2%</i>
2018	\$1,010.5	\$403.9	\$280.1	\$1,655.3	\$138.1	\$2,715.1	\$1,764.5	\$2,517.3	\$649.8	\$337.7	\$11,134.7
2019	\$909.4	\$410.0	\$896.4	\$1,696.7	\$135.3	\$2,783.0	\$1,790.9	\$2,555.1	\$617.4	\$341.1	\$11,794.3
2020	\$864.0	\$416.2	\$1,075.7	\$1,739.1	\$138.0	\$2,852.5	\$1,817.8	\$2,593.4	\$586.5	\$344.5	\$12,083.3
2021	\$881.2	\$422.4	\$1,280.1	\$1,782.6	\$140.8	\$2,923.8	\$1,845.1	\$2,632.3	\$595.3	\$347.9	\$12,525.2

Source: State Lotteries and Gaming Commissions; The Innovation Group.

\*New York and Pennsylvania statistics only include the revenues from the Eastern part of the two states.

\*\*West Virginia statistics only include the revenues from the Charlestown Races casino.

**2. What is the expected demand for gaming and the value of the overall gaming market in Massachusetts?**

As empirically illustrated by the track-record to date of the Plainville slots parlor, and the early success of MGM's casino in Springfield, there is high demand for gaming in Massachusetts. As shown in the following chart, the Innovation Group estimates that over the next five years gaming revenues in Massachusetts, exclusive of additional revenues that would be derived if sports betting is legalized within the state, would reach \$1.31 billion by 2022 without a Region C casino. As the chart also indicates, if MG&E's proposed Brockton resort casino were to open in 2021 (which is when it would be expected to open if MG&E's application was reconsidered and approved in 2019), other Massachusetts casinos would experience a decline in total revenues, but the Massachusetts casinos in the aggregate would achieve a significant increase. It is estimated that during the first full year of operation of an MG&E casino in Brockton (2022), aggregate Massachusetts gaming revenue would increase by \$270 MM.

Est. Total Gaming Revenue in MA. as of 2022		
	Without Region C	With Region C
Plainridge	\$122,616,795	\$94,581,694
Springfield	\$379,650,509	\$372,380,374
Everett	\$807,886,414	\$711,695,058
Brockton		\$403,843,949
<b>Massachusetts Total</b>	<b>\$1,310,153,718</b>	<b>\$1,582,501,074</b>

Source: The Innovation Group.

With the addition of MG&E's proposed Brockton casino, the Innovation Group estimates that Massachusetts tax revenues derived from gaming (again exclusive of additional tax revenues that would be derived from legalized sports betting) would be about \$410MM by 2022, with an incremental increase in tax revenue of almost \$64MM derived from the proposed MG&E casino in Brockton:

Est. MA. Gaming Tax Revenue as of 2022		
	Without Region C	With Region C
Plainridge	\$49,046,718	\$37,832,678
Springfield	\$94,912,627	\$93,095,093
Everett	\$201,971,603	\$177,923,764
Brockton		\$100,960,987
<b>Total</b>	<b>\$345,930,949</b>	<b>\$409,812,523</b>
<i>Incremental</i>		<b>\$63,881,574*</b>

Source: The Innovation Group.

\* In addition to this incremental tax revenue benefit, the state would also receive an additional \$1,260,000 in license fees in 2022 if the proposed Brockton casino opens in 2021.

**3. Should the Commission review the status of online gaming, sports betting and daily fantasy sports and their potential impact on casino gaming?**

In our view, the Commission need not review the status and potential impact of online gaming, sports betting, and/or DFS before making a decision to reconsider MG&E's casino application. From our vantage point, the only reason the Commission would want or need to review the status and potential impact of online gaming, sports betting and DFS would be to assess whether or not those forms of gaming could or would detrimentally affect the prospect for success of a brick and mortar casino in Region C. But MG&E has already made this assessment, and is prepared to spend more than \$700 million based on its confidence that there will be *no* adverse impacts.



Moreover, existing empirical evidence suggests that, if anything, the rise of online gaming, sports betting, and DFS will drive traffic to casinos, introduce a younger demographic to casinos, and ultimately increase traditional casino revenues:

- Online Gaming:** In the Northeast, online gaming is currently legal in New Jersey, Pennsylvania, and Delaware, but only up and running in New Jersey and Delaware. As discussed in the attached 11/18 IG Report, it is not possible to definitively isolate the impact to date of online gaming in these two states, since the implementation of online gaming coincided with new casino development in neighboring Pennsylvania and Maryland. That said, industry analysts generally believe that online gaming has helped New Jersey become more competitive in the face of growing regional casino expansion, and that online gaming has already helped and will continue to help increase revenues in Delaware’s casinos. As the following chart shows, the recent brick and mortar casino revenue trend in both Delaware and New Jersey is on the rise, which shows, at a minimum, that online gaming has not negatively impacted casino revenue growth in either state:

Brick and Mortar and Online Gaming Revenues in Delaware and New Jersey

Year	Delaware				New Jersey			
	Online	B&M Locations	Total State Revenue	% Growth	Online	B&M Locations	Total State Revenue	% Growth
2011		\$547,872,433	\$547,872,433			\$3,298,860,680	\$3,298,860,680	
2012		\$520,548,891	\$520,548,891	-4.99%		\$3,051,874,667	\$3,051,874,667	-7.5%
2013*	\$251,397	\$432,058,442	\$432,309,839	-17.00%	\$8,371,486	\$2,863,568,572	\$2,871,940,058	-6.2%
2014	\$2,098,532	\$403,695,364	\$405,793,896	-6.56%	\$123,096,896	\$2,619,250,907	\$2,742,347,803	-8.5%
2015	\$1,798,931	\$404,581,100	\$406,380,031	0.22%	\$149,029,795	\$2,414,335,959	\$2,563,365,754	-7.8%
2016	\$2,906,886	\$398,657,403	\$401,564,289	-1.5%	\$196,858,746	\$2,405,323,367	\$2,602,182,113	-0.4%
2017	\$2,391,942	\$409,264,911	\$411,656,853	2.7%	\$246,018,441	\$2,413,221,069	\$2,659,239,510	0.3%

Source: State Gaming Commissions, The Innovation Group.

\*2013 marked the first year of legalized online gaming in Delaware and New Jersey.

- Sports Betting:** This past year, in the immediate wake of the Supreme Court’s decision in *Murphy v. NCAA, et al.*, 138 S. Ct. 1461 (2018), New Jersey, Mississippi, and West Virginia implemented laws legalizing sports betting, and Delaware expanded an existing law that had previously allowed for very limited sports gambling. As illustrated in the table below, sports betting, which has only been in place for a portion of the year,<sup>2</sup> has increased overall casino

<sup>2</sup> Legal sports betting first went live in New Jersey and Mississippi in August 2018, and in West Virginia in September 2018. Expanded sports betting was introduced in Delaware in June 2018.

revenues in all four of these states. In Mississippi and New Jersey, casino revenues exclusive of sport betting have increased, with New Jersey experiencing the highest year-over-year gaming revenue growth of any state in the country,<sup>3</sup> and Mississippi experiencing the third highest rate of growth.<sup>4</sup> Experts generally agree that sports betting has helped to drive these numbers by attracting more individuals to the New Jersey and Mississippi casinos than would have gambled otherwise. In West Virginia, while casino revenues, exclusive of sports betting revenues, have declined slightly year-over-year, that decline is largely attributable to increased competition resulting from the opening of new casinos in New Jersey, Maryland, and Ohio, and likely would have been far greater but for the introduction of sports betting, given the positive effect it has had on other gaming revenue. See 11/18 IG Report at 12. As for Delaware, the slots' revenues for September 2018 was about the same as September 2017, though slightly down when one takes into account the manner in which Delaware calculates months (counting the last Sunday of the calendar month as the end of its "reporting" month) and the fact that, per Delaware's method of calculation, September 2017 had 28 days in contrast to September 2018 which had 35 days. It is premature to assess whether Delaware's total GGR, September v. September has changed, let alone if any such change is due to the introduction of sports betting, as Delaware has not yet reported its table revenues for September 2018.

**September 2018 v. September 2017 GGR (\$MMs) Change  
In States that Introduced Sport Betting in 2018**

State	Sept-17 GGR	Sept-18 GGR	Year-over-Year Change	SB Rev	Total GGR+ SB Rev	Year-over-Year Change
Delaware*			-0.06%	\$3.2	n/a	
Mississippi	\$168.2	\$177.3	5.42%	\$5.5	\$182.8	8.70%
New Jersey	\$215.2	\$231.5	7.58%	\$16.7	\$248.2	15.36%
West Virginia	\$59.4	\$58.3	-1.83%	\$1.8	\$60.1	1.26%
<b>Total USA**</b>	<b>\$3,348.1</b>	<b>\$3,386.5</b>	<b>1.15%</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>Total States without Sports</b>	<b>\$2,905.4</b>	<b>\$2,919.4</b>	<b>0.48%</b>	<b>-</b>	<b>-</b>	<b>-</b>

Source: UNLV and State Gaming Commissions; The Innovation Group.

\*Trend is for daily slot revenue; table revenue not yet reported for September 2018. Delaware reports months by last Sunday of the month—September 2017 was 28 days versus 35 days for 2018.

\*\*Excluding Delaware.

<sup>3</sup> At least a portion of New Jersey's substantial growth is attributable to two new gaming properties having opened in Atlantic City in June 2018.

<sup>4</sup> Maryland experienced the second highest year-over-year gaming revenue growth in the country, due largely to recent expansions of large-scale gaming options, such as MGM National Harbor. Over the past year, no other state had a gaming revenue increase comparable to that of New Jersey and Mississippi.

At bottom, the limited sports betting data available to date suggests that sports betting is having an overall positive impact on slot and table revenues, while also contributing new wagering revenue to casinos and states. See 11/18 IG Report at 10-13.

- **Daily Fantasy Sports:** Over the past three years, DFS has been legalized by statute in 16 states in which casino gambling also exists. These states are: Arkansas, Colorado, Delaware, Indiana, Kansas, Louisiana, Maine, Maryland, Massachusetts, Mississippi, Missouri, New Jersey, New York, Ohio, and Pennsylvania. Connecticut also approved DFS, subject to agreement with the tribes, which is in negotiation. The limited studies that have been done to date on the effects, if any, of DFS on casino gaming indicate that there is no apparent impact on casino revenue, and some potential to leverage DFS products to draw new patrons to casino gaming.

**4. Is there sufficient capacity to fill new casino jobs created by a Region C casino? What impact will that have on existing business to replace experienced employees who move to a casino job?**

There is more than ample capacity to fill the approximately 1,800 permanent new jobs that would be created by MG&E's proposed resort casino. The combination of the unemployed and underemployed populations in Region C constitute a total population of more than 56,000 from which it would be relatively easy to find the 1,800 employees needed to fill the new jobs that MG&E will create. See 11/18 IG Report at 17. In this regard, we note that the unemployment rate in Brockton is 3.8% (see Executive Office of Labor and Workforce Development) which is higher than the state average. We also note that, under the express terms of MG&E's host community agreement with Brockton (a copy of which is attached as Exhibit D), MG&E is obligated to provide first preference for jobs to Brockton residents, and second preference to residents of the surrounding communities in southeastern Massachusetts. See MG&E-Brockton Host Community Agreement (Ex. D) at 7.

As for the potential impact that the filling of MG&E casino jobs will have on existing businesses that have to replace experienced employees, there is no hard, historic data indicating a negative impact of casino jobs on other businesses. In fact, the empirical evidence to date in Massachusetts suggests that there has been, and would be, no such negative impact. See, e.g., 6/26/18 IG Report at 58 (<https://massgaming.com/wp-content/uploads/SEIGMAPresentation6.26.18.pdf>) which shows a greater increase in the number of businesses in Plainville from 2009-2016 (13%) than in its surrounding communities (10.6%) or in the control counties of Norfolk and Bristol (9%).

**5. Should the Commission revise its process for determining or updating the suitability of a prior applicant for a category 1 or category 2 gaming license who wishes to apply for a category 1 gaming license in Region C?**

There is no reason for the Commission to revise its process for updating its positive suitability determination regarding MG&E. The Commission's existing regulations provide the Commission with

broad discretion to update its assessment of MG&E's suitability. Indeed, the regulations impose an obligation on MG&E and its qualifiers to maintain their suitability. See 205 CMR 115.03(1) (a suitability "investigation may be conducted at any time after a qualifier is granted a positive determination of suitability to ensure that they continue to meet the suitability standards"; 205 CMR 115.01(4) ("Once issued a positive determination of suitability, the gaming licensee and all qualifiers shall have a continuing duty to maintain suitability . . .").

MG&E and its qualifiers were an open book in 2015 when they were first deemed suitable. All have maintained their suitability, and welcome any update the Commission may deem appropriate.

As for updating and potentially changing prior negative determinations of suitability, the Commission's regulations provide no such mechanism. To the contrary, negative determinations of suitability are final and unreviewable as a matter of law. See 205 CMR 115.05(5) ("No Appeal from Commission's Determination of Suitability". Pursuant to M.L.G. c. 23K, § 17(g), the applicant or qualifier shall not be entitled to any further review."). Furthermore, in view of the care with which the Commission has always made negative suitability decisions, we see no reason why the law or the Commission's process in this regard should be revised.

**6. Should the Commission review and/or revise its RFA-2 application to determine if additional or different information should be requested from gaming license applicants in Region C?**

We see no reason why the RFA-2 application, which was already revised for Region C applicants in 2015, needs to be further revised. The current application is comprehensive and well designed to elicit all of the information necessary for the Commission to make informed decisions regarding the qualifications of applicants to develop and operate casinos in keeping with the mandates of the Expanded Gaming Act. In fact, any further revision to the application would risk creating inequities between the requirements that were imposed on applicants in Regions A and B versus those imposed on Region C applicants.

The revisions to the RFA-2 application which were promulgated in 2015 streamlined and removed ambiguity from the application that had been previously used for applicants in Region A and B without in any way changing the 55 substantive categories as to which all applicants in those regions had been required to supply detailed information. See, e.g., M.G.L. c. 23K, § 9; 205 CMR 119.01. For instance, the current application's "Overview of Project" section includes four questions in contrast to the nine questions which were included in the prior application, but the information that is required is exactly the same as in the old application. There was no reason to change the overall requirements in 2015 and there is still no reason to change those requirements.

MG&E provided complete and candid answers to all of the questions on the 2015 RFA-2 application, and it would be happy to update those answers upon request. In addition, to the extent that the Commission has discovered anything over the course of the past three years, including during its recent and still ongoing investigation of Steve Wynn and Wynn Resorts, that in any way suggests there

have been deficiencies in the RFA-2 application, MG&E would be happy to supplement its prior application answers to address any additional questions or concerns the Commission might have.

**7. Should agreements, such as host community agreements, surrounding agreements, impacted live entertainment venue (ILEV) agreements, mitigation agreements, gaming school agreements and other relationships previously established for former applicants for a category 1 gaming license in Region C be deemed to be valid or should such agreements be reviewed again and/or re-negotiated?**

As phrased, the question suggests that the Commission has the authority to deem otherwise binding and enforceable contracts invalid. It does not. The existing host community agreement and other pertinent agreements that MG&E has with Brockton and other communities are valid and enforceable contracts. While the parties to those contracts could mutually agree to review or re-negotiate the terms of those agreements, the Commission does not have the authority or legal right to require any such review or re-negotiation.

The power to invalidate a contract must be granted expressly by the legislature. See, e.g., *Regents of Univ. Sys. of Ga. v. Carroll*, 338 U.S. 586, 602 (1950) (holding that an agency's order could not "directly affect the validity of [a] contract because the agency's enabling act did not "give [such] authority to the Commission"); see also *Saccone v. State Ethics Comm'n*, 395 Mass. 326, 335 (1985) ("Because the commission was created by the Legislature, it has only the powers, duties and obligations expressly conferred upon it by statute or such as are reasonably necessary to carry out the purpose for which it was established."). The Massachusetts legislature has granted no such power to the Commission. There is nothing in the Expanded Gaming Act or any other Massachusetts statute that affords the Commission the power on its own (*i.e.*, without an express authorization provision in a third-party contract and/or absent a petition from a party to such a contract) to require gaming applicants to review and/or re-negotiate the terms of their host community or other pertinent third-party agreements, let alone to invalidate any such agreements.<sup>5</sup> If anything, the Commission, through the regulations it has promulgated, has recognized the limitations on its authority vis-à-vis third-party contracting, and has encouraged casino applicants to enter into open-ended, long-term agreements. See, e.g., 205 CMR 125.01(3) (a surrounding community agreement "may be for *any term* necessary to satisfy the purposes for which the agreement is required by M.G.L. c. 23K") (emphasis added).

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<sup>5</sup> Even if the Commission possessed the independent power to *sua sponte* invalidate contracts related to gaming license applications, exercising that power here to invalidate MG&E's existing agreements would violate the Contracts Clause of the federal Constitution. See *Campbell v. Boston Hous. Auth.*, 443 Mass. 574, 581 (2005) (the Clause "limits the power of the States to modify their own contracts as well as to regulate those between private parties").



All of MG&E's pertinent third-party agreements, including its host community agreement with the City of Brockton, are, by their terms, still valid. For example, the MG&E-Brockton host community agreement provides four conditions under which the Agreement may be terminated—none of which has occurred:

- “MGE provides written notice that it elects to abandon efforts to obtain a Category 1 gaming license to be located in Brockton.”
- “The Commission has issued a Category 1 gaming license for Region C to another applicant and MGE has provided written notice that it has decided to discontinue pursuit of a Category 1 gaming license for the Project.”
- “MGE provides written notice that it elects not to construct, or to permanently cease operations of, the Project.”
- “The Category 1 gaming license previously issued to MGE for the Project is revoked, rescinded, or expires without having been renewed.”

See MG&E-Brockton Host Community Agreement (Ex. D) at 13. MG&E is still pursuing a Category 1 gaming license and the Brockton Project. As a result, its host community agreement with Brockton remains in place, and may not be invalidated. Likewise, its other pertinent agreements remain enforceable.

**8. Should there be a new host community referendum vote in any host community where a prior vote was held?**

The short answer is NO. There should not be a new host community referendum vote in Brockton, which already approved casino gaming.

First, second votes on approved ballot questions are not permitted under the Expanded Gaming Act. While the Act allows for a second bite at the apple when a community ballot question regarding casino gaming is disapproved, it does not provide for a second vote in the event of approval. Where disapproval occurs, the statute explicitly contemplates a second vote. It specifically provides for a waiting period of at least 180 days before any such new vote may be taken, and mandates that before the new vote there must be a new “agreement between the applicant and host community signed after the previous election.” M.G.L. c. 23K, § 15(13). In contrast, the statute does not provide for a second vote when a host community has approved a casino referendum. Rather, the statute asserts that, when a host community ballot question is approved, “the host community shall be taken to have voted in favor of the applicant’s license,” period. *Id.* By permitting a second referendum in the event of a negative vote but not a positive vote, the legislature implicitly excluded the option of a second referendum after an affirmative vote. *Cf. Skawski v. Greenfield Investors Property Dev. LLC*, 473 Mass. 580, 587-88 (2016) (under the statutory maxim of *expressio unius est exclusio alterius*, the legislature’s grant of jurisdiction in one court necessarily excluded jurisdiction in every other court by

implication). Simply put, the statute does not authorize, and the Commission has no power to compel, a new referendum, where, as in Brockton, a first referendum has been successful.

Second, as a practical matter, any new referendum would take significant time and cause additional delay in the reconsideration process. As a result, the first mover advantage that the Twin River and Tiverton casinos in Rhode Island have already obtained in Region C market would be increased. And the current opportunity that exists for thousands of Massachusetts jobs, and tens of millions of dollars in tax revenue for Brockton and the Commonwealth, would be substantially reduced if not entirely eliminated.

Third, MG&E should not be compelled to incur the inevitable expense and further delay of a new referendum, where it did not in any way cause or contribute to the long delay that has already transpired between the original referendum and today.

Fourth, there appears to be far greater support for a resort casino in Brockton today than there was in 2015 when the initial casino referendum passed. The enthusiastic response we have received from legislators, local officials, and Brockton residents with whom we have spoken about the prospect of reconsideration of MG&E's proposal, and the support for the MG&E project that has apparently been voiced to the Commission through numerous recent letters and petition signatures, make clear that there is broad support for a resort casino in Brockton, and for the enhanced safety, improved schools, thousands of well-paying jobs, and tens of millions of dollars in annual tax benefits that will come with it. Based on what we have been told about the scores of letters and petition signatures that have been sent to the Commission during the comment period, we would hope that the Commission is able to see first-hand that MG&E's proposal now has, if anything, increased support from the people who will be most affected by the proposed resort casino development.

#### **9. Should the Commission consider any legislative changes to the Gaming Act?**

We strongly believe there is no need for the Commission to consider any legislative changes to the Expanded Gaming Act. While we agree with the view of the Commission's staff that a legislative change would be necessary if reconsideration of MGE's application were precluded by statute, we disagree with the suggestion that the Act includes any such preclusion. It does not. The Commission has the inherent power to reconsider its own decisions. See, e.g., *Doe v. Sex Offender Registry Bd.*, 478 Mass. 454, 457 (2017) (affirming the "broad inherent authority" of an administrative agency to "reopen [a prior] proceeding and reconsider its decision at any time"). Nothing in the Act suggests otherwise.

The Act accords the Commission broad and expansive powers, without any restriction whatsoever on the reconsideration of decisions denying casino license applications. While the statute expressly states that an applicant "shall not be entitled to any further review if denied by the commission," M.G.L. c. 23K, § 17(g), that provision applies exclusively to judicial review, and not to review or reconsideration by the Commission itself. Lest there were any doubt, the Supreme Judicial Court made this clear in *City of Revere v. Mass. Gaming Comm'n*, 476 Mass. 591, 597 (2017), where it expressly held that the bar on

“further review” in § 17(g) is a bar on *judicial* review only, without any limitation on the Commission’s “full discretion as to whether to issue a license,” whether upon initial consideration or reconsideration.

The Commission’s “full discretion” on licensing decisions, as well as the corresponding grant of “all powers necessary or convenient to carry out and effectuate [the Commission’s] purposes,” M.G.L. c. 23K, § 4(13), gives the Commission “considerable leeway in interpreting a statute it is charged with enforcing, unless a statute unambiguously bars the agency’s approach.” *Goldberg v. Bd. of Health of Granby*, 444 Mass. 627, 633 (2005); see also *Zachs v. Dep’t of Pub. Utilities*, 406 Mass. 217, 227 (1989) (“In general, administrative agencies have broad discretion over procedural aspects of matters before them. The decision whether to reopen hearings is one such procedural matter on which we have accorded agencies a great deal of flexibility.”). Here, in light of *City of Revere’s* interpretation of § 17(g)’s “further review” language—*i.e.*, that it bars only *judicial* review—nothing in the Expanded Gaming Act prevents the Commission from exercising its discretion to reconsider a previously denied application. And no legislative fix is needed to clarify the Commission’s authority to reconsider MG&E’s Brockton proposal.

**10. Should there be changes to the Commission’s regulations, for example, changes to regulations setting forth the license award process and the calculation of minimum capital investment required under chapter 23K in order to reopen Region C?**

If, as we have requested, the Commission reconsiders MG&E’s prior application, there would be no need to change any of its current regulations. We would anticipate that any such reconsideration would require the submission of certain updated information, as well as modifications of MG&E’s earlier proposal. But the current regulations provide the Commission ample means to obtain updated and supplemental information from applicants, including information regarding the applicants’ ability to meet minimum capital requirements. See, *e.g.*, 205 CMR 118.04(1)(f) (during the RFA-2 review process, “the commission may, at such times and in such order as the commission deems appropriate, . . . [r]equire or permit the applicant to provide additional information and documents pursuant to 205 CMR 112.00.”); 205 CMR 112.01(1) (“The commission . . . may request additional information and documents from an applicant . . . throughout the application review process. . . .”).

In contrast to a decision to reconsider MG&E’s application (which could be done without any change in the Commission’s regulations), any decision to reopen the application process in Region C more broadly (*i.e.*, reopen to other applicants) would either create undue delay and prejudice to Region C and MG&E, or run afoul of the Commission’s current regulations, or both.

In their current form, the Commission’s regulations do not permit RFA-1 applications to proceed simultaneously with RFA-2 applications. See 205 CMR 110.01(1) (“The application process for both a category 1 license and a category 2 license shall proceed in two phases.”). An applicant may not submit an RFA-2 application without first receiving a positive determination of suitability through the RFA-1 application process. See 205 CMR 110.01(2) (“Only those applicants that are found by the commission to be qualified pursuant to a determination of suitability at the conclusion of RFA-1 . . . shall be permitted to proceed to the second phase, RFA-2.”). The regulations do not allow for the possibility

of parallel tracks—*i.e.*, allowing applicants previously found to be “suitable” at the RFA-1 stage to submit RFA-2 applications, while allowing new applicants to start from scratch at the RFA-1 stage. Under current regulations, the Commission may only proceed one phase at a time.

Here, MG&E is the only prior applicant in Region C that cleared the RFA-1 hurdle and that would be in a position to proceed forthwith with a new RFA-2 application. Without a change in the regulations that would allow MG&E to proceed through the RFA-2 process while others are first proceeding through the RFA-1 process, the entire process will be unnecessarily delayed to the severe and ongoing prejudice of both Region C (which necessarily suffers from delay) and MG&E. As a matter of efficiency and simple fairness, any broad reopening of the Region C application process must allow MG&E to proceed with the RFA-2 application without first allowing others to play catch-up.

While other would-be applicants – to the extent any exist – could argue that a reopened process would give MG&E an unfair head-start, such purported “unfairness” would be of their own making. Indeed, there is a strong argument that those who failed to go through the RFA-1 process in Region C the first time around should not be permitted, as a matter of law, to participate in a reopened process. See, *e.g.*, *MCI Telecommc'ns Corp. v. United States*, 878 F.2d 362, 365 (Fed. Cir. 1989) (“[O]pportunity to qualify either as an actual or prospective bidder” ends “when the proposal period ends.”). Likewise, there is a strong legal argument that those who surmounted the RFA-1 hurdle during the original Region C RFA process, but who dropped out during the RFA-2 process (*i.e.*, KG Urban and Crossroads) also should be precluded from participation in a reopened process. See, *e.g.*, *Federal Data Corp. v. United States*, 911 F.2d 699, 703-04, 705 (Fed. Cir. 1990) (finding bidder “abandoned any [legal interest] it had” in agency’s reopened proceedings when it “knowingly took itself out of the bidding” and by that action “affirmatively relinquished any chance of receiving the [bid]”). See also our June 6, 2018 letter to the Commission (attached hereto as Ex. E) at 10-12.

At bottom, the only process for moving forward in Region C without undoing the Commission’s current regulations, and without running afoul of the law and basic principles of equity, is the reconsideration process that we have proposed. That process also happens to be consistent with the interest of Region C in obtaining the benefits of a resort casino development (*e.g.*, thousands of permanent, well-paying jobs, and tens of millions of dollars in tax revenues) without further delay.

#### **11. What role should horse racing have in considering a category 1 region C gaming license application?**

We do not believe horse racing should play any role in the reconsideration of MG&E’s application for a Category 1 gaming license in Region C. Based on the information set forth in the 11/18 IG Report at 19-20, the contributions that the Plainridge slots parlor has already made to the Race Horse Development Fund (“RHDF” or the “Fund”) have left the Fund with a surplus. The MGM casino in Springfield, and the Encore casino in Everett, will only add to that surplus. To the extent that the horse racing industry in the Commonwealth is already unable to make use of existing casino contributions, it is unclear why the state’s casinos should even continue to contribute to the Fund. Regardless, the Region C casino would have hardly any effect on the RHDF, as it is estimated (see 11/18 IG Report at

18) that the gain to the Fund from the proposed Brockton casino would be counteracted virtually dollar for dollar by the loss to the Fund from Brockton's impact on Plainridge.

RHDF Net Impact from Brockton Casino

Loss from Plainridge	-\$2,523,159
Gain from Brockton	\$2,524,025

**12. Should the Commission review the status of the Mashpee Wampanoag Tribe's litigation regarding land in trust, and the status of proposed federal legislation on the issue?**

The short answer is NO. The Commission put Region C well behind Regions A and B when it waited years (2012-2015) to open Region C to a commercial RFA process out of deference to the initial efforts of the Mashpee Wampanoag Tribe (the "Mashpee" or the "Tribe") to obtain land in trust status. Then, after United States District Court Judge William Young found that the Mashpee's land in trust designation had been granted in violation of the operative statute, the Commission again waited years (2015-2018) to reopen the Region C RFA process to see how the Mashpee fared in an appeal to the First Circuit Court of Appeals and on remand to the Department of the Interior ("DOI" or the "Department").

Notably, the DOI under President Obama understood that the Mashpee faced an insurmountable hurdle in proving they were under federal jurisdiction in 1934 (see, e.g., U.S. Dept. of the Interior, Record of Decision, Trust Acquisition for 151 Acres in the City of Taunton, Massachusetts, and 170 Acres in the Town of Mashpee, Massachusetts, for the Mashpee Wampanoag Tribe (Sept. 18, 2015) at 79-80), but granted the Tribe land in trust status anyway by reading the operative statute in a novel manner – specifically, in a manner that Judge Young dismissed as "not a close call." *Littlefield v. United States Dep't of Interior*, 199 F. Supp. 3d 391, 396 (D. Mass. 2016). Now, after remand, the DOI has concluded that there is no legal path forward for the Mashpee to obtain land in trust status. Still, the Commission suggests through its question that it is prepared to wait additional years while it "reviews" the status of the Mashpee's litigation challenge of the recent DOI opinion, and the status of the federal legislation that the Mashpee have proposed as part of a futile last-ditch effort to build a casino in Taunton.

The wait up until now has been too long. It has been inconsistent with the mandate of the Expanded Gaming Act to expand jobs and tax revenues in all three statutory designated regions within the Commonwealth, and in conflict with the expressed desires and needs of the people of Brockton and southeastern Massachusetts more generally. And, as the First Circuit has observed, the wait has implicated constitutional equal protection concerns. See *KG Urban Enters., LLC v. Patrick*, 693 F.3d 1, 25 (1st Cir.2012). Indeed, former Commissioner McHugh echoed the First Circuit's concerns in April 2013, when he noted that "the longer we wait [for the Mashpee] without some kind of a plan for allowing events to proceed to a predetermined point . . . the more the wait is simply undefined, the more it looks like it may be in violation of the equal protection clause." Transcript of April 18, 2013 Commission Hearing at



93-94. The wait as of 2012 and early 2013 was enough to raise equal protection concerns. But here we are over five and one-half years later.

Any further wait to “review” litigation and legislation status would only exacerbate each of these problems, at the expense of Brockton, southeast Massachusetts, and the Commonwealth as a whole. The waiting game is over. The time for the Commission to take action in Region C is now.

All this having been said, we can report that the Mashpee’s efforts to obtain land in trust status are currently pending in three different arenas. Those arenas, and the status of the efforts in each as of today’s date, November 30, 2018, are as follows:

- **United States District Court for the District of Columbia:** On September 27, 2018, the Mashpee filed a Complaint, styled *Mashpee Wampanoag Tribe v. Ryan Zinke and the United States Department of the Interior*, Civ. Action No. 1:18-cv-02242, in federal district court in Washington, D.C., seeking review under the Administrative Procedure Act (APA) of Interior’s September 7, 2018 decision. DOI’s answer was due in early December, but government attorneys have requested an extension until January 9, 2019. After DOI files its answer, the administrative record will have to be assembled before the district court can resolve the case. The timeline for the district court to reach the merits of the Tribe’s APA action will depend on how quickly the DOI assembles and certifies the administrative record. In other Indian law cases, DOI has taken many months (and in some cases more than a year) to assemble and certify the full record. Indeed, in the *Littlefield* litigation before Judge Young, the DOI took over five months to assemble what was then a very thin, simple record. Now the record that must be assembled is substantially larger. Once the record is produced, the district court will apply a highly deferential standard of review, a standard that credits DOI’s expertise in weighing historical evidence and determining whether or not a tribe was under Federal jurisdiction in 1934. We anticipate that the Tribe’s APA challenge will be turned aside as a matter of course as a permitted exercise of agency discretion. See *Upstate Citizens for Equal., Inc. v. Jewell*, 5:08-cv-0633 (LEK/DEP) (N.D.N.Y. Mar. 26, 2015) at 8-9, aff’d *Upstate Citizens for Equal., Inc. v. United States*, 841 F.3d 556, 574-577 (2d Cir. 2016). But it will inevitably require at least another year or two before that inevitable conclusion is reached.
- **First Circuit Court of Appeals:** On December 12, 2016, the Mashpee filed a notice of appeal before the United States Court of Appeals for the First Circuit, *Littlefield et al. v. Mashpee Wampanoag Indian Tribe*, No. 16-2484, seeking review of Judge Young’s district court decision. On April 27, 2017, the Federal Defendants, including the DOI and Bureau of Indian Affairs, voluntarily dismissed their related appeals of Judge Young’s decision. The Tribe did not join in this dismissal. Nor has it pursued the appeal. Instead, for the past two years, the Tribe has asked for and received extensions to allow other proceedings in other venues to proceed. Currently pending before the First Circuit is another motion by the Tribe to further stay its appeal indefinitely, until after the APA action is decided both at the district court and circuit court levels. If granted, the Tribe’s current motion would put the First Circuit appeal into hibernation for 2-4 years. The *Littlefield* plaintiffs have opposed the Tribe’s most recent request to stay.

- **United States Congress:** The Mashpee Wampanoag Tribe Reservation Reaffirmation Act (HR 5244) was introduced in a subcommittee of the House Natural Resources Committee (HNRC) by Massachusetts Representative William Keating on March 9, 2018. Today, over eight months later, the proposed bill has not yet been reported out of the subcommittee. The prospect of the bill ever getting out of the subcommittee is low, and the prospect that it would then get out of the HNRC and receive a favorable vote in both chambers of Congress, is at best remote. Indeed, even Representative Keating, the bill's chief proponent, is not optimistic about the bill's chance of success. See Shirley Leung, *In Taunton, A Gamble That Has Yet to Pay Off*, Boston Globe (Apr. 6, 2018), <https://www.bostonglobe.com/business/2018/04/05/taunton-gamble-that-has-yet-pay-off/hGTMycxB6AXCPx9NrLv6fM/story.html>. The bill has come in for severe criticism because of the Tribe's \$425 million debt to Genting Corporation, a fact that makes the proposed legislation look like a Genting bail-out bill. Further, the extraordinary amount of debt has raised red flags as it is unclear where the money has gone. Notwithstanding these issues, and the bill's tiny chance of success in Congress, if it were somehow approved and then signed into law by the President, it would immediately result in a court challenge based on the theory that the bill violates the Constitution's separation of powers provision. Congress cannot usurp a judicial function, which is exactly what HR 5244 would do by overturning the decision of Judge Young, as if Congress were sitting as a panel of the First Circuit Court of Appeals. As the Supreme Court stated in *Bank Markazi v. Peterson*, 136 S. Ct. 1310, 1323 & n.17 (2016), "Congress could not pass a law directing that, in the hypothetical pending case of *Smith v. Jones*, 'Smith wins.'" Furthermore, with Judge Young's decision final as to DOI, and DOI having concluded on remand that it has no authority to take land into trust for the Tribe, the judgment in the litigation is final, and Congress cannot re-open a final judgment through legislative fiat. At bottom, both practically and legally, the proposed federal legislation will not give the Tribe what it wants or needs to engage in tribal gaming. The legislative initiative is just the latest "Hail Mary" on top of the Tribe's previous "Hail Marys." It is designed to achieve delay, which once again is coming at the expense of Region C. And, as we wait, the constitutional equal protection concerns articulated by the First Circuit in 2012 and Judge McHugh in 2013 loom larger.

\* \* \* \* \*

We ask that the Commission expedite its consideration of all the comments it has received regarding Region C, and then reconsider MG&E's application to build a casino in Brockton as soon as possible. If you have questions or otherwise want to discuss any of our above-responses, please contact either or both of us directly. We would welcome the opportunity for a dialogue aimed at moving the Region C process forward.





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Very truly yours,

David J. Apfel / RMB

David J. Apfel

Roberto M. Braceras

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# **Exhibit A**



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October 16, 2018

**BY HAND AND E-MAIL**

Edward Bedrosian, Executive Director  
Catherine Blue, General Counsel  
Massachusetts Gaming Commission  
101 Federal Street, 12<sup>th</sup> Floor  
Boston, MA 02110

**Re: Mass Gaming & Entertainment LLC and Region C**

Dear Mr. Bedrosian and Ms. Blue:

We write on behalf of our client, Mass Gaming & Entertainment LLC ("MG&E"), in response to Ms. Blue's letter dated September 27, 2018, and the Massachusetts Gaming Commission's (the "Commission") discussion of both the letter and Region C at its public meeting that same day. As you might imagine, we were disappointed by the letter and the Commission's discussion, which collectively had the effect of delaying action in Region C indefinitely. MG&E, which had hoped to jump-start reconsideration of its 2016 Brockton application, remains committed to the process. The real losers, however, are the people of southeastern Massachusetts who will once again have to wait while casino-related tax dollars and jobs continue to flow to Rhode Island and Connecticut. To say the least, this is unfortunate.

Notwithstanding what we believe to be an unnecessary delay, we remain ready and eager to work with you and the Commission to expedite substantive discussions regarding the future of Region C. We hope this response to your September 27 letter serves as a productive step in that ongoing effort.

The September 27 letter makes three points. We respond to each in turn.

First, the letter questions whether the Commission has the authority to reconsider MG&E's application, and notes that, even if it has such authority, it would first have to develop a process for reconsideration before any actual reconsideration could move forward. We disagree. While applicants like MG&E whose license applications have been denied do not have an "*entitlement*" under G.L. c. 23k, sec. 17(g) to have their applications reconsidered, there is no prohibition on such reconsideration. The Commission is neither expressly authorized nor expressly prohibited from reconsidering an application. Instead, the statute leaves the Commission with "full discretion" to decide one way or the other, provided, of course, that its decision is not arbitrary or capricious, and does not invade a constitutional right. Here, there can be little question that the Commission has the authority to exercise its broad discretion to reconsider, and that doing so would not only be reasonable and constitutional, but would



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be the right thing to do for southeastern Massachusetts. And, of course, once the question of authority to reconsider is answered affirmatively, the question of process would readily take care of itself, through suggestions from the staff and a dialogue among the staff, the applicant, and the Commission. We are ready to begin that dialogue immediately.

In our June 6 letter, we explained how, in the absence of an express prohibition on reconsideration, the Commission has the authority to reconsider MG&E's application. *See generally* MG&E's June 6, 2018 Request, at 7-8 (citing, for example, *Soe v. Sex Offender Registry Bd.*, 466 Mass 381, 396 (2013) for the well-settled proposition that administrative agencies, like the Commission, possess inherent authority to reconsider past decisions). Based on your September 27 letter, it would appear as if you were unable to find any contrary authority. If there is any such contrary authority, we would ask that you promptly bring it to our attention. Otherwise, we ask that you candidly note that the Commission has the authority to reconsider, and simply tell us, one way or the other, whether the Commission is prepared to do so. If there is a willingness to reconsider, we are ready to discuss what the process for such reconsideration ought to be.

Second, the September 27 letter suggests that, if the Commission rejects reconsideration, it would only be able to consider a new MG&E application as part of a new competitive application process in which others would be free to participate. Without commenting on the substantial authority we cited in our June 6 letter for the proposition that limiting a new application process exclusively to MG&E would be both legal and equitable, your letter appears to reject any future process that would not be fully open to other potential applicants. The process that your letter envisions would not only be the most inefficient option (again, at the expense of the people in Region C), but the most inequitable under the circumstances (where all other potential applicants already had ample opportunity to compete for the Region C commercial license). But we need not argue over whether there should be a new competitive process if no one other than MG&E intends to compete. Rather than debate whether or not a fully open competitive process is legally required or equitable, why not do the practical thing and simply find out if anyone other than MG&E is interested in potentially submitting a bid? As former Commission Chairman Crosby suggested this summer, why not put out a solicitation of interest to determine if anyone other than MG&E would apply for a commercial license in Region C in a new RFA process? If no one else is going to apply, we need not debate whether the process should be fully competitive. Let's find out. A solicitation of interest could be done quickly and inexpensively, and it would enable the Region C process to move forward. In contrast, the approach suggested in the September 27 letter is all but guaranteed to create undue and indefinite delay.

Third, your letter takes issue with our view that the Mashpee efforts to build a casino in Taunton caused the Commission to reject MG&E's application in April 2016. We continue to believe, as former Chairman Crosby stated at the time, that the then prospect of a Mashpee casino in Taunton was the "elephant in the room" that colored the decision to deny MG&E's application. *See* Transcript of Commission's 4/28/16 Public Meeting at 83. That said, we are well aware of the other concerns that the Commission had with MG&E's proposal. As we stated in our August 13 letter, MG&E is fully prepared to modify its application to address those and any other concerns the Commission may have. We believe the required modifications could (and would) readily be made in the context of either a reconsideration of MG&E's original Brockton proposal or the consideration of a new MG&E application.

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During the Commission's brief public discussion of Region C on September 27, 2018, it: (i) approved Ms. Blue's then draft September 27 letter as an "appropriate" response to MG&E's request for reconsideration; (ii) expressed interest in obtaining a study of the current status of the gaming market in Region C, and in Massachusetts and the northeast more generally; and (iii) authorized the staff to solicit public comments on the issues raised in Ms. Blue and Law and Policy Group's July 26, 2018 memo re: "Framework for Consideration of Request to Open Region C" (the "Staff's July 26 Memo"). See Draft Transcript of Commission's 9/27/18 Public Meeting at 6-9.

- i. With regard to the Commission's approval of the draft letter, we wish there had been a more robust discussion, and that we would have been permitted to speak, but we understand the Commission's process.
- ii. During the Commission's discussion about obtaining market intelligence regarding Region C and the northeast region generally, it was clear that the Commissioners have not yet seen the Innovation Group's study, which we provided to you on September 16, 2018. As you know, that study provides the exact intelligence that the Commission appears to be seeking, and very specifically addresses issues 1-5 in the Staff's July 26 memo. The study also makes it clear that the Commonwealth is losing at least \$65 million per year in tax revenue for every year of further delay in Region C, to say nothing of lost gaming license fees and the loss of thousands of permanent well-paying jobs. We understand that the Innovation Group's study will be provided to the Commissioners shortly, and we hope that it will help to expedite the Commission's consideration of whether a casino in Region C still makes good economic sense for the region and the Commonwealth. While we recognize that the Commission may have a desire to conduct its own independent study, we see no reason for the Commission to reinvent the wheel, or to turn down our offer (which remains open) to make the Innovation Group available to supplement its study at the request of the Commission or its staff.
- iii. With respect to the Commission's request that the staff solicit public comment, as a general matter, the solicitation of public comment is a good thing. But the twelve listed items as to which the staff subsequently sought comment are not readily susceptible to helpful public comment. Questions 1-4 concern research studies of the sort prepared by the Innovation Group. And questions 5-11 concern legal and process issues that the Commission and its staff must tackle, but as to which the public at large is ill-equipped to provide guidance. Question 12, meanwhile, is an empirical question regarding the status of the Mashpee Tribe's litigation and legislative efforts—again, not an issue on which the public could provide meaningful, or any, guidance. We find it concerning that the Commission would solicit comments on these twelve items, without soliciting public comment on the one issue that is most directly relevant to MG&E's request for reconsideration and for the process of moving forward in Region C – namely, the issue of whether anyone other than MG&E would apply for a commercial gaming license in the Region if a new application process were initiated. Why not solicit answers to that question, as the answers may well moot other questions and concerns the Commission has regarding the process for making progress in Region C?



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We also note that the Commission set no timetable and no deadlines for the completion of any of the Region C related follow-up tasks to which it directed the staff to attend. In our view, this betrayed a disheartening lack of urgency concerning Region C. While we recognize that the Commission has its hands full with the ongoing suitability investigation of Wynn/Encore in Region A, and the opening of MGM in Region B, we would hope that Region C will not, once again, get lost in the shuffle. We reiterate our readiness to work with you to move the process forward in Region C as quickly and fairly as possible.

Please let us know if you have any questions regarding the above, and if and when you want to speak further.

Very truly yours,

A handwritten signature in blue ink, appearing to read 'David J. Apfel', written over the typed name.

David J. Apfel

A handwritten signature in blue ink, appearing to read 'Roberto M. Bracerias', written over the typed name.

Roberto M. Bracerias

cc: Neil G. Bluhm

ACTIVE/96989737.1

# **Exhibit B**





**THE  
INNOVATION  
GROUP**

**Gaming Market Assessment:  
Brockton Fairgrounds Casino**  
Brockton, Massachusetts

Prepared for:

Rush Street Gaming, LLC

**September 2018**

Prepared by:

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# Gaming Market Assessment, Brockton, MA

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# EXECUTIVE SUMMARY

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The Innovation Group was retained by Rush Street Gaming, LLC to complete a Gaming Market Analysis for the proposed casino in Brockton. Specifically, this analysis includes top-line gaming revenue projections for the first five years of operations. The casino is to be developed at the site of the Brockton Fairgrounds.

This Executive Summary covers the following five questions raised by the Massachusetts Gaming Commission:

1. A review of the gambling market in the Northeast and Mid-Atlantic, including the number of existing gambling options and plans to increase the number of gambling options, both in states that currently allow casino gambling and states where casino gambling does not yet exist. This review should include an analysis of the revenues collected by state governments over the last (5) years and an analysis of projected future revenues.
2. A review of the gaming market in Massachusetts in terms of expected demand for gaming and an estimate of the value of the overall gaming market in Massachusetts.
3. A review of the status of on-line gaming, sports betting and daily fantasy sports and the potential impact on casino gaming.
4. A review of the unemployment rate in Massachusetts, by region.
5. A review of the availability of person with the skills desired by casinos in order to determine whether the employment marketplace can fill a significant number of new casino jobs and whether a new casino will impact the ability of existing casinos to fill their jobs.

## *Question 1: Northeast and Mid-Atlantic Gaming Markets*

The Competitive Environment section takes a detailed look at the gaming jurisdictions in New England and New York. In general, gaming revenue in calendar year 2017 was strong across the region. Revenue increased at all casinos in New England except the Hollywood Casino in Bangor, Maine. Both Connecticut casinos experienced slot revenue growth in 2017, after the lingering effects of the Great Recession and impacts from Rhode Island and Plainridge had caused multi-year declines. Twin River (TR) has experienced growth every year since 2010; although there is some apparent impact on TR's slot revenue from the opening of Plainridge the last week of June 2015, total gaming revenue continued to climb.

Plainridge also exhibited strong growth in 2017, of 6.3%. Further, its impacts on Rhode Island and Connecticut appear to have been minimal, suggesting that the large majority of Plainridge's first-year revenue came from market growth. Looking at Plainridge's impact on its two main

competitors, Twin River and Foxwoods, it is apparent that as much as 75% of Plainridge’s revenue resulted from market growth.

	<b>Twin River</b>	<b>Foxwoods</b>	<b>Subtotal</b>	<b>Plainridge</b>	<b>Market Total</b>
FY 2014	\$470,766,020	\$467,970,116	\$938,736,136	\$6,137,976*	\$944,874,112
FY 2015	\$443,747,069	\$462,215,501	\$905,962,570	\$159,908,961	\$1,065,871,531
Change	(\$27,018,951)	(\$5,754,615)	(\$32,773,566)	\$153,770,984	\$120,997,418

Source: State Lotteries and Gaming Commissions; The Innovation Group. \*Note: one week’s data. FY=July-June.

Looking at state tax revenue and including Mid-Atlantic states, we see that tax revenues overall have grown. Where states have declined, mostly that has resulted from the impact of new casinos in neighboring states. In the case of Rhode Island, it has partially resulted from the growth in table revenue, which is taxed at a substantially lower rate than slot machines. The overall region has experienced annual tax revenue growth of 3% over the past five years.

<b>State</b>	<b>FY-2013/14</b>	<b>FY-2014/15</b>	<b>FY-2015/16</b>	<b>FY-2016/17</b>	<b>FY-2017/18</b>	<b>CAGR</b>
Maine	\$50.8	\$51.7	\$53.1	\$54.0	\$56.0	1.9%
Massachusetts	-	-	\$61.5	\$62.7	\$67.6	3.2%
Rhode Island	\$326.4	\$333.5	\$320.1	\$318.3	\$318.6	-0.5%
Connecticut	\$279.9	\$268.0	\$265.9	\$270.7	\$272.2	-0.6%
New York	\$871.7	\$866.9	\$906.0	\$928.3	\$993.2	2.6%
Pennsylvania	\$879.4	\$890.7	\$915.0	\$915.5	\$926.0	1.0%
New Jersey	\$208.1	\$196.8	\$201.0	\$210.5	\$211.5	0.3%
Delaware	\$157.5	\$155.0	\$156.8	\$153.6	\$157.1	-0.1%
Maryland	\$272.2	\$310.0	\$385.7	\$441.4	\$526.1	14.1%
<b>Total</b>	<b>\$3,046.1</b>	<b>\$3,072.7</b>	<b>\$3,265.1</b>	<b>\$3,354.9</b>	<b>\$3,528.1</b>	<b>3.0%</b>

Source: State Lotteries and Gaming Commissions; The Innovation Group. Note: Excludes horse industry payments. FY=July-June except NY April-March.

## ***Question 2: Massachusetts Gaming Demand***

The Gaming Market Analysis section takes a detailed look at the gaming market in Massachusetts and the forecast for Brockton and the other Massachusetts casinos. Also included is a detailed description of the methodology utilized in the gravity model calibration to current conditions and future forecasts.

The following table represents the impact on total gaming revenue the Brockton casino would have when introduced to the Massachusetts competitive casino set. While the existing casinos would

see a drop in total revenues, the overall total increases by over \$270 million, showing potential for market growth.

<b>Total Gaming Revenue Market Impact</b>		
	<b>Without Brockton</b>	<b>With Brockton</b>
Plainridge	\$122,616,795	\$94,581,694
Springfield	\$379,650,509	\$372,380,374
Everett	\$807,886,414	\$711,695,058
Brockton		\$403,843,949
<b>Massachusetts Total</b>	<b>\$1,310,153,718</b>	<b>\$1,582,501,074</b>

Source: The Innovation Group

The following table shows the growth in gaming tax revenue to the state of Massachusetts with the addition of the Brockton Casino.

<b>Total Gaming Tax Revenue Market Impact</b>		
	<b>Without Brockton</b>	<b>With Brockton</b>
Plainridge	\$49,046,718	\$37,832,678
Springfield	\$94,912,627	\$93,095,093
Everett	\$201,971,603	\$177,923,764
Brockton		\$100,960,987
<b>Total</b>	<b>\$345,930,949</b>	<b>\$409,812,523</b>
<i>Incremental</i>		<i>\$63,881,574</i>

Source: The Innovation Group

Additionally, Massachusetts would see an increase in slot license fee revenue due to Brockton. The following table details the incremental revenue to the state from slot license fees. Total incremental revenue to Massachusetts would be \$65.1 million with the inclusion of the Brockton property.

<b>Total Slot License Fee Market Impact</b>		
	<b>Without Brockton</b>	<b>With Brockton</b>
Plainridge	\$750,000	\$750,000
Springfield	\$1,530,000	\$1,530,000
Everett	\$1,945,200	\$1,945,200
Brockton		\$1,260,000
<b>Total</b>	<b>\$4,225,200</b>	<b>\$5,485,200</b>
<i>Incremental</i>		<i>\$1,260,000</i>

Source: The Innovation Group

### ***Question 3: Online Gaming, Sports Betting, and DFS Impacts***

The Sports Betting and Online Analysis section discusses the New England landscape for these issues. Connecticut and Rhode Island are in the process of making sports betting available to the public. Connecticut has passed enabling legislation but not a regulatory framework. Additionally, the issue of tribal gaming exclusivity could delay implementation. Rhode Island has passed legislation and sports betting is scheduled to be implemented by the Lottery in November 2018.

Massachusetts passed legislation related to sports betting, but only a *study bill* (S 2273), compelling the state to research the impact of sports betting in the commonwealth. The (Senate) Committee on Economic Development and Emerging Technologies is currently acting on this bill.

It is likely that all three states will have legalized sports betting available to the public in either a land-based or mobile format in the near future.

Sports betting can be seen as opportunity to bring in additional revenue to casinos. It is important to note that while there is potential for some substitution effect in total spend between sports bettors and other casino patrons, the demographics of the average sports bettor skews younger than slot players and even table gamers. Studies have found that the average sports bettor is between the ages of 18-34<sup>1</sup>. Additionally, these players tend to be familiar with casinos and have the potential to spend additional dollars once on the casino floor at a table or slot during a visit to a legal sports book.

In addition to new sports betting ventures, Massachusetts and the competitive markets have the opportunity to pass legislation regarding online gambling and DFS. Recently, the Massachusetts House of Representatives passed an amendment removing the sunset clause on the laws regulating DFS, making a move in the direction towards permanent legalization of the gaming format.

Rhode Island elected to hold off on allowing online betting; it is expected that the State will reconsider in the long run as Massachusetts and Connecticut consider legislation allowing online gaming. Using New Jersey as a precedent, online gaming is expected to cause minimal cannibalization of land-based casino revenues and foster potential international partnerships with existing online formats.

### ***Question 4: Massachusetts Unemployment***

The Economic and Demographic Analysis section details the employment and income trends in Massachusetts and the region. The following table shows the unemployment statistics of each of the three gaming regions defined for Massachusetts. Region C, which includes the subject property, saw the highest levels of unemployment (9.8%) during the recession. However, the region has made a strong recovery with unemployment now equal to that of Region B and slightly

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<sup>1</sup> HUMPHREYS, BRAD R., PEREZ, LEVI, Who Bets on Sports? Characteristics of Sports Bettors and the Consequences of Expanding Sports Betting Opportunities. *Estudios de Economía Aplicada*, vol. 30, no. 2, 2012, pp. 579-597



below Region A. Region C also has the second highest labor force, including nearly 31,000 people still unemployed.

<b>Regional Unemployment Statistics</b>				
<b>Year</b>	<b>Civilian labor force</b>	<b>Employment</b>	<b>Unemployment</b>	<b>Unemployment rate (%)</b>
<b>Region A</b>				
2009	2,346,396	2,165,368	181,028	7.7
2010	2,390,487	2,205,195	185,292	7.8
2011	2,388,063	2,228,518	159,545	6.7
2012	2,405,584	2,257,518	148,066	6.2
2013	2,428,922	2,278,217	150,705	6.2
2014	2,468,292	2,338,069	130,223	5.3
2015	2,488,537	2,378,669	109,868	4.4
2016	2,510,349	2,420,852	89,497	3.6
2017	2,544,821	2,458,120	86,701	3.4
<b>Region B</b>				
2009	426,331	390,982	35,349	8.3
2010	414,298	376,632	37,666	9.1
2011	410,677	377,150	33,527	8.2
2012	410,067	379,085	30,982	7.6
2013	410,362	378,791	31,571	7.7
2014	414,139	386,310	27,829	6.7
2015	414,579	391,153	23,426	5.7
2016	413,380	394,216	19,164	4.6
2017	416,702	398,287	18,415	4.4
<b>Region C</b>				
2009	697,661	632,658	65,003	9.3
2010	675,300	608,990	66,310	9.8
2011	670,574	612,091	58,483	8.7
2012	669,511	615,929	53,582	8.0
2013	673,548	619,788	53,760	8.0
2014	683,811	637,434	46,377	6.8
2015	685,122	646,050	39,072	5.7
2016	687,687	656,044	31,643	4.6
2017	695,649	665,073	30,576	4.4

Source: Bureau of Labor Statistics, The Innovation Group

## *Question 5: Casino Skilled Labor Supply*

A survey of Plainridge employees conducted in 2017 demonstrates that casino employment is comprised mainly of workers already residing within commuting distance: a mixture of previously employed local residents looking for a better opportunity or the ability to work closer to home, along with previously unemployed local residents. The percentage of workers who moved to take the position with Plainridge was a small percentage of the staff. Furthermore, most casino workers had not had prior casino work experience.

<b>Plainridge Casino Source of Workforce</b>		
	<b># of Responses</b>	<b>Percentage</b>
<i>Prior Employment status:</i>		
Unemployed	162	15.5%
Employed Part-time	363	34.7%
<i>Underemployed</i>	189	18.1%
Employed Full-time	522	49.9%
Total	1,047	100.0%
<hr/>		
<i>Reason for taking the position</i>		
Job closer to home	305	29.1%
<hr/>		
<i>Other results</i>		
No prior casino experience	902	86.2%
Moved to take the position	75	7.2%

New Employee Survey at Plainridge Park Casino: Analysis of First Two Years of Data Collection  
University of Massachusetts Donahue Institute, Economic and Public Policy Research Group, May 10, 2017

This suggests the need for training strategies as new casinos enter the regional market. The New Casino Market Training Strategies section at the end of this report discusses training strategies for new gaming markets, with emphasis on markets that may require specialized training to reach employment forecast targets. The strategies include:

- Work force research
- Early-stage job fairs
- Partnering with local universities and vocational schools
- Intensive “on-the-job” training

# INTRODUCTION

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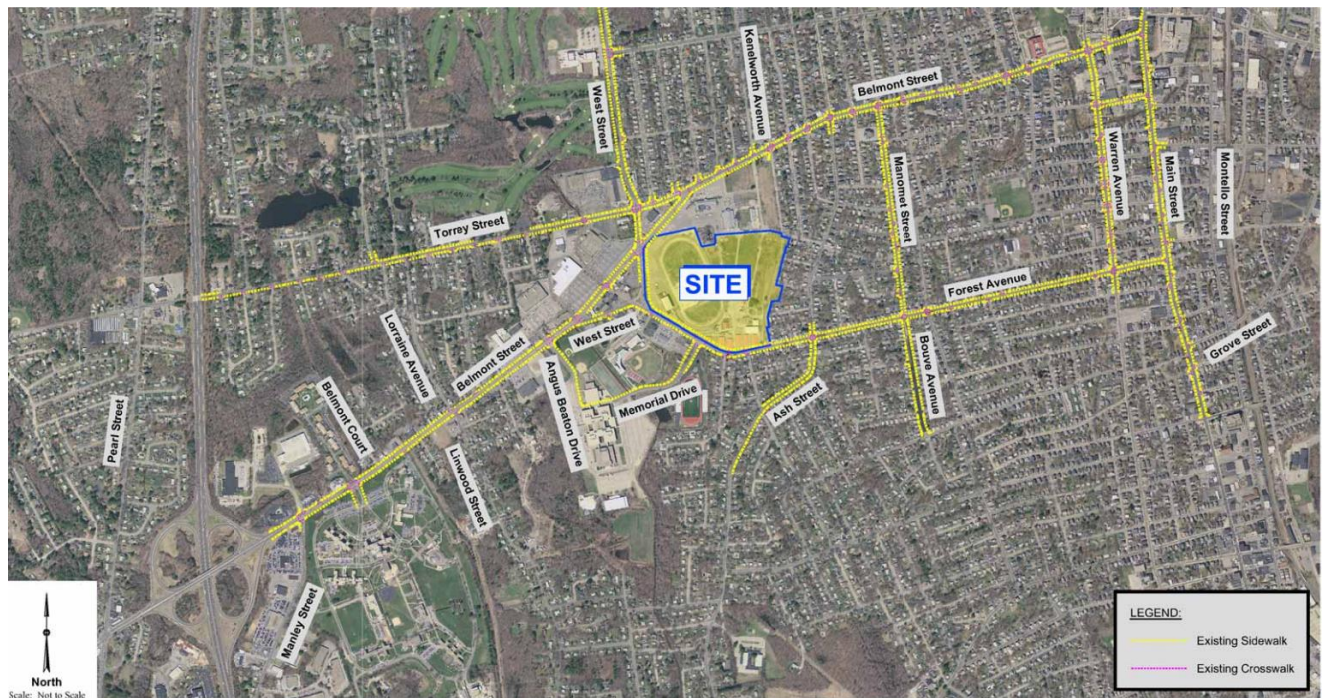
The Innovation Group was retained by Rush Street Gaming, LLC to complete a Gaming Market Analysis for the proposed casino in Brockton. Specifically, this analysis includes top-line gaming revenue projections for the first five years of operations. The casino is to be developed at the site of the Brockton Fairgrounds. The findings and conclusions in this report are based, in part, on the following major assumptions:

- The proposed property will be developed as a quality facility with 250 hotel rooms and complementary amenities;
- The Brockton casino shall feature 2,100 Class III slots, 100 house-banked games and a 24-table poker room;
- The level of competition in the local gaming market will remain static with no new developments anticipated to come online throughout the projection period unless otherwise noted in this report;
- An aggressive marketing program will be employed at the proposed casino targeting certain-appropriate gamers in the region;
- An experienced and professional management team will operate the gaming facility; and
- Economic conditions remain stable in line with current trends as discussed herein.

## Site Analysis

The proposed casino is located in City of Brockton approximately 25 miles south of Boston in southeastern Massachusetts. The site is situated along Belmont Street, West Street, and Forest Avenue at the Brockton Fairgrounds on the outskirts of the city.

The development is 1.5 miles from Route 24, a six-lane expressway connecting to south Boston via I-93 in the north and the Cape Cod via I-495 in the south. The casino will be situated on a 45-acre property facing the intersection of Belmont and West Streets. There are other commercial developments adjacent to the property including shopping centers and a few stand-alone restaurants.



## ECONOMIC AND DEMOGRAPHIC ANALYSIS

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This section assesses specific economic and demographic characteristics within the Brockton that have the ability to affect future demand for gaming and hospitality. The analysis will evaluate the area's potential to draw new sources of leisure demand as well as continuing its support of existing facilities in the area.

Some of the factors we analyzed, including population, income, and employment trends, have implications for the participation rates and growth forecasts utilized in the gaming market analysis. Massachusetts and National statistics were used as benchmarks to provide context for local trends.

### *Population*

For the purposes of the economic/demographic analysis, we assessed the population within a two-hour driving distance of the Brockton location in Massachusetts in four time bands: 0-30 minutes, 30-60 minutes, 60-90 minutes, and 90-120 minutes. Drive times were used as opposed to simple concentric rings because the site's adjacency to interstates will create market areas that extend beyond those of a regular ring pattern.

### **Total Population**

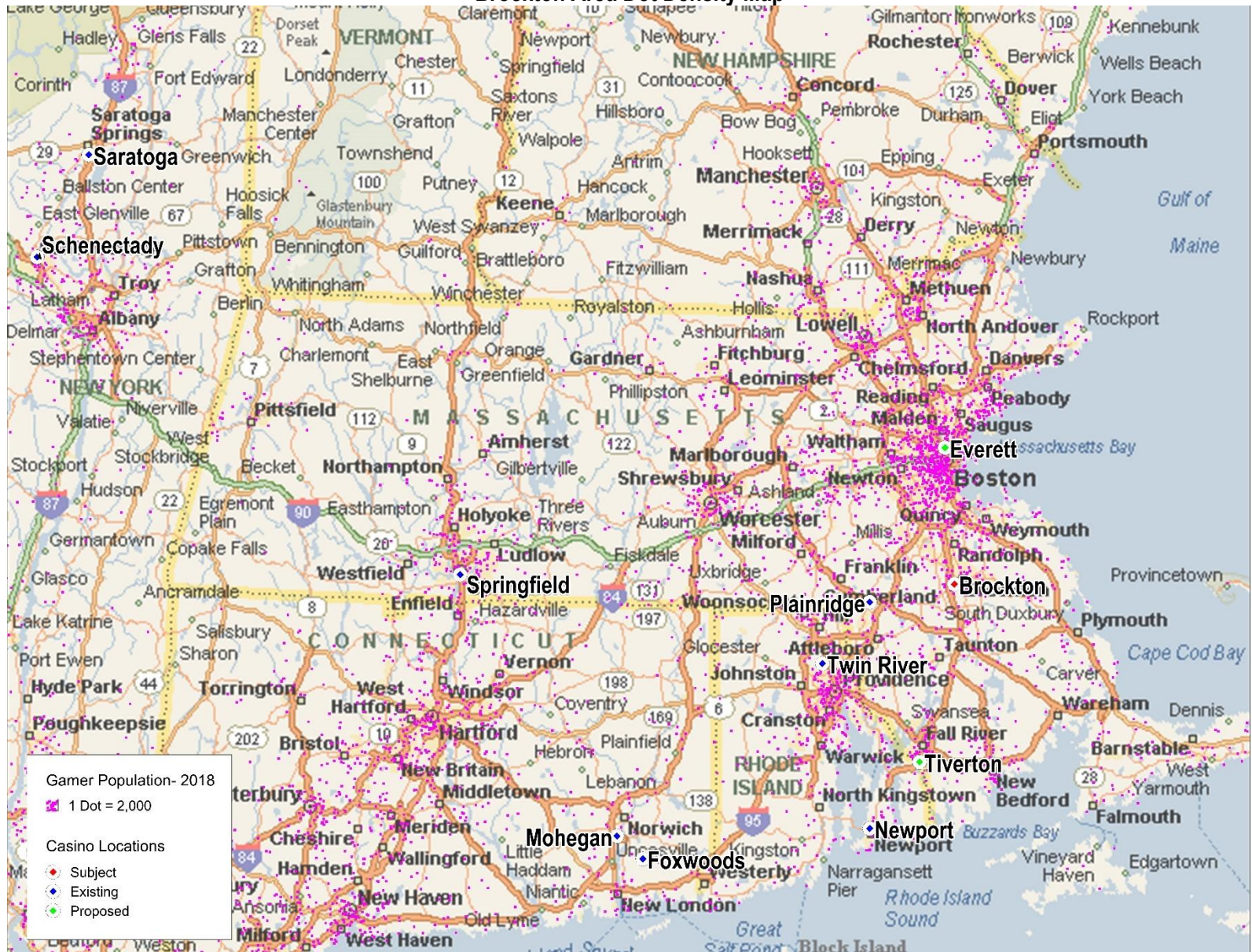
The 0-30 minute drive ring for Brockton is least populated of the four drive rings. The largest population base belongs to the 30-60-minute drive ring which includes the City of Boston. While the other drive rings have larger population bases, the 0-30-minute drive ring has the largest Compound Annual Growth rate (CAGR) over the next five years of the studied areas and is the only one expected to outpace the growth rate of Massachusetts. The national growth rate has been largely driven by Hispanic immigration, a trend Massachusetts was mostly immune to.

<b>Total Population</b>					
<b>Ring</b>	<b>2010</b>	<b>2018</b>	<b>2023</b>	<b>CAGR 2010-2018</b>	<b>CAGR 2018-2023</b>
0-30 min	1,139,101	1,203,030	1,243,492	0.7%	0.7%
30-60 min	4,092,163	4,296,886	4,422,384	0.6%	0.6%
60-90 min	2,131,964	2,191,609	2,235,002	0.3%	0.4%
90-120 min	2,183,469	2,192,451	2,206,736	0.1%	0.1%
<b>Area Total</b>	<b>9,546,697</b>	<b>9,883,976</b>	<b>10,107,614</b>	<b>0.4%</b>	<b>0.4%</b>
<i>Massachusetts</i>	6,547,629	6,864,966	7,071,748	0.6%	0.6%
<i>National</i>	308,745,538	326,533,070	337,947,861	0.7%	0.7%

Source: IXPRESS/Nielsen Claritas; The Innovation Group



### Brockton Area Dot Density Map



## Gamer Population

People aged 21 and over account for 75.3% of the population within the 0-30-minute drive ring. This is slightly above the state average of 75.2% and the national average of estimated 73.2%. The County of Plymouth is more in the line with state and national figures at 73.6%. The adult population within two hours of the Brockton site is expected to increase by 0.7% from 2018-2023. On average, the study area's adult population will grow at a rate slightly below the national and statewide averages. Notably, the adult population in the innermost ring is the smallest in terms of total population, however it is expected to grow at the highest rate of the studied areas from 2018-2023.

Population Over 21 Yrs.					
Ring	2018	% of Total Population	2023	% of Total Population	CAGR 2018-2023
0-30 min	905,875	75.3%	948,107	76.3%	0.9%
30-60 min	3,227,669	75.1%	3,350,788	75.8%	0.8%
60-90 min	1,659,045	75.7%	1,716,830	76.8%	0.7%
90-120 min	1,643,858	75.0%	1,679,019	76.1%	0.4%
<b>Area Total</b>	<b>7,436,447</b>	<b>75.2%</b>	<b>7,694,744</b>	<b>76.1%</b>	<b>0.7%</b>
<i>Massachusetts</i>	5,160,872	75.2%	5,374,411	76.0%	0.8%
<i>National</i>	239,003,144	73.2%	249,303,590	73.8%	0.8%

Source: IXPRESS/Nielsen Claritas, The Innovation Group

## 2018 Population by Race and Ethnicity

The racial composition of the population in the City of Brockton is fairly distinct from that of the national population. 68% of the population in the immediate drive ring around Brockton identifies as White Alone as compared to a national average of 70%, and over 16% of the population identifies as Black or African American compared to 12.8% in the nation. This drive ring also differs from the remaining three areas where as much as 87% of the total population identifies as White Alone in the instance of the 60-90- minute drive ring area. The State of Massachusetts is generally in line with the total Area Total demographics, where both rank below national averages for all races except Asian Alone. Although the 0-30-minute drive ring is diverse, those who identified as Native American and Alaska Native, Asian Alone and Hispanic or Latino all ranked lower than national averages.



## 2018 Population by Single Race Classification or Ethnicity

Ring	Total Pop	White Alone	Black or African American Alone	American Indian and Alaska Native Alone	Asian Alone	Native Hawaiian & Other Pacific Islander Alone	Some Other Race Alone	Two or More Races	Hispanic or Latino
0-30 min	1,203,030	68.1%	16.1%	0.3%	7.6%	0.0%	4.5%	3.4%	8.2%
30-60 min	4,296,886	75.2%	6.3%	0.4%	7.6%	0.0%	6.8%	3.6%	14.2%
60-90 min	2,191,609	86.8%	3.3%	0.3%	4.0%	0.0%	2.9%	2.6%	7.8%
90-120 min	2,192,451	78.1%	8.6%	0.4%	3.9%	0.1%	6.0%	2.9%	13.9%
<b>Area Total</b>	<b>9,883,976</b>	<b>77.5%</b>	<b>7.4%</b>	<b>0.4%</b>	<b>6.0%</b>	<b>0.0%</b>	<b>5.5%</b>	<b>3.2%</b>	<b>12.0%</b>
Massachusetts	6,864,966	76.5%	7.5%	0.3%	6.9%	0.0%	5.6%	3.2%	12.0%
National	326,533,070	70.0%	12.8%	1.0%	5.7%	0.2%	6.8%	3.4%	18.2%

Source: IXPRESS/Nielsen Claritas; The Innovation Group

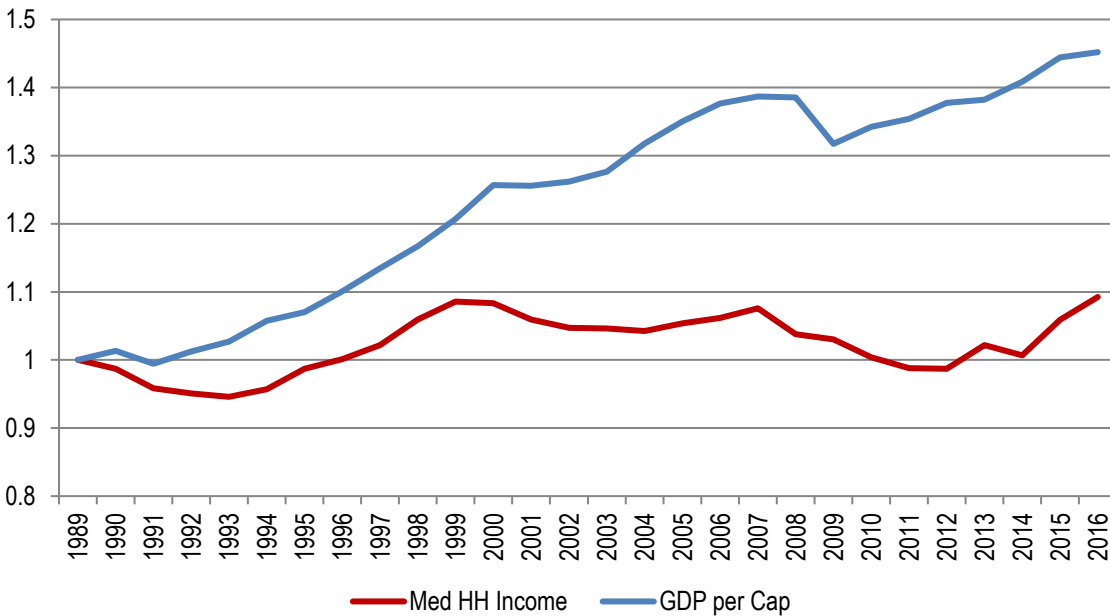
### *Income*

Income is an important indicator of a region's economic well-being and the discretionary spending power of its residents. The following section analyzes national, regional, and local trends in income and discusses their potential impact on Brockton's development options.

### **National and Regional Trends**

During the past decade household income lagged far behind gains in productivity. The widening gap in the following chart illustrates that American households effectively have not been earning enough to purchase the goods and services they have been producing. Consumer expenditures on gaming and other leisure activities remained strong into 2007 largely on the basis of rising home values; however, gaming revenues started a steady and pronounced decline once the housing bubble burst and the financial sector collapsed. Although 2013 saw a slight uptick in real income (0.35%), the first since 2007, GDP grew by over 2%, thereby increasing the gap.

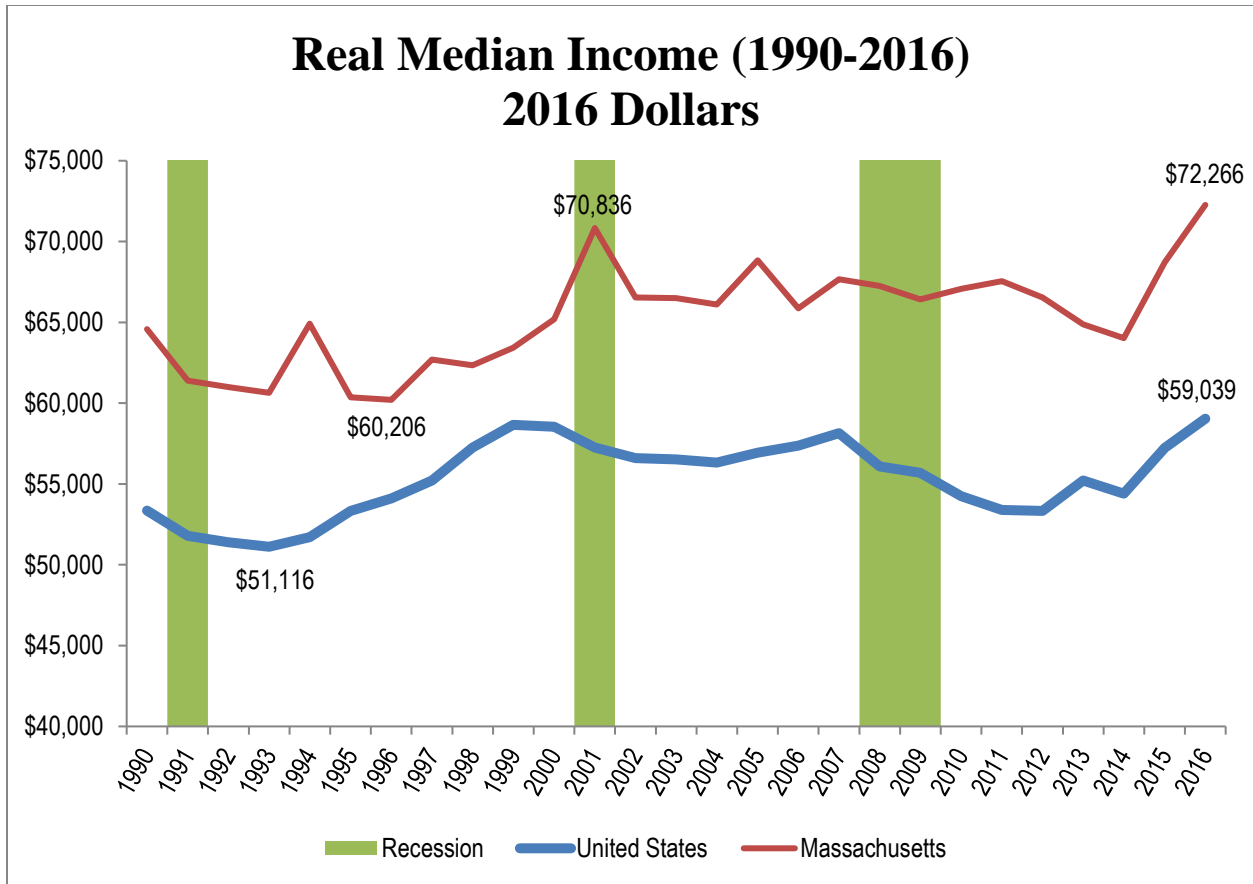
## Real Growth in GDP and HH Income (Indexed to 1989)



Source: Bureau of Labor Statistics

Median household income declined for the better part of a decade, even before the recession hit in 2008, real median income was lower than it was ten years earlier, as incomes declined from 2000 through 2004 and then again from 2007 to 2012. However, starting in 2014 income has grown at a rate faster than GDP per Capita, a positive sign.

Massachusetts is one of the wealthier states in the U.S. The following graph shows that real median income in Massachusetts has exceeded that of the national average for the past 25 years.



Source: US Census Bureau, Current Population Survey, 1990-2016, Annual Social and Economic Supplements

## Local Ring Income

### *Average Household Income*

Average household income (A.H.I) in the Brockton region is generally aligned with Massachusetts averages and well above the nation as a whole. Of all the drive-time rings surrounding the subject property, the 90-120-minute ring had the lowest AHI as of 2018, although it was still well above the national average. The 0-30 and 30-60-minute drive rings had the highest AHI with incomes higher than the statewide averages. Additionally, these two drive rings have seen the largest growth from 2000-2018 and are expected to have the highest growth over the next 5 years. Every has an expected growth rate from 2018-2023 above the national averages.

Average Household Income					
Ring	2000	2018	2023	CAGR 2000-2018	CAGR 2018-2023
0-30 min	\$66,718	\$111,279	\$124,307	2.9%	2.2%
30-60 min	\$67,531	\$111,421	\$123,912	2.8%	2.1%
60-90 min	\$65,705	\$105,823	\$117,109	2.7%	2.0%
90-120 min	\$58,401	\$91,817	\$101,641	2.5%	2.1%
<b>Area Total</b>	<b>\$64,969</b>	<b>\$105,813</b>	<b>\$117,594</b>	<b>2.7%</b>	<b>2.1%</b>
Massachusetts	\$66,671	\$109,430	\$121,656	2.8%	2.1%
National	\$56,644	\$86,278	\$95,107	2.4%	2.0%

Source: IXPRESS/Nielsen Claritas, The Innovation Group

### *2018 Median Income by Race and Ethnicity*

Race and/or ethnicity play a role in the gaming environment. Some, such as Asians, have a high propensity to gamble, while others may fall into the other end of the spectrum. The Census Bureau defines race as a person's self-identification with one or more social groups. An individual can report as White, Black or African American, Asian, American Indian and Alaska Native, Native Hawaiian and Other Pacific Islander, or some other race. Ethnicity is a population group whose members identify with each other on the basis of common nationality or shared cultural traditions. Meaning a person that is Hispanic or Latino can also identify as a race.

The following table shows median household income by race and ethnicity, as it compares to total median incomes in the area. Median income is typically lower than average income but is often a better indicator because it is less vulnerable to statistical outliers, such as extremely high incomes in a small number of households.

Nationally, Asian households have the highest median income at 39.2% higher than the national median income of \$61,045. White households have incomes 6.8% higher than the national median income, while African American, American Indian, and Hispanic households have considerably lower household income than other groups.

Discrepancies exist in the median household incomes in the Brockton area for certain ethnicities compared to the national averages, but generally remain in line with Massachusetts trends. Black or African American households have incomes just 64% of the average vs. 67% nationally, while Asian households have incomes 18.4% higher than the average. White Alone households have incomes 7.8% higher than the area average, which is both above the national average but slightly below that of Massachusetts. Hispanic or Latino households have median incomes that are in line with the statewide average of 54.3% but are considerably lower than the national average of 78.7%.

**2018 Median Household Income by Single Race Classification or Ethnicity (Indexed)**

Ring	Total	White Alone	Black or African American Alone	American Indian and Alaska Native Alone	Asian Alone	Native Hawaiian and Other Pacific Islander Alone	Some Other Race Alone	Two or More Races	Hispanic or Latino	Not Hispanic or Latino
0-30 min	\$82,283	111.5%	67.6%	54.3%	106.0%	100.7%	52.3%	80.0%	57.0%	103.4%
30-60 min	\$77,099	109.2%	58.4%	50.1%	119.1%	76.0%	51.9%	72.7%	56.5%	107.5%
60-90 min	\$78,525	103.5%	64.2%	59.1%	121.4%	88.3%	52.1%	68.9%	54.6%	103.6%
90-120 min	\$68,783	107.2%	69.1%	59.8%	115.7%	89.8%	44.3%	78.9%	49.4%	106.3%
<b>Area Total</b>	<b>\$75,715</b>	<b>107.8%</b>	<b>64.1%</b>	<b>54.4%</b>	<b>118.4%</b>	<b>83.9%</b>	<b>49.9%</b>	<b>74.8%</b>	<b>54.3%</b>	<b>106.2%</b>
Massachusetts	\$77,248	108.1%	63.5%	54.8%	118.7%	88.0%	49.4%	75.1%	54.3%	106.3%
National	\$61,045	106.8%	66.8%	70.2%	139.2%	97.8%	75.4%	91.5%	78.7%	103.7%

Source: IXPRESS/Nielsen Claritas, The Innovation Group

## *Employment*

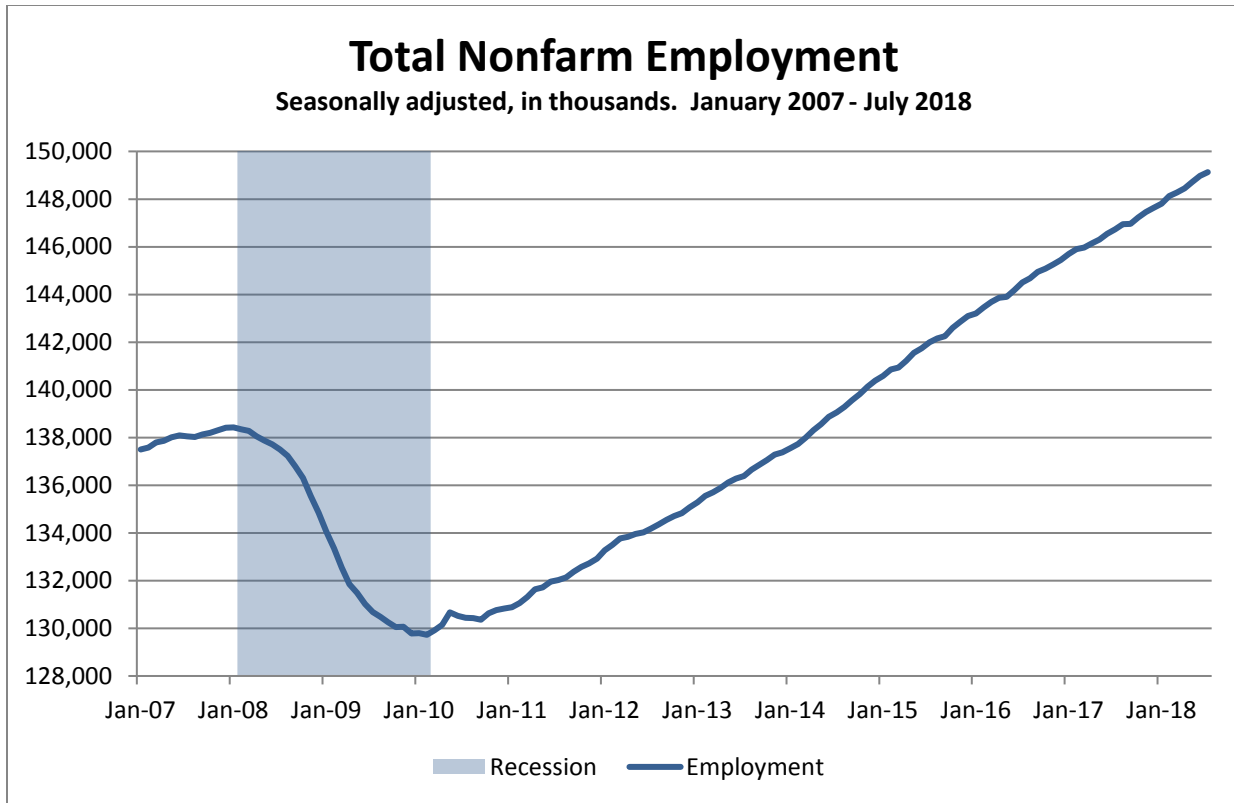
In a white paper assessment of the impact that the Great Recession has had on the gaming industry nationwide, the Innovation Group concluded that employment decline is the single greatest factor impacting gaming revenues. Therefore, it is critical to evaluate the employment and income trends in the regional market to assess the prospects for gaming spending in the market area.

## *National Trends*

CES occasionally updates historical employment numbers. The following numbers are correct as of July 2018.

The unemployment rate is useful in comparing a state with the national average. However, a declining unemployment rate can result from workers dropping out of the labor force altogether, so it does not necessarily equal economic recovery. Employment is the better measure of recovery.

In terms of employment the Great Recession began at the national level in February 2008, with employment peaking in January 2008. Since then, the U.S. suffered 24 months of declining employment; during the five-month period of November 2008-March 2009 the average monthly decline was 604,000. Employment bottomed out in February 2010 at a low of 129.3 million. Since then it has steadily grown, and now stands at 149.1 million, above (7.7%) its pre-recession peak. However, the working age population has grown by 4% over the same period.

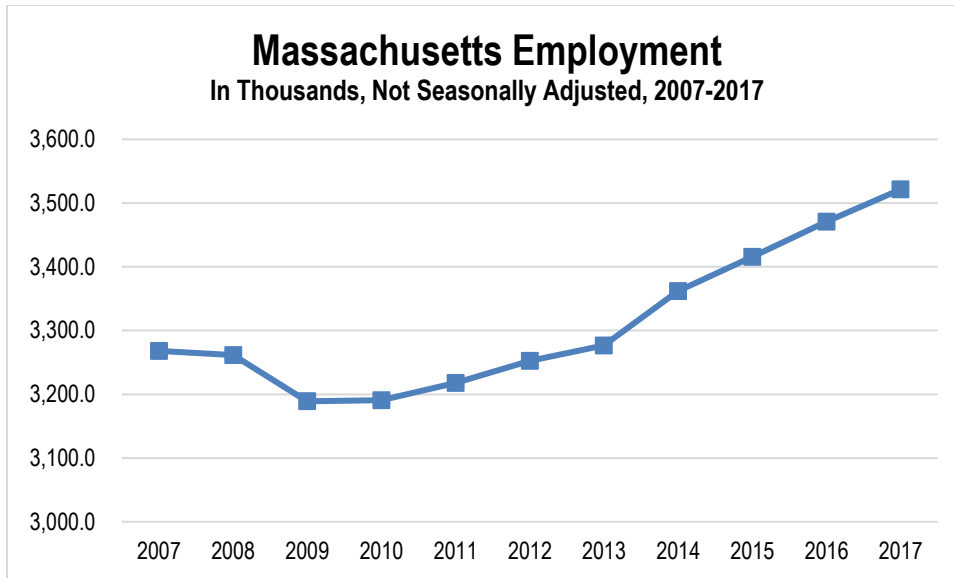


Source: Bureau of Labor Statistics, CES series; most recent month data is preliminary

## Regional Labor Force

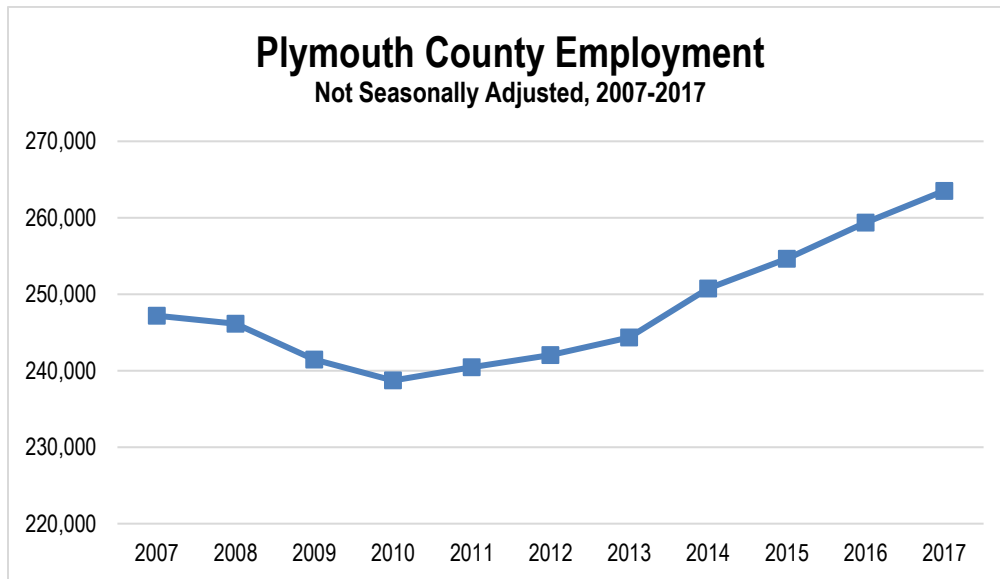
The Innovation Group analyzed employment in two significant regions: Massachusetts as a benchmark and Plymouth County.

The recession hit distinct geographic areas at different times, and recovery has not been consistent in terms of scope or timing. The Bureau of Labor and Statistics provided non-seasonally adjusted employment data for these areas, and therefore the information was analyzed on a yearly basis. In Massachusetts, the recession began in 2008, the same year it occurred on the national level. The chart below illustrates that Massachusetts began to recover in 2009, prior to the time the Nation began to recover in 2010. The recovery in Massachusetts began with a slow and steady climb from 2009 to 2013; however, the recovery has increased more dramatically from 2013 to the current year. July 2013 marked the first month that employment reached the pre-recession levels that existed in Massachusetts. 2017 employment figures were 6.4% higher than those of the pre-recession peak.



Source: Bureau of Labor Statistics, LAUS series

The recession in Plymouth County occurred around the same time as the Massachusetts statewide, but the recovery, as determined by employment, showed a slower rebound. The recession caused a decline in jobs from 2008 to 2010 in Plymouth County. However, once Plymouth County began to recover from the recession, the growth in employment mimicked the growth statewide with a steady increase until 2013 and a more dramatic increase from 2013-2017. As of 2017, employment figures in Plymouth County are 12.5% higher than those of the pre-recession peak.



Source: Bureau of Labor Statistics, LAUS series



## *Unemployment*

The table below depicts historical unemployment statistics for Plymouth County and Massachusetts. The annual unemployment rate continually increased from 2009 through to 2010, peaking at 8.3% in Massachusetts and 8.9% in Plymouth County, but they have since recovered. Currently, both unemployment rates sit below 4% while labor force statistics continue to increase.

<b>Average Annual Unemployment Statistics</b>				
<b>Year</b>	<b>Civilian labor force</b>	<b>Employment</b>	<b>Unemployment</b>	<b>Unemployment rate (%)</b>
<b>Plymouth County</b>				
2009	263,807	241,447	22,360	8.5
2010	262,176	238,720	23,456	8.9
2011	260,735	240,474	20,261	7.8
2012	260,295	242,063	18,232	7.0
2013	262,695	244,330	18,365	7.0
2014	266,779	250,756	16,023	6.0
2015	268,191	254,630	13,561	5.1
2016	270,417	259,364	11,053	4.1
2017	274,224	263,530	10,694	3.9
<b>Massachusetts</b>				
2009	3,470,382	3,189,010	281,372	8.1
2010	3,480,083	3,190,818	289,265	8.3
2011	3,469,308	3,217,754	251,554	7.3
2012	3,485,161	3,252,531	232,630	6.7
2013	3,512,827	3,276,792	236,035	6.7
2014	3,566,237	3,361,811	204,426	5.7
2015	3,588,241	3,415,874	172,367	4.8
2016	3,611,418	3,471,112	140,306	3.9
2017	3,657,173	3,521,482	135,691	3.7

Source: Bureau of Labor Statistics; The Innovation Group

Additionally, the Expanded Gaming Act of 2011 allowed the Massachusetts Gaming Commission to oversee up to three casinos across the state. The act divided the 14 counties into three regions. Region A includes the counties of Suffolk, Middlesex, Essex, Norfolk, and Worcester. Region B includes the counties of Hampshire, Hampden, Franklin, and Berkshire, and Region C includes Bristol, Plymouth, Nantucket, Dukes, and Barnstable counties. The following map shows the layout of the three regions.

## Massachusetts Gaming Regions



Source: Massachusetts Gaming Commission

The following table includes the unemployment statistics of each region. Region C, which includes the subject property, saw the highest levels of unemployment (9.8%) during the recession. However, the region has made a strong recovery with unemployment now equal to that of Region B and slightly below Region A. Region C also has the second highest labor force.

**Regional Unemployment Statistics**

<b>Year</b>	<b>Civilian labor force</b>	<b>Employment</b>	<b>Unemployment</b>	<b>Unemployment rate (%)</b>
<b>Region A</b>				
2009	2,346,396	2,165,368	181,028	7.7
2010	2,390,487	2,205,195	185,292	7.8
2011	2,388,063	2,228,518	159,545	6.7
2012	2,405,584	2,257,518	148,066	6.2
2013	2,428,922	2,278,217	150,705	6.2
2014	2,468,292	2,338,069	130,223	5.3
2015	2,488,537	2,378,669	109,868	4.4
2016	2,510,349	2,420,852	89,497	3.6
2017	2,544,821	2,458,120	86,701	3.4
<b>Region B</b>				
2009	426,331	390,982	35,349	8.3
2010	414,298	376,632	37,666	9.1
2011	410,677	377,150	33,527	8.2
2012	410,067	379,085	30,982	7.6
2013	410,362	378,791	31,571	7.7
2014	414,139	386,310	27,829	6.7
2015	414,579	391,153	23,426	5.7
2016	413,380	394,216	19,164	4.6
2017	416,702	398,287	18,415	4.4
<b>Region C</b>				
2009	697,661	632,658	65,003	9.3
2010	675,300	608,990	66,310	9.8
2011	670,574	612,091	58,483	8.7
2012	669,511	615,929	53,582	8.0
2013	673,548	619,788	53,760	8.0
2014	683,811	637,434	46,377	6.8
2015	685,122	646,050	39,072	5.7
2016	687,687	656,044	31,643	4.6
2017	695,649	665,073	30,576	4.4

Source: Bureau of Labor Statistics, The Innovation Group

**Major Employers**

The following is list of largest employers in Brockton/Plymouth County. Largest employers include those in the private sectors such as WB Mason as well as government agencies, healthcare facilities and education facilities such as the City of Brockton, Signature Healthcare and Massasoit Community College.

### Largest Employers - Brockton

Company	Industry
Barbour Corporation	Manufacturer
Baypointe Rehabilitation Center	Healthcare
Brockton Area Transit Authority	Transportation
Brockton Housing Authority	Housing
City of Brockton	Government
Columbia Gas of Massachusetts	Energy
Concord Foods	Food/Retail
Good Samaritan Medical Center	Healthcare
Massasoit Community College	Education
Montello Heel Manufacturing	Manufacturer
Old Colony YMCA	Recreation
Pharmerica	Pharmaceutical
Signature Healthcare	Healthcare
T.F. Kinnealy & Co., Inc.	Food/Retail
UPS	Postal Service
V.A. Medical Center	Healthcare
W.B. Mason Co., Inc.	Retail
Westgate Mall	Retail

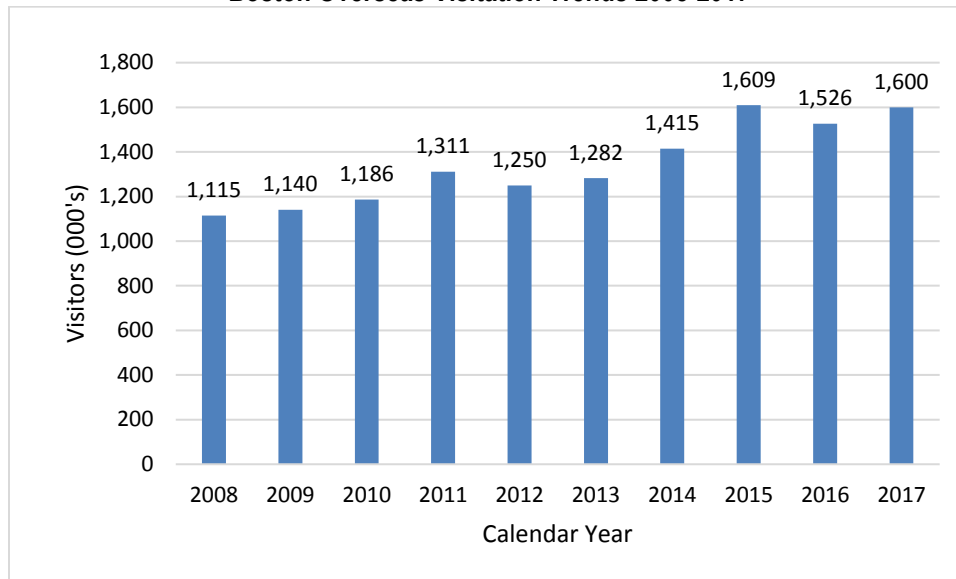
Source: Metro South Chamber of Commerce

## *Tourism*

The City of Brockton is located in Plymouth County between two major tourist destinations in Massachusetts, Cape Cod and Boston. As a result, the casino is strategically located to capture existing tourism to the region.

Boston has seen overseas visitation increase by nearly 100% since 2005 and it is currently ranked one of the top ten international tourist destinations in North America. In 2017, the Boston region received around 20 million tourists, of which 1.6 million were international tourists.

**Boston Overseas Visitation Trends 2008-2017**



Source: Greater Boston Convention and Visitors Bureau

The following table highlights overseas visitation to Boston in 2017. While overseas visitors account for only 8% of overall visitation to the Boston area, they account for nearly 15% of tourism spending. Although a majority of international trips to the region tend to be for leisure purposes, Boston does benefit from a relatively balanced market mix between commercial, group, and leisure visitors.

China has become the largest source of international visitors to the Boston area, at over 250 thousand and accounted for 38% of overseas expenditures in 2017. Additionally, Chinese visitors spend over double the amount per stay of all international visitors at nearly \$5,000.

**2017 Overseas Visitation to Boston**

	China	United Kingdom	Germany	Total Overseas
Visitors	251,000	205,000	110,000	1,600,000
Visitor Spend (MM's)	\$1,249.7	\$274.4	\$121.5	\$3,285.0
Average Spend Per Stay	\$4,979	\$1,339	\$1,105	\$2,053

Source: Greater Boston Convention and Visitors Bureau

Boston is renowned for its historical and cultural facilities as well as world-class educational institutions. The greater Boston area also has a thriving theater scene, several museums and art galleries, and four major league sports teams. The following table lists the top museum attractions in Boston for 2017, ranked by visitation. The top two destinations, Museum of Science and New England Aquarium, are both located in central Boston on the waterfront.

### Top Ranked Museums by Attendance

Rank	Name	2017 Attendance
1	New England Aquarium	1,418,949
2	Museum of Science	1,381,490
3	Museum of Fine Arts, Boston	1,226,431
4	Zoo New England	584,073
5	Boston Children's Museum	578,632
6	Old North Church	547,385

Source: Greater Boston Convention and Visitors Bureau

The greater Boston area also receives a significant amount of domestic tourism, with roughly 63% originating from the New England region. The following table summarizes the economic impact of domestic tourism to the Greater Boston area and Plymouth County. Domestic tourism has a total tax receipt impact of \$650 million between the two areas.

### Impact of Domestic Tourism- 2017

	Greater Boston	Plymouth County
Expenditures (MM's)	\$10,946.2	\$604.9
Payroll (MM's)	\$2,426.5	\$127.1
Employment (000's)	65.9	4.0
State Tax Receipts (MM's)	\$367.6	\$31.2
Local Tax Receipts (MM's)	\$222.5	\$28.7

Source: Massachusetts Office of Travel and Tourism

Plymouth County is included in the Boston Metropolitan Statistical Area (MSA) and stretches south along the coast to Cape Cod. The county was established over 300 years ago and is home to some of the earliest settlements and historically significant properties in the United States.

Brockton is the county seat and also the most populated city in Plymouth County. Brockton's largest attractions are Campanelli Stadium and the Westgate Mall shopping center. The stadium opened in 2002 for the Brockton Rox baseball team with a capacity of 6,000, making it an ideal venue for other large scale events and concerts. The city also paid tribute to its most famous resident, undefeated heavyweight boxer Rocky Marciano, by erecting a 20ft statue of the fighter at Champion Park near Brockton High School and Campanelli Stadium.

## *Traffic*

As previously noted, the proposed site is located 1.5 miles east from Exit 17 off Route 24, a six-lane expressway that connects to Interstates I-93 and I-495. The Massachusetts Department of Transportation listed the most current data for these routes as 2015. Route 24 is generally a north-south roadway that provides the greatest access to the site and will likely account for the majority of trips. As seen in the table below, the AADT (Average Annual Driving Traffic) on Route 24 has increased slightly from 102,744 in 2014 to 105,152 in 2015 and is still significantly higher than traffic on I-495 to the south. The AADT on I-93 in southern Boston grew by 7% in 2015 reaching 172,586 near the Route 24 interchange.



**AADT Near Brockton**

<b>Street</b>	<b>2014</b>	<b>2015</b>	<b>Growth</b>
Route 24 north of Belmont	102,744	105,152	2.3%
I-93 near MA-24 Interchange	172,586	174,090	0.9%
I-495 near MA-24 Interchange	69,877	74,703	6.9%

Source: Massachusetts Department of Transportation

## COMPETITIVE ENVIRONMENT

Existing competition for the proposed casino in Brockton will come mainly from casinos in neighboring states, specifically Rhode Island and Connecticut. Twin River and Newport casinos are less than an hour from Brockton, and the Newport casino will be closed as of August 28<sup>th</sup>, 2018 and the license will transfer to Tiverton Casino Hotel which is slightly closer to Brockton. Additionally, Foxwoods and Mohegan are twice the distance but two of the largest casinos in the U.S. outside of Las Vegas, NV.

More distant competitors include casinos in New York and Maine.

In addition to the existing facilities, for the purposes of this analysis, two facilities in the Catskill/Hudson Valley region and two casinos in Massachusetts, as well as a proposed casino in East Windsor, Connecticut have also been included as competitors for the proposed casino in Brockton.

Gaming revenue described in this section is net of free play.

The following table presents all of the existing competitive casinos in the Brockton region:

Existing Competitive Casinos				
Location	Name	Machines	Tables	Positions
Ledyard, CT	Foxwoods Casino	6,088	441	8,734
Montville, CT	Mohegan Sun Resort	5,613	350	7,713
Yonkers, NY	Empire City at Yonkers Raceway	5,349	0	5,349
Jamaica, NY	Resorts World Casino at Aqueduct	5,005	0	5,005
Lincoln, RI	Twin River Casino	4,220	80	4,700
Saratoga Springs, NY	Saratoga Gaming and Raceway	1,782	0	1,782
Schenectady, NY	Rivers Casino and Resort	1,150	82	1,642
Plainville, MA	Plainridge Park Casino	1,250	0	1,500*
Monticello, NY	Monticello Casino and Raceway	1,110	0	1,110
Newport, RI	Newport Grand Slots Casino	1,097	0	1,097
Bangor, ME	Hollywood Casino Hotel & Raceway Bangor	921	16	1,017
Oxford, ME	Oxford Casino	811	22	943
<b>Total</b>	<b>12</b>	<b>34,396</b>	<b>991</b>	<b>40,592</b>

Source: The Innovation Group, Various Gaming Boards and Commissions, CasinoCity.com; \*Note: Plainridge has electronic tables that count as one machine but that bring its seat count to approximately 1,500 positions.

## *Existing*

This section details the eleven existing competitors within Brockton's gaming market categorized by state.

### **Connecticut**

#### *Mohegan Sun Casino*

The Mohegan Sun Casino and Entertainment complex opened in October 1996. The Mohegan Sun is located on a 185-acre site on the Tribe's reservation overlooking the Thames River with direct access from Interstate 395 and Connecticut Route 2A. Mohegan Sun is approximately 100 miles from Brockton, Massachusetts. In fiscal 2002, the property completed a major expansion of Mohegan Sun known as Project Sunburst, which included increased gaming, restaurant and retail space, an entertainment arena, an approximately 1,200-room luxury Sky Hotel Tower and approximately 100,000 square feet of convention space. In fiscal 2007 and 2008, the Sunrise Square and Casino of the Wind components of Project Horizon expansions were completed. The property now boasts 3.1 million square feet of gaming, food and beverage, and entertainment space.

Mohegan Sun's gaming revenues have been declining due to a combination of the effects from the national economic recession and the development of competitive facilities in Pennsylvania and the New York VLTs. The property currently offers 4,145 machines and 300 table games.

**Mohegan Sun Casino Resort, Montville, CT Slot Performance Statistics**

<b>Year</b>	<b>Gaming Revenue</b>	<b>Change</b>	<b>Machines</b>	<b>Change</b>	<b>Win per Position</b>	<b>Change</b>
2008	\$728,024,927		7,734		\$257	
2009	\$684,424,106	-6.0%	7,641	-1.2%	\$245	-4.6%
2010	\$649,020,622	-5.2%	6,964	-8.9%	\$255	4.0%
2011	\$633,815,234	-2.3%	6,440	-7.5%	\$270	5.6%
2012	\$576,794,502	-9.0%	6,276	-2.5%	\$252	-6.6%
2013	\$530,572,312	-8.0%	5,921	-5.7%	\$246	-2.5%
2014	\$483,559,414	-8.9%	5,693	-3.9%	\$233	-5.2%
2015	\$465,010,320	-3.8%	4,695	-17.5%	\$271	16.6%
2016	\$456,156,085	-1.9%	4,466	-4.9%	\$279	2.9%
2017	\$468,048,004	2.6%	4,145	-7.2%	\$309	10.8%

Source: Connecticut Gaming Board; The Innovation Group

Table revenue is not subject to revenue sharing and therefore is not reported through the Connecticut Gaming Board. However, the Mohegan Tribal Gaming Authority (MTGA) releases table game revenues in its reporting to the Securities and Exchange Commission. Altogether, gaming revenues at Mohegan Sun are approximately \$910 million in 2016, with table revenue accounting for about 35% of win.

**Mohegan Sun Total Gaming Revenues (\$MMs)**

	FY2016	FY2015	FY2014	FY2013	FY2012
Slot rev	\$592.1	\$582.5	\$582.1	\$618.7	\$675.1
Table rev	\$317.8	\$297.2	\$293.3	\$310.0	\$302.6
Total gaming rev	\$909.9	\$879.7	\$875.4	\$928.6	\$977.7
# of slots	5,267	5,268	5,470	5,553	6,038
# of tables	325	325	330	327	353
Table rev ratio	34.9%	33.8%	33.5%	33.4%	31.0%

Fiscal years ending Sept. 30

***Foxwoods Casino***

The Foxwoods Casino is located near the town of Ledyard, Connecticut along the Thames River in New London County approximately 95 miles from Brockton, Massachusetts. Foxwoods was founded in 1986 as a bingo hall and was later converted to a casino in 1993. The property features over 4.7 million square feet of gaming, food and beverage and entertainment space and is one of the largest casino resorts in the world. Foxwoods latest expansion, the MGM Grand at Foxwoods was a \$700 million addition in 2008.

Slot revenues continued to decline to \$728 million in the year 2008 from a total of \$783 million in the year 2007 despite the expansion; however, the expansion at the facility coincided with the national economic recession. Gaming revenues continued to decrease at the resort given the opening of competitive facilities and their amenities in Pennsylvania and the VLTS racinos in New York and the soft economy. However, 2017 saw its first year of growth in gaming revenue in over a decade. Foxwoods currently offers about 4,100 machines, and over 250 table games.

**Foxwoods Casino, Ledyard, CT Slot Performance Statistics**

Year	Gaming Revenue	Change	Machines	Change	Win per Position	Change
2008	\$728,024,927		7,734		\$257	
2009	\$684,424,106	-6.0%	7,641	-1.2%	\$245	-4.6%
2010	\$649,020,622	-5.2%	6,964	-8.9%	\$255	4.0%
2011	\$633,815,234	-2.3%	6,440	-7.5%	\$270	5.6%
2012	\$576,794,502	-9.0%	6,276	-2.5%	\$252	-6.6%
2013	\$530,572,312	-8.0%	5,921	-5.7%	\$246	-2.5%
2014	\$483,559,414	-8.9%	5,693	-3.9%	\$233	-5.2%
2015	\$465,010,320	-3.8%	4,695	-17.5%	\$271	16.6%
2016	\$456,156,085	-1.9%	4,466	-4.9%	\$279	2.9%
2017	\$468,048,004	2.6%	4,145	-7.2%	\$309	10.8%

Source: Connecticut Gaming Board; The Innovation Group

The following table shows fiscal years so slot revenue does not match the previous calendar-year tables above.

**Foxwoods Total Gaming Revenues (\$MMs)**

	FY2016	FY2015
Slot rev	\$481.4	\$483.1
Table rev	\$245.1	\$234.4
Total gaming rev	\$726.5	\$717.5
# of slots	5,807	5,808
# of tables	428	429
Table rev ratio	33.7%	32.7%

Fiscal years ending Sept. 30

## Rhode Island

### *Twin River Casino*

The Twin River Casino in Lincoln, Rhode Island is approximately 50 miles southwest of Brockton, located at the former Lincoln Greyhound Park off State Highway 146. The racetrack, just 10 minutes from downtown Providence, began offering video lottery terminals in 1992 and completed a \$220 million expansion in 2007 under new ownership. In 2012 voters approved a state referendum to allow live table games at the Twin River Casino.

The facility includes a 190,000 square foot gaming floor, 9 food and beverage options and a 29,000 square foot event center frequently hosting national acts and live boxing/MMA fights. The facility has a 135-room on-site hotel. The casino at Twin River currently offers guest over 4,200 slots, 80 gaming tables with a separate poker room and a simulcast racebook betting room.

**Twin River Property Statistics**

Year	Slot Revenue	Machines	Table Revenue	Table Games	Total Revenue	Change	Win per Position
2008	\$407,503,857	4,748			\$407,503,857		\$234.5
2009	\$399,662,955	4,741			\$399,662,955	-1.9%	\$231.0
2010	\$423,660,592	4,749			\$423,660,592	6.0%	\$244.4
2011	\$462,793,306	4,748			\$462,793,306	9.2%	\$267.1
2012	\$477,827,613	4,751			\$477,827,613	3.2%	\$274.8
2013	\$470,391,984	4,592	\$41,322,389	66	\$511,714,373	7.1%	\$281.1
2014	\$466,015,784	4,537	\$99,886,924	80	\$565,902,708	10.6%	\$309.0
2015	\$456,830,932	4,408	\$114,446,240	80	\$571,277,172	0.9%	\$320.2
2016	\$438,054,054	4,258	\$135,048,433	80	\$573,102,487	0.3%	\$330.5
2017	\$434,829,065	4,212	\$143,855,958	80	\$578,685,023	1.0%	\$337.9

Source: Rhode Island Lottery; The Innovation Group

### *Newport Grand Casino*

Newport Grand Casino was located off the exit from the Claiborne Pell Newport Bridge on Aquidneck Island, approximately 50 miles south of Brockton. Formerly known as Newport Grand Slot parlor, Twin River Management Group finalized the purchase of this casino in July 2015 with intentions of relocating the gaming license to Tiverton, RI. Newport closed as of August 28<sup>th</sup>,

2018 and Tiverton opened on September 1<sup>st</sup>, 2018. Tiverton will be the closest competitor in terms of distance to Brockton.

The current facility has a 50,000 square foot gaming floor, two dining options and one lounge. The casino currently offers 1,097 slots and simulcast racebook betting for greyhound, horse and jai alai races across the country. Slot revenues at Newport Grand have declined over the last decade and while Twin River has expanded into table games, voters refused the state referendum to allow table games at this facility. However, the Tiverton Casino hotel will feature 32 table games and an 84-room hotel.

<b>Newport Property Statistics</b>				
<b>Year</b>	<b>Machines</b>	<b>Slot Revenue</b>	<b>Change</b>	<b>Win per Position</b>
2008	1,244	\$67,546,725		\$148.4
2009	1,484	\$61,505,924	-8.9%	\$113.5
2010	1,182	\$53,297,539	-13.3%	\$123.6
2011	1,097	\$50,071,495	-6.1%	\$125.0
2012	1,093	\$50,131,054	0.1%	\$125.3
2013	1,093	\$46,350,614	-7.5%	\$116.2
2014	1,097	\$45,179,615	-2.5%	\$112.9
2015	1,097	\$44,543,308	-1.4%	\$111.3
2016	1,096	\$46,006,384	3.3%	\$114.7
2017	1,097	\$46,166,038	0.3%	\$115.3

Source: Rhode Island Lottery; The Innovation Group

## Massachusetts

### *Plainridge Park Casino*

Plainridge Park Casino, owned by Penn National Gaming, is the newest competitor in the market having opened in late June 2015 at the Plainridge harness-racing track on Route 1 about 20 miles west of Brockton. The racetrack became the first and only slot parlor and live harness racing venue in the state. The \$225 million facility includes 8 food and beverage options, one live entertainment lounge bar and parking garage. The casino offers gamers over 1,250 slots, video table games and simulcast and live harness racebook betting. Plainridge generated revenue of \$165 million in its first full year of operation.

<b>Plainridge Property Statistics</b>				
<b>Year</b>	<b>Machines</b>	<b>Slot Revenue</b>	<b>Change</b>	<b>Win per Position</b>
2016	1,250	\$155,041,918		\$338.9
2017	1,250	\$164,786,230	6.3%	\$361.2

Source: Massachusetts Gaming Commission; The Innovation Group



## New York

### *Saratoga Springs*

Saratoga Gaming and Raceway is a ½-mile standardbred harness racing dirt track located in Saratoga Springs, New York, just across Nelson Avenue from Saratoga Race Course which hosts thoroughbred racing each August. Saratoga Raceway aka The Saratoga Equine Sports Center – otherwise known as the Saratoga Gaming and Raceway – was opened in 1941 as a facility for American harness racing and was the third racetrack in the State of New York to feature pari-mutuel wagering. The casino opened in January 2004 featuring approximately 1,300 video lottery terminals. The casino now features 1,700 video lottery terminals.

**Saratoga Springs Historical Gaming Revenues**

Year	Gaming Revenue	Change	Machines	Change	Win per Position	Change
2008	\$134,373,560		1,770		\$207	
2009	\$136,038,290	1.2%	1,770	0.0%	\$211	1.5%
2010	\$139,721,687	2.7%	1,775	0.3%	\$216	2.4%
2011	\$150,420,830	7.7%	1,782	0.3%	\$231	7.3%
2012	\$159,751,975	6.2%	1,780	-0.1%	\$245	6.0%
2013	\$159,594,798	-0.1%	1,782	0.1%	\$245	0.1%
2014	\$158,765,338	-0.5%	1,782	0.0%	\$244	-0.5%
2015	\$160,919,293	1.4%	1,763	-1.0%	\$250	2.4%
2016	\$167,212,392	3.9%	1,718	-2.6%	\$266	6.4%
2017	\$137,438,160	-17.8%	1,707	-0.6%	\$221	-17.1%

Source: New York Lottery, The Innovation Group

### *Monticello Raceway*

The Monticello Gaming and Raceway originally opened in June 1958 featuring the “Mighty M” half mile track featuring standard bred horse races. The casino portion opened in June 2004 featuring 1,700 video lottery terminals, but it has since scaled back to 1,110. Gaming revenue has fluctuated up and down, but roughly stayed flat over the last decade at \$58 million.

### Monticello Raceway Historical Gaming Revenues

Year	Gaming Revenue	Change	Machines	Change	Win per Position	Change
2008	\$58,109,181		1,587		\$100	
2009	\$53,751,367	-7.5%	1,401	-11.7%	\$105	5.0%
2010	\$57,394,484	6.8%	1,089	-22.3%	\$144	37.3%
2011	\$60,918,062	6.1%	1,110	1.9%	\$150	4.2%
2012	\$63,873,596	4.9%	1,110	0.0%	\$157	4.6%
2013	\$62,821,386	-1.6%	1,110	0.0%	\$155	-1.4%
2014	\$59,142,393	-5.9%	1,110	0.0%	\$146	-5.9%
2015	\$59,326,309	0.3%	1,110	0.0%	\$146	0.3%
2016	\$61,086,135	3.0%	1,110	0.0%	\$150	2.7%
2017	\$58,508,310	-4.2%	1,110	0.0%	\$144	-4.0%

Source: New York Lottery, The Innovation Group

### *Empire City at Yonkers Raceway*

Yonkers Raceway, founded in 1899 in Yonkers as the Empire City Race Track, is a one-half-mile standardbred harness racing dirt track. The casino opened in October 2006 after a \$225 million renovation and featured only 1,870 video lottery terminals. The casino now features approximately 5,200 video lottery terminals.

### Yonkers Raceway Historical Gaming Revenues

Year	Gaming Revenue	Change	Machines	Change	Win per Position	Change
2008	\$486,459,681		5,339		\$249	
2009	\$540,495,929	11.1%	5,320	-0.4%	\$278	11.8%
2010	\$582,229,271	7.7%	5,309	-0.2%	\$300	7.9%
2011	\$624,432,033	7.2%	5,351	0.8%	\$320	6.4%
2012	\$544,698,569	-12.8%	4,987	-6.8%	\$298	-6.7%
2013	\$559,946,387	2.8%	5,327	6.8%	\$288	-3.5%
2014	\$537,491,608	-4.0%	5,344	0.3%	\$276	-4.3%
2015	\$558,287,537	3.9%	5,277	-1.3%	\$290	5.2%
2016	\$589,716,723	5.6%	5,232	-0.8%	\$308	6.2%
2017	\$599,218,590	1.6%	5,221	-0.2%	\$314	2.1%

Source: New York Lottery; The Innovation Group

### *Resorts World Casino at Aqueduct Racetrack*

The Aqueduct Racetrack is a horse racing facility in Jamaica, New York with three tracks that feature thoroughbred racing. The Resorts World casino opened in October of 2011, and features over 5,000 gaming machines, including electronic table games that are extremely popular with the Asian population in Queens and Brooklyn.

### Aqueduct Historical Gaming Revenues

Year	Gaming Revenue	Change	Machines	Change	Win per Position	Change
2011*	\$89,293,498		2,919		\$471	
2012	\$672,570,324		4,954	69.7%	\$371	-21.2%
2013	\$785,128,863	16.7%	5,004	1.0%	\$430	15.9%
2014	\$807,988,805	2.9%	5,003	0.0%	\$442	2.9%
2015	\$831,222,582	2.9%	5,060	1.1%	\$450	1.7%
2016	\$826,486,601	-0.6%	5,423	7.2%	\$416	-7.5%
2017	\$702,120,545	-15.0%	5,207	-4.0%	\$369	-11.3%

Source: New York Lottery; \*2011 has 65 Days, The Innovation Group

### *Rivers Casino & Resort*

Rivers Casino & Resort is a \$330 gaming and entertainment venue located in Schenectady, New York, which is roughly 200 miles west of Brockton. Rivers Casino opened in February of 2017. The venue opened its hotel in the second quarter of operations. The property offers roughly 1,150 slot machines and 80 table games. In its first complete Fiscal Year in operation, Rivers Casino reported approximately \$140 million in GGR.

### Rivers Historical Gaming Revenues

Year	Slot Revenue	Machines	Table Revenue	Table Games	Total Revenue	Change	Win per Position
2017	\$82,016,111	1,150	\$40,611,458	67	\$122,627,569		\$216
Last 12 Months	\$97,537,310	1,150	\$44,947,233	67	\$142,484,543	n/a	\$252

Source: New York Lottery; \*2017 has 327 Days, The Innovation Group

### *Resorts World Catskills*

Resorts World Catskills was the last of the four nontribal casinos licensed by the state of New York in 2014 to open. Gaming operations at this \$900 million hotel casino located at the old Concord Hotel near Monticello started in February of 2018. The hotel has 332 rooms and the casino floor has over 2,150 slot machines and 150 table games including poker. In its first full month of operations, the casino generated \$12.4 million in GGR.

### Resorts World Historical Gaming Revenues

Year	Slot Revenue	Machines	Table Revenue	Table Games	Total Revenue	Change	Win per Position
2018*	\$31,727,284	2,153	\$23,814,682	125	\$55,541,966	n/a	\$233

Source: New York Lottery; \*2018 has 82 Days of data, The Innovation Group

## Maine

### *Hollywood Casino Hotel & Raceway Bangor*

Hollywood Casino is located at the junction of Interstates I-95 and I-395 next to the Penobscot River in Bangor, central Maine. The facility is almost 5 hours or 275 miles north of Brockton, MA and is not considered a strong competitor. The casino first opened in 2005 at a temporary location before building the current facility at an existing racetrack in 2008. The casino is operated by Penn National Gaming, who expanded casino operations in 2012 to include the state's first table games. The facility currently includes a 152-room hotel, three dining options, one live entertainment lounge, banquet facilities, live-harness racetrack and 10,000 square foot gaming floor currently offering 784 slots and 16 poker and table games.

**Hollywood Casino Bangor Property Statistics**

Year	Slot Revenue	Machines	Table Revenue	Tables	Total Revenue	Change	Win per Position
2008	\$50,515,382	740			\$50,515,382		\$187
2009	\$59,224,270	1,000			\$59,224,270	17.2%	\$162
2010	\$61,667,214	1,000			\$61,667,214	4.1%	\$169
2011	\$59,453,078	1,000			\$59,453,078	-3.6%	\$163
2012	\$56,212,925	936	\$6,470,964	16	\$62,683,888	5.4%	\$166
2013	\$47,269,709	909	\$7,388,848	16	\$54,658,557	-12.8%	\$149
2014	\$46,410,579	877	\$8,026,814	16	\$54,437,393	-0.4%	\$153
2015	\$44,274,063	763	\$8,966,225	16	\$53,240,288	-2.2%	\$170
2016	\$43,494,044	779	\$9,133,204	17	\$52,627,248	-1.2%	\$163
2017	\$41,698,800	773	\$8,730,574	18	\$50,429,374	-4.2%	\$157

Source: Maine Gaming Board; The Innovation Group

### *Oxford Casino*

The Oxford Casino opened in 2012 as Black Bear Four Season Resort & Casino but changed its name before being sold to Churchill Downs Inc. the following year. The facility is located 20 miles off Interstate I-95 just outside of Oxford in southwest Maine. The casino currently has three dining options and a 30,281 square foot gaming floor with over 850 slots, 28 table games and 12-seat video poker bar. A 107-room hotel as opened in November of 2017.

**Oxford Casino Property Statistics**

Year	Slot Revenue	Machines	Table Revenue	Tables	Total Revenue	Change	Win per Position
2012	\$29,887,262	688	\$6,652,279	16	\$36,539,541		\$218
2013	\$58,353,948	811	\$13,261,868	23	\$71,615,816	96.0%	\$207
2014	\$58,368,047	858	\$14,464,188	26	\$72,832,235	1.7%	\$197
2015	\$62,091,956	855	\$14,475,213	26	\$76,567,169	5.1%	\$208
2016	\$64,856,476	857	\$15,637,882	27	\$80,494,358	5.1%	\$218
2017	\$68,722,796	852	\$17,564,142	28	\$86,286,938	7.2%	\$234

Source: Maine Gaming Board; \*2012 has 213 Days, The Innovation Group

*Proposed*

**Massachusetts**

In November 2011, Massachusetts gaming legislation approved three resort casinos. The bill establishes three different regions for casinos, including one that encompasses the four Western Massachusetts counties – Hampshire, Hampden, Franklin and Berkshire – known as region B. Suffolk, Middlesex, Essex, Norfolk and Worcester counties are in region A, and Bristol, Plymouth, Barnstable, Nantucket and Dukes counties are in region C. For the three resorts, the bill also calls for a minimum investment of \$500 million, not including land costs, license fee, or off-site infrastructure mitigation. Massachusetts Gaming Commission awarded licenses to MGM Resorts International for Region B and Wynn Resorts for Region A.

*Springfield*

MGM opened its nearly \$1 billion integrated resort in Springfield on August 24<sup>th</sup>, 2018. The property includes a 250-room hotel tower and 125,000 square feet of gaming space with 2,550 slot machines and 120 gaming tables. Additionally, it provides typical amenities found in such resort properties such as restaurants, spas, retail shops, and meeting space in addition to an 8,000-seat entertainment venue, TopGolf swing suite, and a bowling alley.

*Everett*

Wynn Resorts plans to develop a \$2.5 billion casino at the former Monsanto Chemical Plant site on the Mystic River in Everett, a northern suburb of Boston. Development of the 33-acre waterfront property is to be complete in one phase starting with the environmental clean-up and transportation infrastructure improvements. The proposed resort, named Encore Boston Harbor, will focus on open-space amenities to reconnect the public to the waterfront through a harborwalk, park, pavillion and docking facilities for ferry operations to Boston. The project also includes 670 hotel accommodations, spa, retail, multiple food and beverage options, convention space and parking garage. The casino gaming floor is estimated to offer patrons over 3,000 slots and 150 table games and is expected to open in June 2019.

**Connecticut**

MMCT Venture LLC, the joint venture formed by the Mashantucket Pequot and Mohegan tribes, plans to develop a \$300-\$400 million venue with 100,000 square feet of gaming space in East

Windsor, Connecticut. The Native American tribes that own Foxwoods Resort Casino and Mohegan Sun say they plan a fall 2018 groundbreaking at their planned East Windsor casino, which would suggest an opening date in 2020. The expansion casino would be roughly a 20-minute drive south of MGM Springfield and its opening is aimed at keeping gambling dollars and preserving jobs tied to the gambling industry in Connecticut. This proposed casino would not have a material effect on the Eastern Massachusetts market.

Additionally, MGM Resorts International plans to continue fighting the expansion in court where MGM has argued that Connecticut wrongly denied them an opportunity to compete for the commercial gaming license. MMCT said the proposed casino would have roughly 2,000 slot machines and 60 table games.

# SPORTS BETTING AND ONLINE ANALYSIS

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In May, the Supreme Court of the United States ruled in favor of New Jersey in *Murphy v. NCAA*, overturning PASPA, the Professional and Amateur Sports Protection Act. PASPA was the legislation that effectively rendered sports betting illegal in most of the United States. This SCOTUS ruling puts the legislation and regulation of sports wagering in the hands of the states. In addition to Nevada, many states, such as New Jersey, Delaware, Pennsylvania, Mississippi, New York, and West Virginia, have already passed legislation legalizing sports wagering, and several other states have bills being considered in their legislatures.

Additionally, casinos in other states, like New Jersey, are in markets that allow with online gambling and Daily Fantasy Sports (DFS) options. This section gives a brief overview of the markets in the immediate area around Massachusetts.

## Massachusetts

Massachusetts passed legislation related to sports betting, but only a *study bill* (S 2273), compelling the state to research the impact of sports betting in the commonwealth. The (Senate) Committee on Economic Development and Emerging Technologies is currently acting on this bill, which states that:

*[Should PASPA be repealed...] there shall be a special commission to conduct a comprehensive study and offer proposed legislation relative to the regulation of online sports betting. The commission shall convene within 30 calendar days following any decision by the United States Supreme Court, and shall review all aspects of online sports betting including, but not limited to: economic development, consumer protection, taxation, legal and regulatory structures, burdens and benefits to the commonwealth and any other factors the commission deems relevant.*

And specifically that the commission:

*shall submit recommendations for legislation with the clerks of the senate and the house of representatives not later than 120 calendar days following the decision by the United States Supreme Court.*

This gives the commission until 9/11/2018 to develop recommendations for legislation. And, we remark that this mandate specifically includes a directive to include recommendations around online sports wagering. With MGM Springfield and Encore Boston Harbor opening this year, we believe Massachusetts is very likely to legalize sports wagering online, or at minimum on offsite mobile devices, sometime in 2019.

## Connecticut

Connecticut passed sports betting legislation in 2017. This bill authorizes sports betting in the state of Connecticut, subject to the development of a regulatory framework. In other words, sports betting is legal, but there is no mechanism by which either of the operators in the state – the Mashantucket Pequot Tribe (Foxwoods) or the Mohegan Tribe (Mohegan Sun) – can actually offer it. Further complicating matters are tribal compacts and exclusivity agreements. Since sports betting is a class III game, current compacts would need to be renegotiated in order for Foxwoods or Mohegan Sun to allow sports betting. The tribes also argue that their exclusivity agreements extend to sports wagering and that having legal



sports wagering in CT anywhere except at Foxwoods and Mohegan Sun would be in violation of their exclusivity agreement (and grounds to withhold hundreds of millions of dollars in exclusivity fees paid annually to the state). The legislature is adjourned until January 2019, so it appears very unlikely that Connecticut will develop regulations this year.

## Rhode Island

Rhode Island is one of the six states that has legal sports betting but is also one of the three states in that group that is still in the preparation stages. The State of Rhode Island passed legislation that legalized sports betting in June 2018 and is expected to start operations in November of 2018. The legislation has put the Rhode Island Lottery in charge of overseeing sports betting within the state. Additionally, the bill imposes a revenue sharing system where the state of Rhode Island receives 51% of GGR, the operator receives 32% of GGR, and the casino receives the remaining 17% of GGR. This revenue sharing system, in effect, operates as a heavy tax on sports betting, and therefore produced only a sole bidder, IGT, for the sports betting technology vendor for Rhode Island. Recently, it was announced that William Hill would partner with IGT to operate as the risk management services for the sports betting operations.

## Conclusion

Sports betting can be seen as opportunity to bring in additional revenue to existing casinos. While Connecticut and Rhode Island are in the process of making sports betting available to the public, it is the belief of The Innovation Group that all three states will have legalized sports betting available to the public in either a land-based or mobile format in the near future.

It is important to note that while there is potential for some substitution effect in total spend between sports bettors and other casino patrons, the demographics of the average sports bettor skews younger than slot players and even table gamers. Studies have found that the average sports bettor is between the ages of 18-34<sup>2</sup>. Additionally, these players tend to be familiar with casinos and have the potential to spend additional dollars once on the casino floor at a table or slot during a visit to a legal sports book.

In addition to new sports betting ventures, Massachusetts and the competitive markets have the opportunity to pass legislation regarding online gambling and DFS. Recently, the Massachusetts House of Representatives passed an amendment removing the sunset clause on the laws regulating DFS, making a move in the direction towards permanent legalization of the gaming format.

Rhode Island elected to hold off on allowing online betting; it is expected that the State will reconsider in the long run as Massachusetts and Connecticut consider legislation allowing these wagers. Using New Jersey as a precedent, online gaming is expected to cause minimal cannibalization of land-based casino revenues and foster potential international partnerships with existing online formats.

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<sup>2</sup> HUMPHREYS, BRAD R., PEREZ, LEVI, Who Bets on Sports? Characteristics of Sports Bettors and the Consequences of Expanding Sports Betting Opportunities. *Estudios de Economía Aplicada*, vol. 30, no. 2, 2012, pp. 579-597

# GAMING MARKET ANALYSIS

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## *Methodology*

In developing this analysis, a gravity model was employed. Gravity models are commonly used in location studies for commercial developments, public facilities and residential developments. First formulated in 1929 and later refined in the 1940s, the gravity model is an analytical tool that defines the behavior of a population based on travel distance and the availability of goods or services at various locations. The general form of the equation is that attraction is directly related to a measure of availability such as square feet and inversely related to the square of the travel distance. Thus the gravity model quantifies the effect of distance on the behavior of a potential patron, and considers the impact of competing venues.

The basic formulation is that the interaction between two or more gaming venues is based on Newton's Law of Universal Gravitation: two bodies in the universe attract each other in proportion to the product of their “masses” – here, gaming positions – and inversely as the square distance between them. Thus, expected interaction between gaming venue  $i$  and market area  $j$  is shown as:

$$k \times \frac{N_i \times P_j}{d_{ij}^2}$$

where  $N_i$  = the number of gaming positions in gaming venue  $i$ ,  $P_j$  = the population (21+) in market area  $j$ ,  $d_{ij}$  = the distance between market area  $j$  and gaming venue  $i$ , and  $k$  = an attraction factor relating to the quality and amenities to be found at each gaming venue in comparison to the competing set of venues. When this formulation is applied to each gaming venue gaming trips generated from any given zip code are then distributed among all the competing venues.

The gravity model included the identification of 16 discrete market areas based on drive times and other geographic features and the competitive environment. Using our GIS software and CLARITAS database<sup>3</sup>, the adult population (21 and over), latitude and longitude, and average household income is collected for each zip code.

Each of these market areas is assigned a unique set of propensity and frequency factors. Gamer visits are then generated from zip codes within each of the areas based on these factors. The gamer visits thus generated are then distributed among the competitors based upon the size of each

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<sup>3</sup>The GIS software used was MapInfo. This software allows for custom data generally in a tabular format with a geographic identification code (census tract, zip code, latitude and longitude, or similar identifier) to be mapped or displayed and integrated with other geographic census based information such as location of specific population or roadways. MapInfo is one of the most widely used programs in the geographic information systems industry. Nielsen Claritas is a vendor of demographic information located in the United States. Nielsen Claritas provides census demographic and psychographic data on a variety of geographic levels of detail ranging from census block groups and counties to postal zip codes. Their information is updated every six months and includes a current year estimate and provides a five year forecast for the future. The Innovation Group has utilized this data for inputs to its models for the last six years and has purchased full access to their demographic database for the entire United States.

facility, its attractiveness and the relative distance from the zip code in question. The gravity model then calculates the probabilistic distribution of gamer visits from each market area to each of the gaming locations in the market.

Each travel distance/time is evaluated to determine the likely alternative gaming choices for residents of the region. The model is constructed to include only those alternative venues that are considered to be within a reasonable travel time. These include competing casinos that have the potential to attract patrons, or siphon off visits from the market. Travel distances and time have been developed through use of our GIS system.

The following section provides a description and definition of the various components of the model.

### *Gamer Visits*

This measure is used to specify the number of patron trips to a gaming market, where an individual can make any number of separate visits in the course of a year. In order to estimate the gamer visits, market penetration rates, made up of the separate measures of propensity and frequency, are applied to the adult population in each zip code. A gamer visit can include more than one visit to a casino.

### *Propensity*

Propensity measures the percentage of adults who will participate in casino gaming within the zip code. This varies based upon a number of factors, which includes the number of gaming venues, their type (i.e. landbased versus cruising riverboat versus dockside riverboat), games permitted, availability of other entertainment and leisure options, and most importantly distance from a gaming venue. Propensity in the inner market areas from 0-50 miles can vary between the high thirty per cent range in a single cruising riverboat market to the fifty percent range, or more, for multiple land-based casinos with a well-developed array of amenities.

### *Frequency*

This measures the average number of visits that an adult will make annually to casinos in the subject market. Frequency is a function of annual gaming budget as indicated by income variations, the number of venues in the market, the type of gaming facility and most importantly distance from a gaming venue.

### *MPI (Market Potential Index)*

Propensity also varies as a function of each market's average market potential index (MPI) score. MPI scores are generated by Simmons Survey, a respected consumer research firm that conducts a nationwide survey of consumer behavior, including propensity to gamble at a casino. This score is an indication of the degree of likelihood that a person will participate in gaming based upon their lifestyle type. The MPI score inflates or discounts the participation rate of each zip code. For example, if a market area has an overall participation rate of 4.0 (propensity of 40% times frequency of 10), an MPI score of 120 for a particular zip code would effectively inflate the participation rate of that zip code to 4.8 (4.0 times 120%). The overall MPI score for the market area is a weighted average of all the zip codes within the area.

### *Win per Visit*

Win per visit varies not only by gaming jurisdiction, but also in some cases by individual facilities. Normatively, win per visit is a function of distance and income. Gamers traveling greater distances tend to spend more per visit, typically making fewer gamer visits on average.

### *Attraction Factors*

Attraction factors measure the relative attraction of one gaming venue in relation to others in the market. Attraction factors are applied to the size of the gaming venue as measured by the number of positions it has in the market. Positions are defined as the number of gaming machines plus the number of seats at gaming tables. A normative attraction factor would be one. When this is applied to the number of positions in a gaming venue there is no change in the size of the gaming venue as calculated by the model and hence its attraction to potential patrons. A value of less than one adjusts the size of the gaming venue downwards and conversely a value greater than one indicates that the gaming venue has characteristics that make it more attractive. Attraction factors can be based on a number of components including branding, the level and effectiveness of marketing efforts, and the level of quality and amenities of a facility. Attraction factors are also adjusted to model the presence of natural and man-made boundaries which impact ease of access and convenience of travel in the market area.

The sensitivity of the model to changes in these factors is not in the nature of a direct multiplication. For example, a doubling of the attraction factor will not lead to a doubling of the gamer visits attracted to the site. It will however cause a doubling of the attractive power of the gaming venue, which is then translated via non-linear equations into an increase in the number of gamer visits attracted to the gaming venue. This is based upon the location, size and number of competing gaming venues and their relationship to the market area to which the equation is applied. The variation of these factors is based upon The Innovation Group's experience in developing and applying these models, and consideration of the existing visitation and revenues. The latter represents the calibration of the model and has been accomplished by adjusting attraction factors to force the model to recreate the existing revenues and patron counts. In this case attraction factors have been adjusted for each casino for each market area. This is based upon known visitation patterns.

### *Market Carve-out*

The Brockton market has been carved into 16 distinct market areas, from which it could be expected that different participation rates may be expected depending on the level and location of competition that is present in the market currently and in the future. The following map and table show the market areas and their respective adult population (21 and over) and average household income.



### Brockton Market Carve With Casino Competition



### Market Carveout Area Demographics

	Adult (21+) Population			Average Annual Household Incomes		
	2018	2023	C.A.G.R. 2018-2023	2018	2023	C.A.G.R. 2018-2023
Brockton Primary	437,855	457,374	0.9%	\$100,078	\$111,306	2.1%
Plainridge	253,009	265,885	1.0%	\$142,112	\$159,587	2.3%
South Shore	154,351	163,022	1.1%	\$136,879	\$150,085	1.9%
Southern Mass	262,451	270,177	0.6%	\$76,462	\$85,829	2.3%
Cape Cod	176,839	179,565	0.3%	\$94,521	\$104,502	2.0%
Worcester	476,631	496,726	0.8%	\$108,822	\$120,034	2.0%
West of Boston	316,588	333,018	1.0%	\$166,100	\$183,514	2.0%
Boston South	638,642	671,171	1.0%	\$110,263	\$122,852	2.2%
Boston North	888,202	920,751	0.7%	\$116,264	\$130,318	2.3%
North Shore	681,586	715,698	1.0%	\$111,721	\$122,832	1.9%
Leominster	196,828	205,378	0.9%	\$101,935	\$112,665	2.0%
NW Mass	81,065	82,680	0.4%	\$80,107	\$89,429	2.2%
Springfield	493,646	509,212	0.6%	\$81,681	\$91,382	2.3%
Connecticut	1,571,305	1,587,550	0.2%	\$101,857	\$112,566	2.0%
Rhode Island	796,603	809,100	0.3%	\$86,941	\$95,939	2.0%
Tertiary North	817,785	843,341	0.6%	\$106,359	\$119,693	2.4%
<b>Average/Total</b>	<b>8,243,386</b>	<b>8,510,648</b>	<b>0.6%</b>	<b>\$106,162</b>	<b>\$118,110</b>	<b>2.2%</b>

Source: iXPRESS, Nielsen Claritas, Inc.; MapInfo: The Innovation Group; CAGR= Compound Annual Growth Rate

The 2-hour market area contains nearly 8.2 million adults (21 and over). Population growth, although estimated to be marginally lower than the national average, is projected to be 0.6%. At \$106,162, household income is significantly higher than the national average, and has a projected annual growth of 2.2%.

### *Model Calibration*

The following table shows the rates for propensity, frequency, MPI, and win per visit by market area that were used to re-create the actual conditions in the Base 2018 model. Win has been varied based on differences between market areas in average household income and travel time.

The following table shows gravity model gaming visits and revenues for the base calibration. These revenues reflect the total potential gaming revenue from the defined market area in 2018.

### Gravity Model Calibration Base 2018

Market Segment	Gamer Pop.	Propensity	Frequency	MPI	Gaming Visits	WPV	GGR (\$M)
Brockton Primary	437,855	33.1%	11.0	103	1,648,133	\$78	\$128.7
Plainridge	253,009	34.4%	12.6	101	1,099,301	\$84	\$92.4
South Shore	154,351	27.7%	9.4	98	393,452	\$87	\$34.1
Southern Mass	262,451	30.8%	10.3	101	836,105	\$75	\$62.6
Cape Cod	176,839	20.4%	7.1	93	238,112	\$81	\$19.4
Worcester	476,631	29.7%	10.0	100	1,417,784	\$81	\$114.8
West of Boston	316,588	23.7%	10.0	101	753,881	\$93	\$69.7
Boston South	638,642	25.3%	10.6	109	1,868,473	\$82	\$152.8
Boston North	888,202	23.0%	9.7	109	2,144,877	\$84	\$179.7
North Shore	681,586	19.0%	8.1	103	1,079,422	\$84	\$91.0
Leominster	196,828	23.5%	8.1	99	369,295	\$82	\$30.2
NW Mass	81,065	15.3%	5.4	94	63,354	\$80	\$5.1
Springfield	493,646	19.7%	6.8	100	665,787	\$79	\$52.7
Connecticut	1,571,305	33.0%	11.1	101	5,839,293	\$78	\$457.4
Rhode Island	796,603	35.8%	11.8	107	3,614,698	\$75	\$270.0
Tertiary North	817,785	17.3%	6.1	98	844,121	\$84	\$71.1
<b>Total</b>	<b>8,243,386</b>				<b>22,876,091</b>	<b>\$80</b>	<b>\$1,831.6</b>

Source: The Innovation Group

### *Local Market Future Baseline*

The next step in the analysis was to create a baseline model for 2022 using projected population and income growth and looking at historical revenue trends. The following table therefore details the local market gaming revenue projected out to 2022 and segregated by market segment assuming *without* the subject property.



### Gravity Model Forecast– 2022 Baseline

Market Segment	Gamer Pop.	Propensity	Frequency	MPI	Gaming Visits	WPV	GGR (\$M)
Brockton Primary	453,392	33.1%	11.0	103	1,706,086	\$81	\$139.0
Plainridge	263,255	34.4%	12.6	101	1,143,524	\$87	\$100.0
South Shore	161,249	27.7%	9.4	98	410,976	\$90	\$37.0
Southern Mass	268,607	30.8%	10.3	101	855,578	\$78	\$66.9
Cape Cod	179,013	20.4%	7.1	93	241,056	\$85	\$20.4
Worcester	492,622	29.7%	10.0	100	1,464,908	\$84	\$123.6
West of Boston	329,656	23.7%	10.0	101	784,701	\$96	\$75.3
Boston South	664,518	25.3%	10.6	109	1,945,014	\$85	\$165.7
Boston North	914,136	23.0%	9.7	109	2,207,699	\$87	\$192.5
North Shore	708,730	19.0%	8.1	103	1,122,233	\$88	\$98.4
Leominster	203,631	23.5%	8.1	99	382,008	\$85	\$32.6
NW Mass	82,352	15.3%	5.4	94	64,354	\$83	\$5.4
Springfield	506,050	19.7%	6.8	100	682,372	\$83	\$56.3
Connecticut	1,584,261	33.0%	11.1	101	5,886,525	\$82	\$481.1
Rhode Island	806,563	35.8%	11.8	107	3,657,971	\$78	\$285.6
Tertiary North	838,140	17.3%	6.1	98	865,101	\$88	\$75.8
<b>Total</b>	<b>8,456,174</b>				<b>23,420,103</b>	<b>\$84</b>	<b>\$1,955.7</b>

Source: The Innovation Group

### *Base Forecast with New Properties*

The next step for the 2022 model was to account for additions to the regional market. One slots-only facility was assumed in Plainville, MA, the Newport casino location would be transferred to become the Tiverton Casino Hotel with table games, and two additional Class III facilities were assumed for Massachusetts (Springfield and Everett). Propensity and frequency would be expected to increase in market areas affected by these developments.

### Gravity Model Forecast with Additional Casinos- 2022

Market Segment	Gamer Pop.	Propensity	Frequency	MPI	Gaming Visits	WPV	GGR (\$M)
Brockton Primary	453,392	33.1%	11.0	103	1,706,086	\$81	\$139.0
Plainridge	263,255	38.2%	12.6	101	1,270,582	\$86	\$109.8
South Shore	161,249	29.1%	9.8	98	452,134	\$90	\$40.5
Southern Mass	268,607	37.7%	12.4	101	1,260,951	\$75	\$95.2
Cape Cod	179,013	23.1%	7.9	93	304,406	\$84	\$25.6
Worcester	492,622	31.2%	10.5	100	1,615,061	\$84	\$135.3
West of Boston	329,656	33.7%	11.2	101	1,250,308	\$93	\$116.0
Boston South	664,518	33.4%	11.0	109	2,660,010	\$83	\$221.4
Boston North	914,136	34.3%	11.2	109	3,822,112	\$84	\$320.8
North Shore	708,730	28.1%	9.4	103	1,913,965	\$86	\$163.7
Leominster	203,631	26.4%	9.0	99	476,822	\$84	\$40.2
NW Mass	82,352	24.6%	8.3	94	157,790	\$81	\$12.8
Springfield	506,050	37.5%	12.4	100	2,357,173	\$76	\$180.1
Connecticut	1,584,261	35.7%	12.1	101	6,908,491	\$80	\$556.1
Rhode Island	806,563	35.8%	11.8	107	3,657,971	\$78	\$285.6
Tertiary North	838,140	19.8%	6.8	98	1,094,755	\$87	\$95.4
<b>Total</b>	<b>8,456,174</b>				<b>30,908,617</b>	<b>\$82</b>	<b>\$2,537.5</b>

Source: The Innovation Group

## *Base Forecast with Brockton*

Finally, the subject property in Brockton, Massachusetts was added to the gravity model. The following table shows the market factors during the first full year of operations for the Brockton casino with the additional properties added to the market.

**Gravity Model Forecast with Brockton- 2022**

<b>Market Segment</b>	<b>Gamer Pop.</b>	<b>Propensity</b>	<b>Frequency</b>	<b>MPI</b>	<b>Gaming Visits</b>	<b>WPV</b>	<b>GGR (\$M)</b>
Brockton Primary	453,392	38.2%	12.6	103	2,237,775	\$79	\$177.4
Plainridge	263,255	38.2%	12.6	101	1,270,582	\$86	\$109.8
South Shore	161,249	32.6%	10.9	98	563,139	\$88	\$49.6
Southern Mass	268,607	37.7%	12.4	101	1,260,951	\$75	\$95.2
Cape Cod	179,013	23.1%	7.9	93	304,406	\$84	\$25.6
Worcester	492,622	31.2%	10.5	100	1,615,061	\$84	\$135.3
West of Boston	329,656	33.7%	11.2	101	1,250,308	\$93	\$116.0
Boston South	664,518	35.4%	11.6	109	2,982,157	\$82	\$245.6
Boston North	914,136	34.7%	11.3	109	3,912,573	\$84	\$327.7
North Shore	708,730	28.3%	9.4	103	1,936,548	\$85	\$165.6
Leominster	203,631	26.4%	9.0	99	476,822	\$84	\$40.2
NW Mass	82,352	24.6%	8.3	94	157,790	\$81	\$12.8
Springfield	506,050	37.5%	12.4	100	2,357,173	\$76	\$180.1
Connecticut	1,584,261	35.7%	12.1	101	6,908,491	\$80	\$556.1
Rhode Island	806,563	35.8%	11.8	107	3,657,971	\$78	\$285.6
Tertiary North	838,140	19.8%	6.8	98	1,094,755	\$87	\$95.4
<b>Total</b>	<b>8,456,174</b>				<b>31,986,502</b>	<b>\$82</b>	<b>\$2,617.9</b>

Source: The Innovation Group

Overall, the market is projected to generate approximately 32 million visits. The following table shows gaming revenue for the Brockton scenario. We estimate that the facility will capture 14.3% of the local market or an estimated 4.6 million gamer visits and generate \$376 million in gaming revenue in the first stabilized year of operation. It should be noted that the gravity model has been calibrated to revenue data from Connecticut, Rhode Island, Maine and New York that is net of free play. Therefore the projection below is for net gaming revenue. The table below details the subject property's local market gaming revenue by market segment.

**Brockton Local Market Gaming Revenue Forecast - First Stabilized Year**

<b>Market Segment</b>	<b>Total Market Visits</b>	<b>Brockton Capture Rate</b>	<b>Brockton Gamer Visits</b>	<b>Brockton WPV</b>	<b>Brockton Gaming Revenue (MMs)</b>
Brockton Primary	2,237,775	66.4%	1,485,205	\$79.3	\$117.7
Plainridge	1,270,582	22.5%	285,784	\$86.4	\$24.7
South Shore	563,139	43.8%	246,870	\$88.1	\$21.8
Southern Mass	1,260,951	17.4%	219,970	\$75.5	\$16.6
Cape Cod	304,406	32.9%	100,188	\$84.0	\$8.4
Worcester	1,615,061	11.2%	181,349	\$83.8	\$15.2
West of Boston	1,250,308	17.6%	219,879	\$92.8	\$20.4
Boston South	2,982,157	31.2%	930,221	\$82.4	\$76.6
Boston North	3,912,573	4.0%	157,765	\$83.8	\$13.2
North Shore	1,936,548	13.0%	252,205	\$85.5	\$21.6
Leominster	476,822	11.1%	52,804	\$84.3	\$4.5
NW Mass	157,790	4.0%	6,343	\$80.9	\$0.5
Springfield	2,357,173	1.4%	32,561	\$76.4	\$2.5
Connecticut	6,908,491	1.9%	128,589	\$80.5	\$10.4
Rhode Island	3,657,971	5.0%	181,716	\$78.1	\$14.2
Tertiary North	1,094,755	7.9%	86,016	\$87.1	\$7.5
<b>Total:</b>	<b>31,986,502</b>	<b>14.3%</b>	<b>4,567,465</b>	<b>\$82.2</b>	<b>\$375.7</b>

Source: The Innovation Group

In addition to the local market revenue generated through the gravity model, the subject property is anticipated to generate out-of-market revenue. This out-of-market gaming demand represents visits driven by reasons other than proximity of permanent residence, such as tourism, visiting friends and family, seasonal residence, variety of gaming experience, and pass-through traffic intercept. This typically ranges between 4% and 10% of a casino's revenue depending upon location, amenities and tourism market relative to the size of the local population. For this estimate we have assumed the completion of a 250-room hotel in conjunction with additional amenities at the Brockton casino. Combined, total gaming revenue in stabilized operations at the proposed Brockton Casino is projected to be **\$404 million**.

**Brockton Casino Gaming Revenue Summary  
Stabilized Operations**

	<b>Gaming Revenue</b>
Local Gravity Model Market	\$375,668,790
Out-of-Market	\$28,175,159
<b>Total</b>	<b>\$403,843,949</b>

Source: The Innovation Group

## *Five Year Forecast*

The following presents five year forecasted gaming revenue for the proposed property. As noted above, the revenue forecast is for stabilized operations in year two. Ramp-up of approximately 6% in year two and 2.5% in year three is projected to allow for marketing efforts to take effect and player database growth. Normative growth of 2.0% is estimated thereafter.

### **Brockton Five Year Revenue Forecast**

	<b>Year One</b>	<b>Year Two</b>	<b>Year Three</b>	<b>Year Four</b>	<b>Year Five</b>
Gaming Revenue (MMs)	\$381.1	\$403.8	\$413.8	\$422.0	\$430.5
Visitation (MMs)	4.62	4.86	4.91	4.94	4.96
Win per Visit	\$82.57	\$83.03	\$84.22	\$85.48	\$86.76
Number of Units	2,844	2,844	2,844	2,844	2,844
Win/Unit/Day	\$367	\$389	\$399	\$407	\$415

Source: The Innovation Group

## *Source of Revenue and Repatriation Analysis*

This section assesses the repatriation of gaming spending by Massachusetts residents that would otherwise accrue to casinos in neighboring states as well as the capture of spending by out-of-state residents. This analysis is based on the gravity model analysis, which as discussed distributes gaming visits from each zip code in the market area to each casino in the model. By comparing the Baseline with the Brockton Forecast model, an assessment of repatriation can be generated. As noted, the Baseline model included the other two approved casinos in Regions A and B as well as Plainridge. In the Baseline gravity model, it is estimated that Massachusetts residents would contribute nearly \$608 million dollars to gaming revenues at casinos in Connecticut, Rhode Island, New York, and Maine. Brockton is estimated to repatriate approximately \$140 million of this, as shown in the following table.

### **Capture of MA Resident Spending by Out-of-State Casinos: Stabilized Year**

Baseline	\$608,290,189
With Brockton	\$467,786,519
Brockton Repatriation (Gravity Model)	\$140,503,670

Source: The Innovation Group

In addition to this repatriation, the Brockton Casino is estimated in the gravity model to capture approximately \$27 million from residents of neighboring states on a net basis (minus impact on existing Massachusetts), as shown in the following table. It is also estimated that \$28 million of out-of-market gaming revenues will represent a net gain to Massachusetts.

### **Brockton Casino Net Gain: Stabilized Year**

	<b>Gravity Model</b>	<b>Out-of-Market</b>	<b>Total</b>
In-state Repatriation	\$140,503,670		\$140,503,670
Out-of-State Net	\$26,732,527	\$28,175,159	\$54,907,686
Total Net Gain in Spending in MA	\$167,236,197	\$28,175,159	\$195,411,356
% of Total Gaming Revenue			48.4%

Source: The Innovation Group

Repatriation is estimated to total nearly \$141 million at the Brockton Casino, and net gain of out-of-state revenue \$55 million. In total, the net gain to Massachusetts from the Brockton Casino is approximately \$195 million in gaming revenue, or 48% of its total gaming revenue forecast. This represents revenue that otherwise would not accrue to Massachusetts; since it excludes spending by Massachusetts residents except for repatriated dollars, it would not be subject to any substitution effect in an economic impact analysis.

### ***Incremental Impact Summary***

The following table represents the impact on total gaming revenue the Brockton casino would have when introduced to the Massachusetts competitive casino set. While the existing casinos would see a drop in total revenues, the overall total increases by over \$270 million, showing potential for market growth.

<b>Total Gaming Revenue Market Impact</b>		
	<b>Without Brockton</b>	<b>With Brockton</b>
Plainridge	\$122,616,795	\$94,581,694
Springfield	\$379,650,509	\$372,380,374
Everett	\$807,886,414	\$711,695,058
Brockton		\$403,843,949
<b>Massachusetts Total</b>	<b>\$1,310,153,718</b>	<b>\$1,582,501,074</b>

Source: The Innovation Group

The following table shows the growth in gaming tax revenue to the state of Massachusetts with the addition of the Brockton Casino.

<b>Total Gaming Tax Revenue Market Impact</b>		
	<b>Without Brockton</b>	<b>With Brockton</b>
Plainridge	\$49,046,718	\$37,832,678
Springfield	\$94,912,627	\$93,095,093
Everett	\$201,971,603	\$177,923,764
Brockton		\$100,960,987
<b>Total</b>	<b>\$345,930,949</b>	<b>\$409,812,523</b>
<i>Incremental</i>		\$63,881,574

Source: The Innovation Group

Additionally, Massachusetts would see an increase in slot license fee revenue due to Brockton. The following table details the incremental revenue to the state from slot license fees. Total incremental revenue to Massachusetts would be \$65.1 million with the inclusion of the Brockton property.

### Total Slot License Fee Market Impact

	Without Brockton	With Brockton
Plainridge	\$750,000	\$750,000
Springfield	\$1,530,000	\$1,530,000
Everett	\$1,945,200	\$1,945,200
Brockton		\$1,260,000
<b>Total</b>	<b>\$4,225,200</b>	<b>\$5,485,200</b>
<i>Incremental</i>		<i>\$1,260,000</i>

Source: The Innovation Group

### *Total Employment Effects*

The following section details the direct impacts with regards to employment the Brockton facility would have, as assessed through a multi-regional analysis utilizing IMPLAN software. The multi-regional analysis results in impacts for the host county (Plymouth), the remaining counties in Region C, and the rest of Massachusetts (termed “Balance of State” in the table headings in this report). The following tables show the results of the IMPLAN multiplier analysis in the Base Forecast.

In addition to the 1,797 direct jobs in Plymouth County, the operation of the resort casino will generate 1,070 indirect jobs and 642 induced jobs for a total of 3,508 in the county in year two of operations. The spending from stable year ongoing operations will have an indirect and induced impact on other communities supporting an additional 24 jobs within Region C and another 64 jobs across the state. In total, resort casino operations are estimated to support 3,596 jobs throughout Massachusetts with direct, indirect and induced employment in year two of operations.

#### Operating Impacts— Employment

	Plymouth County	Region C	Balance of State	Total Massachusetts
Direct Effect	1,797	0	0	1,797
Indirect Effect	1,070	14	41	1,124
Induced Effect	642	9	24	675
<b>Total</b>	<b>3,508</b>	<b>24</b>	<b>64</b>	<b>3,596</b>

IMPLAN Group, LLC, IMPLAN System (data and software); The Innovation Group

## HIGH-LOW ANALYSIS

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The following sensitivity analysis assesses the impact on gaming revenue resulting from high and low estimates for gaming demand. This analysis examines a 10% variance from the Base Case, or a total high-low spread of 20%.

The resulting five-year forecasts are shown in the tables below.

**Brockton Casino Five-Year Revenue Forecast: High Case**

	Year One	Year Two	Year Three	Year Four	Year Five
Gaming Revenue (MMs)	\$419.2	\$444.2	\$455.1	\$464.2	\$473.5
Visitation (MMs)	5.08	5.35	5.40	5.43	5.46
Win per Visit	\$82.57	\$83.03	\$84.22	\$85.48	\$86.76
Number of Units	2,844	2,844	2,844	2,844	2,844
Win/Unit/Day	\$404	\$428	\$438	\$447	\$456

Source: The Innovation Group

**Brockton Casino Five-Year Revenue Forecast: Low Case**

	Year One	Year Two	Year Three	Year Four	Year Five
Gaming Revenue (MMs)	\$343.0	\$363.5	\$372.4	\$379.8	\$387.4
Visitation (MMs)	4.15	4.38	4.42	4.44	4.47
Win per Visit	\$82.57	\$83.03	\$84.22	\$85.48	\$86.76
Number of Units	2,844	2,844	2,844	2,844	2,844
Win/Unit/Day	\$330	\$350	\$359	\$366	\$373

Source: The Innovation Group



## NEW CASINO MARKET TRAINING STRATEGIES

A survey of Plainridge employees conducted in 2017 demonstrates that casino employment is comprised mainly of workers already residing within commuting distance: a mixture of previously employed local residents looking for a better opportunity or the ability to work closer to home, along with previously unemployed local residents. The percentage of workers who moved to take the position with Plainridge was a small percentage of the staff. Furthermore, most casino workers had not had prior casino work experience.

**Plainridge Casino Source of Workforce**

	# of Responses	Percentage
<i>Prior Employment status:</i>		
Unemployed	162	15.5%
Employed Part-time	363	34.7%
<i>Underemployed</i>	189	18.1%
Employed Full-time	522	49.9%
Total	1,047	100.0%
<i>Reason for taking the position</i>		
Job closer to home	305	29.1%
<i>Other results</i>		
No prior casino experience	902	86.2%
Moved to take the position	75	7.2%

New Employee Survey at Plainridge Park Casino: Analysis of First Two Years of Data Collection  
 University of Massachusetts Donahue Institute, Economic and Public Policy Research Group, May 10, 2017

Other studies show similar impacts on employment. The Rappaport Institute for Greater Boston and the John F. Kennedy School of Economics at Harvard University (Baxandall and Sacerdote 2005) in a national, county-level study of Native American casinos found a slight decrease in unemployment rates after casinos opened. From their total sample of 156 casino counties, the Rappaport study isolated out 57 counties with large casinos and relatively low population and nine counties with both large casinos and large populations to see if there were statistical differences in terms of community impacts. The authors compared the county unemployment rate averaged for the year before and after a casino opens in a county, and then subtracted that number from the average state change in unemployment to isolate the county-specific effect. The following table shows their results:

## Rappaport Study Employment Results

	All Casino- Counties <sup>1</sup>	Counties with Large- Capacity Casinos <sup>2</sup>	Populous Casino Counties <sup>3</sup>
Population Growth (%)	+5*	8.6	+8.1*
Total Employment (%)	+6.7*	+14.9*	5.7
Unemployment (%)	-0.3	-1.2*	0.5

\*Statistically significant results at 99% confidence interval.

1. Reports how adjusted outcomes in 156 counties that introduced Indian-run casinos during the 1990s differed from the other 2,959 that did not.

2. The effect for 21 counties in the top 10th percentile in terms of number of slot machines (over 1,760).

3. The effect for the 57 casino counties in the top population quartile (over 55,000 residents).

All this data suggests the need for training strategies as new casinos enter the regional market, since it cannot be assumed that the unemployed finding jobs will have hospitality or casino skills.

As a part of The Innovation Group's Gaming Market Analysis for the proposed casino in Brockton, we have been asked to review training strategies for new gaming markets, with emphasis on markets that may require specialized training to reach employment forecast targets. The following key strategies were discovered in our research, followed by several case studies:

### ***Industry Tactics:***

- **Work force research**

As new casino markets are developed through enabling legislation, the Gaming Industry has historically performed socio-economic research, initially for the purposes of demand feasibility. However, such information soon becomes critical in the econometric analysis performed to gauge the economic and employment impacts of a project. This body of data also includes information related to employment and socio-economic status, which operators can begin to use to assess the job market and prepare to engage the community in fulfilling employment needs and project training requirements to meet practical and legislative employment targets.

- **Early-stage job fairs**

Even before a gaming license is awarded it is not uncommon for developers and operators to hold job fairs. The purpose of these events is multi-fold. First, there is a community-relations component where the operator is able to meet the broader community that may not have been involved in a casino project during the pre-development phase. Organized labor relations, where relevant, are often established through this period as well. Finally, the practical aspects of the hiring process begin here through the development of lists of potential employees from the community. As the background of potential workers begins to be vetted the operator can begin to prepare for training and preparedness programs which are often customized for the subject host community.

- **Partnering with local universities and vocational schools**

Developing partnerships with local academic and vocational institutions is another common way for operators to get ahead in the employment process. This is a particularly important tactic in brand new markets, including international markets where training infrastructure are lacking, and language barriers may need to be overcome.

- **Intensive “on-the-job” training**

Given the importance of technical capabilities and customer service in casinos, operators are known to maintain deep training resources in their corporate organizations. Trainers are deployed to sites in new markets well ahead of the completion of construction of new facilities using trailers or converting underutilized buildings to begin early training in all areas of the casino operation.

### *Case Study Markets:*

- **The Bahamas**

The initial development of the Bahamas casino market, and the re-development of Resorts International into Atlantis on Paradise Island in particular, proved challenging given the small population base of the Bahamas and a poor record of leisure industry training historically. In response Sun International, the developer of Atlantis, launched a massive effort to prepare the local work force. While initially workers were brought to The Bahamas from other casino markets the market is currently predominantly served by local residents.

- **Micronesia**

Casino development on the Islands of Tinian and Saipan in Micronesia (near Guam) were some of the least prepared work forces in the history of the gaming industry. However, a low population base with a traditional pacific island education have been overcome by intensive training and preparedness work by local operators. Although a large portion of the work force is attracted from the international market local employment is on the rise.

- **Mexico**

Over the last decade Mexico has gradually introduced casinos and very successfully trained thousands of local residents for all types of positions. Only upper management tends to be introduced from outside jurisdictions, a trend that will be reversed over time as line employees are promoted.

- **Emerging US Casino Markets (1990’s)**

We should not leave out the large number of United States and Native American gaming markets that have been justified largely by the promise of work-force development. From underprivileged communities in urban and rural areas, and Indian reservations with low levels of education and social challenges, the US casino industry has thrived. Promotion in commercial casinos and self-sufficiency including high level management roles in many Tribal casinos has become the norm.

## DISCLAIMER

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Certain information included in this report contains forward-looking estimates, projections and/or statements. The Innovation Group has based these projections, estimates and/or statements on our current expectations about future events. These forward-looking items include statements that reflect our existing beliefs and knowledge regarding the operating environment, existing trends, existing plans, objectives, goals, expectations, anticipations, results of operations, future performance and business plans.

Further, statements that include the words "may," "could," "should," "would," "believe," "expect," "anticipate," "estimate," "intend," "plan," "project," or other words or expressions of similar meaning have been utilized. These statements reflect our judgment on the date they are made and we undertake no duty to update such statements in the future.

Although we believe that the expectations in these reports are reasonable, any or all of the estimates or projections in this report may prove to be incorrect. To the extent possible, we have attempted to verify and confirm estimates and assumptions used in this analysis. However, some assumptions inevitably will not materialize as a result of inaccurate assumptions or as a consequence of known or unknown risks and uncertainties and unanticipated events and circumstances, which may occur. Consequently, actual results achieved during the period covered by our analysis will vary from our estimates and the variations may be material. As such, The Innovation Group accepts no liability in relation to the estimates provided herein.

# **Exhibit C**



**THE  
INNOVATION  
GROUP**

**Response to Public Comments:  
Proposed Region C Gaming Development  
Massachusetts**

Prepared for:

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November 30, 2018

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# Region C Massachusetts Gaming Market

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## REGION C: REQUEST FOR PUBLIC COMMENTS

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The Innovation Group was retained by Rush Street Gaming, LLC to provide comments on the following five items in response to the Massachusetts Gaming Commission's request for public comments:

1. What is the status of the gaming market in the Northeast and Mid-Atlantic? What are the existing gaming options? What plans exist to increase the number of gaming options, both in states that currently allow casino gaming and states where casino gaming does not currently exist? What revenues have been collected by states that have gaming over the last five (5) years and what are their projected future revenues?
  2. What is the expected demand for gaming and the value of the overall gaming market in Massachusetts?
  3. Should the Commission review the status of online gaming, sports betting and daily fantasy sports and their potential impact on casino gaming?
  4. Is there sufficient capacity to fill new casino jobs created by a Region C casino? What impact will that have on existing casinos to fill their jobs and on existing business to replace experienced employees who move to a casino job?
11. What role should horse racing have in considering a category 1 region C gaming license application?

### *Question 1: Northeast and Mid-Atlantic Gaming Markets*

The gaming industry in the Northeast and Mid-Atlantic region is strong and expanding, with several new casinos having opened in 2017 and 2018 in Massachusetts, Maryland, New York, and Rhode Island. Appendix A takes a detailed look at all existing and potential competitors within Brockton's gaming market. In this section, we examine the gaming offerings and revenue trends, by state, in New England and in the Mid-Atlantic states.

The following table shows the existing gaming options in the Northeast region by state:

<b>Northeast Casinos by State</b>				
	<b>City</b>	<b>Machines</b>	<b>Tables</b>	<b>Positions</b>
<b>Connecticut</b>				
Mohegan Sun	Montville	5,613	350	7,713
Foxwoods	Ledyard	4,145	428	6,713
<b>Maine</b>				
Hollywood Bangor	Bangor	921	16	1,017
Oxford Casino	Oxford	811	22	943
<b>Massachusetts</b>				
Plainridge	Plainville	1,250	0	1,500
MGM Springfield	Springfield	2,550	120	3,270
<b>New York*</b>				
Saratoga Springs	Saratoga Springs	1,782	0	1,782
Monticello Raceway	Monticello	1,110	0	1,110
Empire City at Yonkers	Yonkers	5,349	0	5,349
Jake's 58	Islandia	1,000	0	1,000
Rivers Casino & Resort	Schenectady	1,150	82	1,642
Resorts World Aqueduct	Jamaica	5,005	0	5,005
Resorts World Catskills	Monticello	2,153	125	2,903
<b>Rhode Island</b>				
Twin River Casino	Lincoln	4,220	80	4,700
Tiverton Casino Hotel	Tiverton	1,000	37	1,222
<b>Regional Total</b>		<b>38,059</b>	<b>1,260</b>	<b>45,869</b>

Source: State Lotteries and Gaming Commissions; The Innovation Group. Only casinos in the eastern part of New York are considered relevant to the Massachusetts/New England market.

The following table shows the existing gaming options in the Mid-Atlantic region by state:

<b>Mid-Atlantic Casinos by State</b>				
	<b>City</b>	<b>Machines</b>	<b>Tables</b>	<b>Positions</b>
<b>Delaware</b>				
Delaware Park	Wilmington	2,250	39	2,484
Dover Downs Hotel and Casino	Dover	2,177	40	2,417
Harrington Raceway and Casino	Harrington	1,787	31	1,973
<b>Maryland</b>				
Hollywood Casino Perryville	Perryville	822	22	954
Horseshoe Casino	Baltimore	2,200	168	3,208
Live! Casino & Hotel	Hanover	3,997	198	5,185
MGM National Harbor	Oxon Hill	2,961	180	4,041
Ocean Downs	Berlin	888	0	888
Rocky Gap Casino Resort	Flintstone	665	17	767
<b>New Jersey</b>				
Bally's Atlantic City	Atlantic City	1,776	164	2,760
Borgata	Atlantic City	1,994	268	3,602
Caesars Atlantic City	Atlantic City	1,889	132	2,681
Golden Nugget Atlantic City	Atlantic City	1,454	99	2,048
Hard Rock Atlantic City	Atlantic City	2,063	152	2,975
Harrah's Resort Atlantic City	Atlantic City	2,109	133	2,907
Oceans Resort	Atlantic City	1,937	107	2,579
Resorts Casino Hotel	Atlantic City	1,475	68	1,883
Tropicana Atlantic City	Atlantic City	2,476	130	3,256
<b>Pennsylvania*</b>				
Harrah's Philadelphia	Chester	2,450	118	3,158
Hollywood Casino at Penn National Race Course	Grantville	2,170	75	2,620
Mohegan Sun Pocono	Wilkes-Barre	2,325	89	2,859
Mount Airy Casino Resort	Mt. Pocono	1,863	81	2,349
Parx Casino and Racing	Bensalem	3,331	190	4,471
Sands Casino Resort Bethlehem	Bethlehem	3,073	252	4,585
SugarHouse Casino	Philadelphia	1,809	141	2,655
Valley Forge Casino Resort	King of Prussia	600	50	900
<b>West Virginia**</b>				
Hollywood Casino at Charles Town Races	Ranson	2,284	90	2,824
<b>Regional Total</b>		<b>54,825</b>	<b>3,034</b>	<b>73,029</b>

Source: State Lotteries and Gaming Commissions; The Innovation Group, \*Only casinos in the eastern part of Pennsylvania, \*\*Only Charles Town was considered relevant due to location within the state; Greenbrier has not been included because of its far southern location and lack of relevance to Massachusetts

The strength of the Northeast gaming market is prompting a number of proposed developments. The following table shows the proposed gaming options and expected openings in the region. Only Encore Boston Harbor and East Windsor are of any direct relevance to Massachusetts.

**Proposed Casino Locations by State**

Name	Location	Proposed Positions	Note
<b>Connecticut</b>			
-	East Windsor	2,000 Slot Machines 60 Tables	Joint venture between Mohegan Sun and Foxwoods. Facing legal challenge; undetermined at this time if it will proceed.
<b>Massachusetts</b>			
Encore Boston Harbor	Everett	4,250 Total Gaming Positions	Reported over \$2 Billion property. License currently under review. Scheduled opening June 2019.
<b>Pennsylvania</b>			
Category 4 Casinos	-	300-750 Slot Machines up to 30 Table Games	Three casinos in the eastern side of the state: York, Shippensburg, and Morgantown.
<b>New York</b>			
-	Medford	1,000 VLT Machines	Previous Medford OTB site. OTB would consider building a casino in Medford with up to 1,000 machines if the state allows Suffolk County to expand to 2,000 terminals.

Source: The Innovation Group

In general, gaming revenue in calendar year 2017 was strong across the region. Revenue increased at all casinos in New England except the Hollywood Casino in Bangor, Maine. Both Connecticut casinos experienced slot revenue growth in 2017, after the lingering effects of the Great Recession and impacts from Rhode Island and Plainridge had caused multi-year declines. Twin River (TR) has experienced growth every year since 2010; although there is some apparent impact on TR’s slot revenue from the opening of Plainridge the last week of June 2015, total gaming revenue continued to climb.

Plainridge also exhibited strong growth in 2017, of 6.3%. Further, its impacts on Rhode Island and Connecticut appear to have been minimal, suggesting that the large majority of Plainridge’s first-year revenue came from market growth. Looking at Plainridge’s impact on its two main competitors, Twin River and Foxwoods, it is apparent that as much as 75% of Plainridge’s revenue resulted from market growth.

**Plainridge First Year Impacts**

	Twin River	Foxwoods	Subtotal	Plainridge	Market Total
FY 2014	\$470,766,020	\$467,970,116	\$938,736,136	\$6,137,976*	\$944,874,112
FY 2015	\$443,747,069	\$462,215,501	\$905,962,570	\$159,908,961	\$1,065,871,531
Change	(\$27,018,951)	(\$5,754,615)	(\$32,773,566)	\$153,770,984	\$120,997,418

Source: State Lotteries and Gaming Commissions; The Innovation Group. \*Note: one week's data. FY=July-June.

A similar effect can be seen from the recent openings of MGM Springfield (late August 2018) in Massachusetts and Tiverton, Rhode Island (September 1, 2018). Looking at slot revenue only, since Plainridge is a slot-only casino and in Connecticut only slot revenue is reported by the State, impacts on existing facilities in September ranged from 4% to 8.8%. Mohegan Sun, which is the closest of the four to MGM Springfield, showed the largest impact.

**CT, MA, and RI Slot Revenue Impact**

	Plainridge Slot Revenue	Twin River Slot Revenue	Mohegan Sun Slot Revenue	Foxwoods Slot Revenue
Sep-17	\$14,895,275	\$36,259,349	\$51,755,254	\$40,062,545
Sep-18	\$14,319,232	\$34,709,583	\$47,201,802	\$37,986,949
Change	-3.9%	-4.3%	-8.8%	-5.2%

Source: Massachusetts Gaming Commission; Rhode Island Lottery; The Innovation Group

The losses at these four existing facilities were more than surpassed by the slot revenue at the two new casinos, as shown in the following table. Using slot revenues for the above properties and the former Newport Casino (roughly \$4 million), the total market slot revenue reached \$146.9 million in September of 2017. With the inclusion of the Tiverton and MGM Springfield revenues below, slot revenues totaled \$162.2 million in September of 2018, showing a growth of 10.4%.

**September 2018 Slot Revenue**

	Slot Revenue
MGM Springfield	\$18,149,752
Tiverton	\$9,837,048

Source: Massachusetts Gaming Commission; Rhode Island Lottery; The Innovation Group

Similarly, the opening in June of 2018 of two casinos—Hard Rock Casino and Oceans Resort—have increased gaming revenue in Atlantic City without impacting competing facilities in the important feeder market of Philadelphia. Additionally, while the previous Atlantic City casinos saw a 7.7% decrease in gaming revenues from July-September 2018 as compared to the previous year, the addition of the Hard Rock and Oceans grew the total market revenues by \$86.7 million or 12.6%.

### Atlantic City Gaming Revenue Impact

	AC Casinos	Hard Rock	Oceans	AC Market Total
Jul-Sept 2017	\$685,984,805	\$0	\$0	\$685,984,805
Jul-Sept 2018	\$633,491,325	\$89,070,843	\$50,136,606	\$772,698,774
<i>% Change</i>	-7.7%	-	-	12.6%

Source: Massachusetts Gaming Commission; Rhode Island Lottery; The Innovation Group

As shown in the table below, Philadelphia casinos saw a minimal impact in the first full month of operations (July 2018) of the two new Atlantic City casinos, a drop in total gaming revenue of just 0.8%. However, in the following two months, Philadelphia gaming revenue exceeded the previous monthly totals of 2017 by 6.6% in August and 4.1% in September.

### AC Impact on Philadelphia Gaming Statistics

	Slot Revenue	Table Revenue	Total Revenue	Win per Position
Jul-17	\$73,531,560	\$33,822,380	\$107,353,940	\$309
Jul-18	\$73,871,810	\$32,583,725	\$106,455,535	\$307
<i>Change</i>	0.5%	-3.7%	-0.8%	-0.7%
Aug-17	\$68,741,290	\$33,266,655	\$102,007,944	\$293
Aug-18	\$73,198,425	\$35,536,320	\$108,734,745	\$314
<i>Change</i>	6.5%	6.8%	6.6%	7.2%
Sep-17	\$70,172,983	\$32,351,545	\$102,524,528	\$305
Sep-18	\$72,699,091	\$34,067,310	\$106,766,402	\$319
<i>Change</i>	3.6%	5.3%	4.1%	4.7%

Source: Pennsylvania Gaming Control Board; The Innovation Group

In February of 2018, Resorts World Catskills opened at the former location of the Concord Hotel in Monticello, New York. The new gaming property introduced over 2,150 slot machines and roughly 150 table games to the market. The casino is averaging over \$13 million in total GGR per month since March.

This opening had a negative effect on nearby casinos in northeastern Pennsylvania. The three closest casinos are the Mohegan Sun Pocono, Mount Airy, and Sands Bethlehem. Each casino saw a decrease in total Win, with Mount Airy being impacted the largest. The table below shows the combined total win for the three casinos by month. June was the only month that saw an increase in win from 2017 to 2018.

### Resorts World Impact on Eastern Pennsylvania

	2017 Total Win (MMs)	2018 Total Win (MMs)	Change
February	\$79.5	\$75.6	-4.9%
March	\$86.7	\$85.0	-1.9%
April	\$87.6	\$80.8	-7.8%
May	\$86.1	\$82.5	-4.1%
June	\$78.0	\$79.1	1.3%
July	\$89.4	\$83.6	-6.5%
August	\$83.1	\$81.7	-1.7%
September	\$85.6	\$79.1	-7.6%
<b>Total</b>	<b>\$676.0</b>	<b>\$647.4</b>	<b>-4.2%</b>

Source: Pennsylvania Gaming Control Board; The Innovation Group

Looking at state tax revenue and including Mid-Atlantic states, we see that tax revenues overall have grown. Where states have declined, mostly that has resulted from the impact of new casinos in neighboring states. In the case of Rhode Island, it has partially resulted from the growth in table revenue, which is taxed at a substantially lower rate than slot machines. The overall region has experienced annual tax revenue growth of 2.6% over the past five years.

### New England and Mid-Atlantic State Tax Revenue

State	FY-2013/14	FY-2014/15	FY-2015/16	FY-2016/17	FY-2017/18	CAGR
Maine	\$50.8	\$51.7	\$53.1	\$54.0	\$56.0	1.9%
Massachusetts	-	-	\$61.5	\$62.7	\$67.6	3.2%
Rhode Island	\$326.4	\$333.5	\$320.1	\$318.3	\$318.6	-0.5%
Connecticut	\$279.9	\$268.0	\$265.9	\$270.7	\$272.2	-0.6%
New York	\$871.7	\$866.9	\$906.0	\$928.3	\$993.2	2.6%
Pennsylvania	\$879.4	\$890.7	\$915.0	\$915.5	\$926.0	1.0%
New Jersey	\$208.1	\$196.8	\$201.0	\$210.5	\$211.5	0.3%
Delaware	\$157.5	\$155.0	\$156.8	\$153.6	\$157.1	-0.1%
West Virginia*	\$426.1	\$371.6	\$349.5	\$335.5	\$321.6	-6.8%
Maryland	\$272.2	\$310.0	\$385.7	\$441.4	\$526.1	14.1%
<b>Total</b>	<b>\$3,472.1</b>	<b>\$3,444.2</b>	<b>\$3,614.6</b>	<b>\$3,690.5</b>	<b>\$3,849.9</b>	<b>2.6%</b>

Source: State Lotteries and Gaming Commissions; The Innovation Group. Note: Excludes horse industry payments. FY=July-June except NY April-March, \*WV tax revenues are estimates using reported effective tax rates for table games (35%) and VLTs (53.5%)

With recent casino additions in Maryland, New York, New Jersey and Massachusetts, some of the states in the Northeast and Mid-Atlantic regions have felt a negative impact while others have grown. The following table details the last full five years of state gaming revenue for each state in these two regions that allow gaming. Additionally, the table provides high-level estimates for the next three years of gaming revenue by state using estimated annualized



revenues for 2018, previous growth rates, expected impacts of newly opened casinos, and potential impacts from the proposed Encore Boston Harbor casino.

As shown below, the inclusion of the proposed Boston casino potentially bolsters the revenues in Massachusetts while reducing the revenues in surrounding states like Connecticut and Rhode Island. Overall, the total gaming market in these regions can be expected to continue growing with the inclusion of additional gaming properties.

State by State Gaming Revenue (\$MMs)

	CT	DE	MA	MD	ME	NJ	NY*	PA*	RI	WV**	Total
2013	\$1,144.9	\$432.1	-	\$749.0	\$126.3	\$2,863.6	\$1,567.5	\$2,339.2	\$558.1	\$456.5	\$9,780.5
2014	\$1,067.5	\$403.7	-	\$931.1	\$127.3	\$2,619.3	\$1,563.4	\$2,313.1	\$611.1	\$391.9	\$9,636.3
2015	\$1,044.5	\$404.6	-	\$1,098.4	\$129.8	\$2,414.2	\$1,609.8	\$2,407.9	\$615.8	\$396.2	\$9,725.0
2016	\$1,053.5	\$398.7	\$155.0	\$1,203.3	\$133.1	\$2,405.9	\$1,644.5	\$2,462.0	\$619.1	\$368.6	\$10,075.2
2017	\$1,075.0	\$409.3	\$164.8	\$1,615.0	\$136.7	\$2,413.4	\$1,738.4	\$2,480.1	\$624.9	\$339.4	\$10,657.5
CAGR	-1.6%	-1.3%	6.3%	21.2%	2.0%	-4.2%	2.6%	1.5%	2.9%	-7.1%	2.2%
2018	\$1,010.5	\$403.9	\$280.1	\$1,655.3	\$138.1	\$2,715.1	\$1,764.5	\$2,517.3	\$649.8	\$337.7	\$11,134.7
2019	\$909.4	\$410.0	\$896.4	\$1,696.7	\$135.3	\$2,783.0	\$1,790.9	\$2,555.1	\$617.4	\$341.1	\$11,794.3
2020	\$864.0	\$416.2	\$1,075.7	\$1,739.1	\$138.0	\$2,852.5	\$1,817.8	\$2,593.4	\$586.5	\$344.5	\$12,083.3
2021	\$881.2	\$422.4	\$1,280.1	\$1,782.6	\$140.8	\$2,923.8	\$1,845.1	\$2,632.3	\$595.3	\$347.9	\$12,525.2

Source: State Lotteries and Gaming Commissions; The Innovation Group.

\*New York and Pennsylvania statistics only includes the revenues from the Eastern part of the state

\*\*West Virginia statistics only include the revenues from Charlestown Races casino.

## Question 2: Massachusetts Gaming Demand

Given the Commonwealth's large population base, the fact that the gaming licenses have been well distributed geographically, and the level of capital being invested, gaming demand in Massachusetts is expected to be strong. Two casinos are already in operation, producing substantial revenues and economic impacts. Once the Region A casino is open and statewide revenue has stabilized, the Innovation Group estimates that by 2022 gaming revenue will reach \$1.3 billion.<sup>1</sup> Adding the Region C casino, the overall total increases by over \$270 million, showing potential for market growth, as shown in the following table:

<sup>1</sup> The Innovation Group prepared a Gaming Market Analysis for a proposed casino in Region C, in Brockton. Included in that analysis is a detailed description of the methodology utilized in the gravity model calibration to current conditions and future forecasts.

### Total Gaming Revenue Market Impact

	Without Region C	With Region C
Plainridge	\$122,616,795	\$94,581,694
Springfield	\$379,650,509	\$372,380,374
Everett	\$807,886,414	\$711,695,058
Brockton		\$403,843,949
<b>Massachusetts Total</b>	<b>\$1,310,153,718</b>	<b>\$1,582,501,074</b>

Source: The Innovation Group

Given the projected gaming-age population for 2022, the revenue forecast with Brockton implies a win per capita of \$294, well within the ranges experienced in other jurisdictions. Win per capita reaches well over \$500 in several U.S. markets. In 2017, win per capita reached over \$336 in Pennsylvania as detailed below.

### Win per Capita

	PA 2017	MA 2022
GGR	\$3,226,917,156	\$1,582,501,074
Gamer Population	9,587,688	5,386,879
Win per capita	\$336.57	\$293.77

Source: The Innovation Group

The following table shows the growth in gaming tax revenue to the state of Massachusetts with the addition of the Region C Casino.

### Total Gaming Tax Revenue Market Impact

	Without Region C	With Region C
Plainridge	\$49,046,718	\$37,832,678
Springfield	\$94,912,627	\$93,095,093
Everett	\$201,971,603	\$177,923,764
Brockton		\$100,960,987
<b>Total</b>	<b>\$345,930,949</b>	<b>\$409,812,523</b>
<i>Incremental</i>		<i>\$63,881,574</i>

Source: The Innovation Group

Additionally, Massachusetts would see an increase in slot license fee revenue due to the Region C casino. The following table details the incremental revenue to the state from slot license fees. Total incremental revenue to Massachusetts would be \$65.1 million with the inclusion of the Region C casino.

Total Slot License Fee Market Impact		
	Without Region C	With Region C
Plainridge	\$750,000	\$750,000
Springfield	\$1,530,000	\$1,530,000
Everett	\$1,945,200	\$1,945,200
Brockton		\$1,260,000
<b>Total</b>	<b>\$4,225,200</b>	<b>\$5,485,200</b>
<i>Incremental</i>		<i>\$1,260,000</i>

Source: The Innovation Group

### ***Question 3: Status and Potential Impact on Casino Gaming of Online Gaming, Sports Betting, and DFS***

While there has been concern in the casino industry that online gambling, sports betting, and DFS wagering will cannibalize GGR at bricks-and-mortar casinos, the data available do not support that concern. In fact, these products can be seen as an opportunity to bring in additional revenue to existing casinos. The following section discusses the landscape for these non-traditional gambling products and the data that is available for each.

#### **Online Gaming (iGaming)**

Online gaming is legal in New Jersey, Pennsylvania, and Delaware. Nevada has legal online poker. In New Jersey, licenses are issued to casinos in the state, and the casinos can partner with an online operator or software company to provide the games. This revenue is taxed at 15%. In Pennsylvania, there is a \$10 million interactive license fee for the combined online poker, slots, and table games license. Table game and poker revenue are taxed at 16%, while slots are taxed at 54%. While several partnerships have been announced, no iGaming has launched in Pennsylvania. Delaware taxes iGaming at 15.5%.

Several states have expressed interest in iGaming. Bills were considered in Louisiana, Michigan, Illinois, New York, New Hampshire, Massachusetts, and West Virginia. Additional states considered online lottery, and there is a form of legal online lottery in Georgia, Illinois, Kentucky, Maine, Maryland, Michigan, New Hampshire, New York, North Carolina, North Dakota, Pennsylvania, and Virginia.

It is not possible to definitively isolate the impact to date of online gaming, since in the two states for which data is available—Delaware and New Jersey—the implementation of online gaming coincided with new casino development in Pennsylvania and Maryland, which had a substantial negative impact on bricks-and-mortar gaming revenues in both states. However, industry analysts generally consider that online gaming has helped New Jersey become more competitive in the face of growing regional competition. Since online gaming is currently limited to intra-state activity, Delaware’s small population has limited the product’s potential.

## Brick and Mortar and Online Gaming Trends- Before and After

Year	Delaware				New Jersey			
	Online	B&M Locations	Total State Revenue	% Growth	Online	B&M Locations	Total State Revenue	% Growth
2011		\$547,872,433	\$547,872,433			\$3,298,860,680	\$3,298,860,680	
2012		\$520,548,891	\$520,548,891	-4.99%		\$3,051,874,667	\$3,051,874,667	-7.5%
2013*	\$251,397	\$432,058,442	\$432,309,839	-17.00%	\$8,371,486	\$2,863,568,572	\$2,871,940,058	-6.2%
2014	\$2,098,532	\$403,695,364	\$405,793,896	-6.56%	\$123,096,896	\$2,619,250,907	\$2,742,347,803	-8.5%
2015	\$1,798,931	\$404,581,100	\$406,380,031	0.22%	\$149,029,795	\$2,414,335,959	\$2,563,365,754	-7.8%
2016	\$2,906,886	\$398,657,403	\$401,564,289	-1.5%	\$196,858,746	\$2,405,323,367	\$2,602,182,113	-0.4%
2017	\$2,391,942	\$409,264,911	\$411,656,853	2.7%	\$246,018,441	\$2,413,221,069	\$2,659,239,510	0.3%

Source: State Gaming Commissions, The Innovation Group, \*2013 marks the first year of legalized online gaming in DE and NJ

### Sports Betting

Today, six states in the US have legal sports betting. Nevada has offered sports betting legally since 1949. The other five states have launched single-event sports wagering since the repeal of PASPA in May. They are: New Jersey, Delaware, West Virginia, Mississippi, and New Mexico.

Tax rates are as follows:

- Nevada: 6.75%
- New Jersey: 9.75% (includes 1.5% to Redevelopment Fund), Online is 15%
- Delaware: 43.75% (as part of a revenue share agreement between lottery, casinos, and horsemen)
- West Virginia: 10%
- New Mexico: No tax, implemented as part of a tribal compact authorizing Class III gaming

New Jersey and Nevada have mobile sports betting, and West Virginia plans to follow in the coming months.

Rhode Island legalized sports betting in June 2018, with the Rhode Island Lottery having regulatory and oversight responsibilities. Through an RFP process, the Lottery selected IGT as the sports betting provider for Rhode Island's two casinos. There are currently no provisions for mobile or online betting, though the RFP suggested that these initiatives are likely. IGT announced a partnership with William Hill in this endeavor. The targeted launch date was October 2018, but delays have pushed the expected launch into November or December 2018. The tax rate (technically a revenue share) on sports betting revenue in Rhode Island is 51%.

Pennsylvania legalized sports betting as part of an omnibus gaming legislation overhaul in late 2017, pending the overturn of PASPA. As of this writing, of five casinos which have applied to engage in sports betting, Hollywood Casino at Penn National Race Course just began taking bets this month. The tax rate in Pennsylvania is 36% (34% to the state + 1% each to the county and municipality).

In November 2018, Arkansas authorized sports betting via ballot initiative at the state's four authorized casinos, two of which are not built yet. The state legislature now must pass legislation consistent with the referendum.

New York and Connecticut have passed legislation legalizing sports wagering in the state, but the states still have not developed a regulatory framework. Tribal compacts in both states present hurdles.

More than a dozen other states had bills considered during the most recent legislative session, and several are likely to pass legislation in 2019.

To assess the impact that sports betting has had on casinos, we look at year over year growth by market and compare 2018 to 2017 results in sports betting states versus states without. The following GGR excludes sports betting revenue so it is comparable on a same-store basis. New Jersey also excludes on-line gaming revenue. States in blue had legal sports betting in September 2018, but not in September 2017.

**September 2018 vs September 2017 GGR Growth by State (\$MMs)**

State	Sept-17 GGR	Sept-18 GGR	Year-over-Year Change	SB Rev	Total GGR+ SB Rev	Year-over-Year Change
Colorado	\$73.9	\$72.5	-1.80%		\$72.5	
Delaware*			-0.06%	\$3.2	n/a	
Illinois	\$227.4	\$231.3	1.73%		\$231.3	
Indiana	\$176.1	\$169.6	-3.65%		\$169.6	
Iowa	\$122.2	\$122.6	0.32%		\$122.6	
Kansas	\$32.4	\$32.7	0.79%		\$32.7	
Louisiana	\$247.0	\$251.2	1.67%		\$251.2	
Maine	\$12.2	\$12.6	3.50%		\$12.6	
Maryland	\$134.5	\$143.8	6.87%		\$143.8	
Michigan	\$113.6	\$115.2	1.39%		\$115.2	
Mississippi	\$168.2	\$177.3	5.42%	\$5.5	\$182.8	8.70%
Missouri	\$145.7	\$144.1	-1.10%		\$144.1	
Nevada	\$935.0	\$934.9	-0.01%		\$934.9	
New Jersey	\$215.2	\$231.5	7.58%	\$16.7	\$248.2	15.36%
New Mexico	\$19.7	\$20.2	2.37%		\$20.2	
New York	\$170.8	\$170.1	-0.42%		\$170.1	
Ohio	\$146.4	\$152.2	3.98%		\$152.2	
Oklahoma	\$11.0	\$11.3	2.94%		\$11.3	
Pennsylvania	\$271.0	\$268.5	-0.92%		\$268.5	
Rhode Island	\$56.9	\$57.1	0.41%		\$57.1	
South Dakota	\$9.6	\$9.5	-1.54%		\$9.5	
West Virginia	\$59.4	\$58.3	-1.83%	\$1.8	\$60.1	1.26%
<b>Total USA**</b>	<b>\$3,348.1</b>	<b>\$3,386.5</b>	<b>1.15%</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>Total States without Sports</b>	<b>\$2,905.4</b>	<b>\$2,919.4</b>	<b>0.48%</b>	<b>-</b>	<b>-</b>	<b>-</b>

Source: UNLV and State Gaming Commissions; The Innovation Group.

\*Trend is for daily slot revenue; table revenue not yet reported for September 2018. Delaware reports months by last Sunday of the month—September 2017 was 28 days versus 35 days for 2018. \*\*Excluding Delaware.

Delaware, Mississippi, West Virginia, and New Jersey all had legal sports betting in 2018 but not 2017. While Delaware and West Virginia show declines in traditional gaming revenue, New Jersey and Mississippi both show significant gains. It should also be noted that New Jersey had two new properties open in June.

Delaware and West Virginia both faced increased competition in adjacent states (Atlantic City, Maryland, and Ohio), but the declines in slots and tables are very small even if it attributable to diversion of spending to sports betting. In fact, sports betting put West Virginia in the positive in total gambling revenue.

In conclusion, the limited data available to date would suggest that sports betting is having an overall positive impact on slot and table revenues, as well as contributing new wagering revenue to casinos and states.

The following table shows recent trends in Nevada, which as noted has had sports betting since 1949. Sports betting is volatile, so year-over-year trends fluctuate highly.

Nevada GGR and Sports Betting Trends						
	Gaming	% Growth	Sports Betting	% Growth	Total	% Growth
2013	\$10,942,549,000		\$202,838,000		\$11,145,387,000	
2014	\$10,789,009,000	-1.40%	\$227,045,000	11.93%	\$11,016,054,000	-1.16%
2015	\$10,882,043,000	0.86%	\$231,787,000	2.09%	\$11,113,830,000	0.89%
2016	\$11,037,171,000	1.43%	\$219,174,000	-5.44%	\$11,256,345,000	1.28%
2017	\$11,323,151,000	2.59%	\$248,777,000	13.51%	\$11,571,928,000	2.80%

Source: Nevada Gaming Commission

## Daily Fantasy Sports

Daily fantasy sports (DFS) has been explicitly legalized in many states, including: Arkansas, Colorado, Delaware, Indiana, Kansas, Louisiana, Maine, Maryland, Mississippi, Missouri, New Hampshire, New Jersey, New York, Ohio, Pennsylvania, Tennessee, Vermont, and Virginia. Michigan and Illinois have active legislation. Connecticut approved DFS, subject to agreement with the tribes, which is in negotiation. Tax rates vary, but we don't see the same high tax rates as we do on slots in many states. Not all states have defined tax rates – for example, DFS was passed by ballot initiative in 47 of Louisiana's 64 parishes in the 2018 election, so this is an agenda item for the next legislative term. But those who have are in the range of 8-15% on GGR. New York and Pennsylvania, for example, have a 15% tax on DFS.

Data on DFS wagering is limited. The New York Gaming Commission produces a report showing national spending and a breakdown of New York residents. Nationwide, DFS generated revenue of \$335 million in FY 2018 (through March), with \$31 million originating in New York, or less than 1% of bricks-and-mortar casino revenue if all casinos—commercial, VLT, and tribal—are included.

A Rutgers University survey showed that 22% of DFS players also participate in casino gaming, bingo, or wagering on sports and horse racing. A Fantasy Sports Trading Association survey shows that DFS players skew younger and male and have higher than average income.<sup>2</sup>

Given the small amount of revenue generated by DFS wagering compared to casino revenue, if any substitution effect occurs it is likely not measurable. In fact, casino GGR nationally generally increased in 2017, which would tend to suggest limited if any negative effect from DFS wagering. Further, the demographics of DFS players suggest that casinos could potentially utilize the DFS product to increase traditional gaming revenue by drawing in new gamers.

<sup>2</sup> <https://www.playnj.com/news/nj-casino-dfs-partnerships/14193/>



## Summary

Sports betting can be seen as opportunity to bring in additional revenue to existing casinos. While there is potential for some substitution effect in total spending between sports bettors and other casino patrons, the demographics of the average sports bettor skews younger than slot players and even table gamers. Studies have found that the average sports bettor is between the ages of 18-34<sup>3</sup>. Additionally, these players tend to be familiar with casinos and have the potential to spend additional dollars once on the casino floor at a table or slot during a visit to a legal sports book. Results from September 2018 provide empirical support for the potential for sports betting to drive growth.

In addition to new sports betting ventures, Massachusetts and the competitive markets have the opportunity to pass legislation regarding online gambling and DFS. Recently, the Massachusetts House of Representatives passed an amendment removing the sunset clause on the laws regulating DFS, making a move in the direction towards permanent legalization of the gaming format.

Rhode Island elected to hold off on allowing online betting; it is expected that the State will reconsider in the long run as Massachusetts and Connecticut consider legislation allowing these wagers. Using New Jersey as a precedent, online gaming is expected to cause minimal cannibalization of land-based casino revenues and foster potential international partnerships with existing online formats.

## *Question 4: Casino Staffing Availability and Labor Market Impact*

Jurisdictions sometimes have concern over supplying staffing to new casinos, and the potential for collateral impact on other businesses. However, given the surplus of underemployed labor in Plymouth County and Region C, and the long history of gaming in the Northeast, staffing of the Brockton casinos is not expected to be problematic, and collateral impacts on other Massachusetts casinos or businesses are expected to be minimal, if any. In fact, development and operation of the Brockton casino would be beneficial to the Massachusetts labor force.

A survey of Plainridge employees conducted in 2017 on behalf of the Massachusetts Gaming Commission demonstrates that casino employment is comprised mainly of workers already residing within commuting distance: a mixture of previously employed local residents looking for a better opportunity or the ability to work closer to home, along with previously unemployed local residents. The percentage of workers who moved to take the position with Plainridge was a

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<sup>3</sup> HUMPHREYS, BRAD R., PEREZ, LEVI, Who Bets on Sports? Characteristics of Sports Bettors and the Consequences of Expanding Sports Betting Opportunities. *Estudios de Economía Aplicada*, vol. 30, no. 2, 2012, pp. 579-597

small percentage of the staff. Furthermore, most casino workers had not had prior casino work experience.

Plainridge Casino Source of Workforce		
	# of Responses	Percentage
<i>Prior Employment status:</i>		
Unemployed	162	15.5%
Employed Part-time	363	34.7%
<i>Underemployed</i>	189	18.1%
Employed Full-time	522	49.9%
Total	1,047	100.0%
<i>Reason for taking the position</i>		
Job closer to home	305	29.1%
<i>Other results</i>		
No prior casino experience	902	86.2%
Moved to take the position	75	7.2%

New Employee Survey at Plainridge Park Casino: Analysis of First Two Years of Data Collection  
 University of Massachusetts Donahue Institute, Economic and Public Policy Research Group, May 10, 2017

This suggests the need for training strategies as new casinos enter the regional market. The New Casino Market Training Strategies section at the end of this report discusses training strategies for new gaming markets, with emphasis on markets that may require specialized training to reach employment forecast targets. The strategies include:

- Work force research
- Early-stage job fairs
- Partnering with local universities and vocational schools
- Intensive “on-the-job” training

Region C has a civilian labor force of nearly 700,000 persons, with more than 30,000 unemployed. Region C has a higher rate of unemployment (4.4%) than Region A (3.4%), suggesting that there is more potential for elasticity in Region C.

### Regional Unemployment Statistics

Year	Civilian labor force	Employment	Unemployment	Unemployment rate (%)
<b>Region A</b>				
2009	2,346,396	2,165,368	181,028	7.7
2010	2,390,487	2,205,195	185,292	7.8
2011	2,388,063	2,228,518	159,545	6.7
2012	2,405,584	2,257,518	148,066	6.2
2013	2,428,922	2,278,217	150,705	6.2
2014	2,468,292	2,338,069	130,223	5.3
2015	2,488,537	2,378,669	109,868	4.4
2016	2,510,349	2,420,852	89,497	3.6
2017	2,544,821	2,458,120	86,701	3.4
<b>Region B</b>				
2009	426,331	390,982	35,349	8.3
2010	414,298	376,632	37,666	9.1
2011	410,677	377,150	33,527	8.2
2012	410,067	379,085	30,982	7.6
2013	410,362	378,791	31,571	7.7
2014	414,139	386,310	27,829	6.7
2015	414,579	391,153	23,426	5.7
2016	413,380	394,216	19,164	4.6
2017	416,702	398,287	18,415	4.4
<b>Region C</b>				
2009	697,661	632,658	65,003	9.3
2010	675,300	608,990	66,310	9.8
2011	670,574	612,091	58,483	8.7
2012	669,511	615,929	53,582	8.0
2013	673,548	619,788	53,760	8.0
2014	683,811	637,434	46,377	6.8
2015	685,122	646,050	39,072	5.7
2016	687,687	656,044	31,643	4.6
2017	695,649	665,073	30,576	4.4

Source: Bureau of Labor Statistics, The Innovation Group

The table below depicts historical unemployment statistics for Plymouth County and Massachusetts. The annual unemployment rate continually increased from 2009 through to 2010, peaking at 8.3% in Massachusetts and 8.9% in Plymouth County, but they have since recovered. Currently, both unemployment rates sit below 4% while labor force statistics continue to increase.

**Average Annual Unemployment Statistics**

Year	Civilian labor force	Employment	Unemployment	Unemployment rate (%)
<b>Plymouth County</b>				
2009	263,807	241,447	22,360	8.5
2010	262,176	238,720	23,456	8.9
2011	260,735	240,474	20,261	7.8
2012	260,295	242,063	18,232	7.0
2013	262,695	244,330	18,365	7.0
2014	266,779	250,756	16,023	6.0
2015	268,191	254,630	13,561	5.1
2016	270,417	259,364	11,053	4.1
2017	274,224	263,530	10,694	3.9
<b>Massachusetts</b>				
2009	3,470,382	3,189,010	281,372	8.1
2010	3,480,083	3,190,818	289,265	8.3
2011	3,469,308	3,217,754	251,554	7.3
2012	3,485,161	3,252,531	232,630	6.7
2013	3,512,827	3,276,792	236,035	6.7
2014	3,566,237	3,361,811	204,426	5.7
2015	3,588,241	3,415,874	172,367	4.8
2016	3,611,418	3,471,112	140,306	3.9
2017	3,657,173	3,521,482	135,691	3.7

Source: Bureau of Labor Statistics; The Innovation Group

The Brockton casino is estimated to require staffing of 1,800 people, which represents 0.26% of the labor force of Region C and 0.66% of Plymouth County.

Underemployment records the number of workers placed in jobs that are below their qualifications, and also includes the unemployed. According to the United Health Foundation’s annual report of America’s Health Rankings, Massachusetts has an underemployment rate of 8.1% of the civilian labor force, approximately double that of the unemployment rate. This suggests that for every unemployed worker in Massachusetts, there is an employed person working below his/her qualifications or desire for full-time hours. Using the figures from the Bureau of Labor Statistics above, Plymouth County has an underemployed work force of 22,212 and Region C has an underemployed work force of 56,348, sufficient to supply the casino with the staffing required.

As for the potential impact that the filling of MG&E casino jobs will have on existing businesses that have to replace experienced employees, there is no hard data showing a direct negative impact on other businesses. However, there is indirect evidence from Plainridge that no such negative impact took place. We would refer to a MGC presentation dated June 26, 2018 (<https://massgaming.com/wp-content/uploads/SEIGMAPresentation6.26.18.pdf>) which shows a greater increase in the number of businesses in Plainville from 2009-2016 (13%) than in other

surrounding communities (10.6%) or the control counties of Norfolk and Bristol Counties (9%).

### ***Question 11: Massachusetts Horse Racing***

The Region C casino would not a significant effect on the Race Horse Development Fund (RHDF or “Fund”), and thus there does not appear to be justification for considering horse racing in the decision regarding the Region C license. As discussed below, 9% of Plainridge’s gaming revenue goes to the Fund, whereas 2.5% of Brockton’s tax revenue (ergo 2.5% of 25% of GGR) would go toward the Fund. The gain to the Fund from Brockton is estimated to counteract nearly precisely the loss to the Fund from Brockton’s impact on Plainridge.

<u>RHDF Net Impact from Brockton</u>	
Loss from Plainridge	-\$2,523,159
Gain from Brockton	\$2,524,025

Further, the horse racing industry has not been able to fully utilize the existing Fund since the Commonwealth’s Thoroughbred track has dramatically reduced operations.

Massachusetts has two established horse racecourses. Located in East Boston, Suffolk Downs Horse Racing Track (Thoroughbred) was established in 1935, at the time when pari-mutuel wagering had just been legalized in Massachusetts. The other, Plainridge Racecourse, opened in 1999 as a harness (Standardbred) horse racing track in Plainville, offering both live and simulcast racing.

The Massachusetts State Racing Commission oversees Thoroughbred and harness racing, ensuring that rules are adhered to, for the welfare of the horses, as well as to protect the integrity of the horse racing industry. The following table details the racing and purse statistics of the two racecourses as reported by the Racing Commission in their annual reports.

### Massachusetts Historical Racecourse Statistics

		Suffolk Downs	% Share	Plainridge	% Share	Total
Total Purses	2013	\$8,375,400	80.8%	\$1,988,055	19.2%	\$10,363,455
	2014	\$6,929,400	72.9%	\$2,581,552	27.1%	\$9,510,952
	2015	\$1,620,200	27.8%	\$4,210,636	72.2%	\$5,830,836
	2016	\$2,735,902	25.6%	\$7,954,092	74.4%	\$10,689,994
	2017	\$3,844,306	27.9%	\$9,912,523	72.1%	\$13,756,829
Number of Races	2013	720	48.0%	780	52.0%	1,500
	2014	560	43.2%	736	56.8%	1,296
	2015	34	3.5%	949	96.5%	983
	2016	63	5.5%	1,092	94.5%	1,155
	2017	92	7.2%	1,182	92.8%	1,274
Number of Race Days	2013	80	46.5%	92	53.5%	172
	2014	62	43.7%	80	56.3%	142
	2015	3	2.8%	105	97.2%	108
	2016	6	5.0%	115	95.0%	121
	2017	8	6.0%	125	94.0%	133

Source: Massachusetts State Racing Commission Annual Reports; \*2017 numbers have not been audited

Suffolk Downs has scaled back live racing since failing to secure the Region A resort casino license. Inversely, Plainridge has increased live racing since opening a slot machine casino. The Commonwealth levies a 9% tax on slot revenues at Plainridge that goes towards the Race Horse Development Fund (RHDF). The RHDF was created by the Legislature's 2011 expanded gaming law to increase purses, assist the breeding industry, and help pay for benefits for riders, trainers and others who work in the business. Of the RHDF totals, 80% is designated for purses, 16% goes to breeders, and 4% is allocated to backstretch welfare.

The following table shows the annual RHDF contributions since the Plainridge casino opened in late June 2015.

Massachusetts RHDF	
2015	\$7,940,749
2016	\$13,953,773
2017	\$14,830,761

Source: Massachusetts Gaming Commission

The RHDF is split between the Thoroughbred and Standardbred sectors. Originally, the Thoroughbred sector received 75% of the RHDF, but after Suffolk Downs reduced live racing starting in 2015, the share was shifted 55%-45% in favor of the Standardbred (harness) sector. The increases in purses at Plainridge show the impact of the RHDF on the harness industry. However, the Thoroughbred sector has not utilized its full share of the RHDF and a surplus resulted.

In 2017, the Massachusetts State Senate proposed a budget for fiscal 2018 that would have repurposed the balance of the RHDF to other state departments. The fund had a balance of \$15,543,988.88 as of mid-April 2017, according to the Massachusetts Gaming Commission. Ultimately, the \$15.5 million was maintained within the RHDF.



## APPENDIX A: COMPETITIVE ENVIRONMENT

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Existing competition for the proposed casino in Brockton will come mainly from casinos in neighboring states, specifically Rhode Island, Massachusetts, New York and Connecticut. Two of the existing competitors, MGM Springfield and Tiverton, opened in late August/early September. More distant competitors include casinos in New Jersey, Pennsylvania, and Maine. Additionally, Foxwoods and Mohegan are twice the distance but two of the largest casinos in the U.S. outside of Las Vegas, NV.

More distant competitors include casinos in New Jersey and Pennsylvania.

In addition to the existing facilities, for the purposes of this analysis, two facilities in the Catskill/Hudson Valley region and two casinos in Massachusetts, as well as a proposed casino in East Windsor, Connecticut have also been included as competitors for the proposed casino in Brockton.

Gaming revenue described in this section is net of free play.

The following table presents all of the existing competitive casinos in the Northeast and Mid-Atlantic region:

### Existing Competitive Casinos

Location	Name	Machines	Tables	Positions
Montville, CT	Mohegan Sun Resort	5,613	350	7,713
Yonkers, NY	Empire City at Yonkers Raceway	5,349	0	5,349
Hanover, MD	Live! Casino & Hotel	3,997	198	5,185
Jamaica, NY	Resorts World Casino at Aqueduct	5,005	0	5,005
Lincoln, RI	Twin River Casino	4,220	80	4,700
Bethlehem, PA	Sands Casino Resort Bethlehem	3,073	252	4,585
Bensalem, PA	Parx Casino and Racing	3,331	190	4,471
Oxon Hill, MD	MGM National Harbor	2,961	180	4,041
Atlantic City, NJ	Borgata	1,994	268	3,602
Springfield, MA	MGM Springfield	2,550	120	3,270
Atlantic City, NJ	Tropicana Atlantic City	2,476	130	3,256
Baltimore, MD	Horseshoe Casino	2,200	168	3,208
Chester, PA	Harrah's Philadelphia	2,450	118	3,158
Atlantic City, NJ	Hard Rock Atlantic City	2,063	152	2,975
Atlantic City, NJ	Harrah's Resort Atlantic City	2,109	133	2,907
Monticello, NY	Resorts World Catskills	2,153	125	2,903
Wilkes-Barre, PA	Mohegan Sun Pocono	2,325	89	2,859
Atlantic City, NJ	Bally's Atlantic City	1,776	164	2,760
Atlantic City, NJ	Caesars Atlantic City	1,889	132	2,681
Philadelphia, PA	SugarHouse Casino	1,809	141	2,655
Grantville, PA	Hollywood Casino at Penn National Race Course	2,170	75	2,620
Atlantic City, NJ	Oceans Resort	1,937	107	2,579
Wilmington, DE	Delaware Park	2,250	39	2,484
Dover, DE	Dover Downs Hotel and Casino	2,177	40	2,417
Mt. Pocono, PA	Mount Airy Casino Resort	1,863	81	2,349
Atlantic City, NJ	Golden Nugget Atlantic City	1,454	99	2,048
Harrington, DE	Harrington Raceway and Casino	1,787	31	1,973
Atlantic City, NJ	Resorts Casino Hotel	1,475	68	1,883
Saratoga Springs, NY	Saratoga Gaming and Raceway	1,782	0	1,782
Schenectady, NY	Rivers Casino and Resort	1,150	82	1,642
Plainville, MA	Plainridge Park Casino	1,250	0	1,500*
Monticello, NY	Monticello Casino and Raceway	1,110	0	1,110
Tiverton, RI	Tiverton Casino Hotel	1,097	0	1,097
Bangor, ME	Hollywood Casino Hotel & Raceway Bangor	921	16	1,017
Islandia, NY	Jake's 58 Hotel & Casino	1,000	0	1,000
Perryville, MD	Hollywood Casino Perryville	822	22	954
Oxford, ME	Oxford Casino	811	22	943
King of Prussia, PA	Valley Forge Casino Resort	600	50	900
Berlin, MD	Ocean Downs	888	0	888
Flintstone, MD	Rocky Gap Casino Resort	665	17	767
<b>Total</b>	<b>40</b>	<b>86,552</b>	<b>3,739</b>	<b>109,236</b>

Source: The Innovation Group, Various Gaming Boards and Commissions, CasinoCity.com; \*Note: Plainridge has electronic tables that count as one machine but that bring its seat count to approximately 1,500 positions.

## *Existing*

This section details the eleven existing competitors within Brockton's gaming market categorized by state.

### **Connecticut**

#### *Foxwoods Casino*

The Foxwoods Casino is located near the town of Ledyard, Connecticut along the Thames River in New London County. Foxwoods was founded in 1986 as a bingo hall and was later converted to a casino in 1993. The property features over 4.7 million square feet of gaming, food and beverage and entertainment space and is one of the largest casino resorts in the world. Foxwoods latest expansion, the MGM Grand at Foxwoods was a \$700 million addition in 2008.

Slot revenues continued to decline to \$728 million in the year 2008 from a total of \$783 million in the year 2007 despite the expansion; however, the expansion at the facility coincided with the national economic recession. Gaming revenues continued to decrease at the resort given the opening of competitive facilities and their amenities in Pennsylvania and the VLTS racinos in New York and the soft economy. However, 2017 saw its first year of growth in gaming revenue in over a decade. Foxwoods currently offers about 4,100 machines, and over 250 table games.

**Foxwoods Casino, Ledyard, CT Slot Performance Statistics**

Year	Gaming Revenue	Change	Machines	Change	Win per Position	Change
2008	\$728,024,927		7,734		\$257	
2009	\$684,424,106	-6.0%	7,641	-1.2%	\$245	-4.6%
2010	\$649,020,622	-5.2%	6,964	-8.9%	\$255	4.0%
2011	\$633,815,234	-2.3%	6,440	-7.5%	\$270	5.6%
2012	\$576,794,502	-9.0%	6,276	-2.5%	\$252	-6.6%
2013	\$530,572,312	-8.0%	5,921	-5.7%	\$246	-2.5%
2014	\$483,559,414	-8.9%	5,693	-3.9%	\$233	-5.2%
2015	\$465,010,320	-3.8%	4,695	-17.5%	\$271	16.6%
2016	\$456,156,085	-1.9%	4,466	-4.9%	\$279	2.9%
2017	\$468,048,004	2.6%	4,145	-7.2%	\$309	10.8%

Source: Connecticut Gaming Board; The Innovation Group

The following table shows fiscal years so slot revenue does not match the previous calendar-year tables above.

**Foxwoods Total Gaming Revenues (\$MMs)**

	FY2016	FY2015
Slot rev	\$481.4	\$483.1
Table rev	\$245.1	\$234.4
Total gaming rev	\$726.5	\$717.5
# of slots	5,807	5,808
# of tables	428	429
Table rev ratio	33.7%	32.7%

Fiscal years ending Sept. 30

***Mohegan Sun Casino***

The Mohegan Sun Casino and Entertainment complex opened in October 1996. The Mohegan Sun is located on a 185-acre site on the Tribe's reservation overlooking the Thames River with direct access from Interstate 395 and Connecticut Route 2A. Mohegan Sun is approximately 10 miles from Foxwoods. In fiscal 2002, the property completed a major expansion of Mohegan Sun known as Project Sunburst, which included increased gaming, restaurant and retail space, an entertainment arena, an approximately 1,200-room luxury Sky Hotel Tower and approximately 100,000 square feet of convention space. In fiscal 2007 and 2008, the Sunrise Square and Casino of the Wind components of Project Horizon expansions were completed. The property now boasts 3.1 million square feet of gaming, food and beverage, and entertainment space.

Mohegan Sun's gaming revenues have been declining due to a combination of the effects from the national economic recession and the development of competitive facilities in Pennsylvania and the New York VLTs. The property currently offers 4,511 machines and over 300 table games.

**Mohegan Sun Casino Resort, Montville, CT Slot Performance Statistics**

	Gaming Revenue	Change	Machines	Change	Win per Position	Change
2008	\$842,873,026		6,300		\$366	
2009	\$763,879,790	-9.4%	6,752	7.2%	\$310	-15.2%
2010	\$736,157,773	-3.6%	6,405	-5.1%	\$315	1.6%
2011	\$712,346,164	-3.2%	6,318	-1.4%	\$309	-1.9%
2012	\$652,780,377	-8.4%	5,880	-6.9%	\$303	-1.8%
2013	\$614,364,394	-5.9%	5,533	-5.9%	\$304	0.3%
2014	\$583,912,203	-5.0%	5,426	-1.9%	\$295	-3.1%
2015	\$579,495,965	-0.8%	5,216	-3.9%	\$304	3.2%
2016	\$597,383,584	3.1%	5,111	-2.0%	\$319	4.9%
2017	\$606,937,856	1.6%	4,939	-3.4%	\$337	5.4%

Source: Connecticut Gaming Board; The Innovation Group

Table revenue is not subject to revenue sharing and therefore is not reported through the Connecticut Gaming Board. However, the Mohegan Tribal Gaming Authority (MTGA) releases table game revenues in its reporting to the Securities and Exchange Commission. Altogether, gaming revenues at Mohegan Sun are approximately \$910 million in 2016, with table revenue

accounting for about 35% of win.

Mohegan Sun Total Gaming Revenues (\$MMs)					
	FY2016	FY2015	FY2014	FY2013	FY2012
Slot rev	\$592.1	\$582.5	\$582.1	\$618.7	\$675.1
Table rev	\$317.8	\$297.2	\$293.3	\$310.0	\$302.6
Total gaming rev	\$909.9	\$879.7	\$875.4	\$928.6	\$977.7
# of slots	5,267	5,268	5,470	5,553	6,038
# of tables	325	325	330	327	353
Table rev ratio	34.9%	33.8%	33.5%	33.4%	31.0%

Fiscal years ending Sept. 30

## Rhode Island

### *Twin River Casino*

The Twin River Casino in Lincoln, Rhode Island is approximately 50 miles southwest of Brockton, located at the former Lincoln Greyhound Park off State Highway 146. The racetrack, just 10 minutes from downtown Providence, began offering video lottery terminals in 1992 and completed a \$220 million expansion in 2007 under new ownership. In 2012 voters approved a state referendum to allow live table games at the Twin River Casino.

The facility includes a 190,000 square foot gaming floor, 9 food and beverage options and a 29,000 square foot event center frequently hosting national acts and live boxing/MMA fights. The facility has a 135-room on-site hotel. The casino at Twin River currently offers guest over 4,200 slots, 80 gaming tables with a separate poker room and a simulcast racebook betting room.

Twin River Property Statistics							
Year	Slot Revenue	Machines	Table Revenue	Table Games	Total Revenue	Change	Win per Position
2008	\$407,503,857	4,748			\$407,503,857		\$234.5
2009	\$399,662,955	4,741			\$399,662,955	-1.9%	\$231.0
2010	\$423,660,592	4,749			\$423,660,592	6.0%	\$244.4
2011	\$462,793,306	4,748			\$462,793,306	9.2%	\$267.1
2012	\$477,827,613	4,751			\$477,827,613	3.2%	\$274.8
2013	\$470,391,984	4,592	\$41,322,389	66	\$511,714,373	7.1%	\$281.1
2014	\$466,015,784	4,537	\$99,886,924	80	\$565,902,708	10.6%	\$309.0
2015	\$456,830,932	4,408	\$114,446,240	80	\$571,277,172	0.9%	\$320.2
2016	\$438,054,054	4,258	\$135,048,433	80	\$573,102,487	0.3%	\$330.5
2017	\$434,829,065	4,212	\$143,855,958	80	\$578,685,023	1.0%	\$337.9

Source: Rhode Island Lottery; The Innovation Group

### *Newport Grand Casino/Tiverton Casino*

Newport Grand Casino was located off the exit from the Claiborne Pell Newport Bridge on Aquidneck Island, approximately 50 miles east of Foxwoods. Formerly known as Newport

Grand Slot parlor, Twin River Management Group finalized the purchase of this casino in July 2015 with intentions of relocating the gaming license to Tiverton, RI. Newport closed as of August 28<sup>th</sup>, 2018 and Tiverton opened on September 1<sup>st</sup>, 2018.

The current facility has a 33,600 square foot gaming floor, three dining options and one lounge. Slot revenues at Newport Grand had declined over the last decade and while Twin River expanded into table games, voters refused the state referendum to allow table games at the Newport facility. However, the Tiverton Casino features 32 table games, 1,000 slot machines, and an 84-room hotel.

Year	Machines	Slot Revenue	Change	Win per Position
2008	1,244	\$67,546,725		\$148.4
2009	1,484	\$61,505,924	-8.9%	\$113.5
2010	1,182	\$53,297,539	-13.3%	\$123.6
2011	1,097	\$50,071,495	-6.1%	\$125.0
2012	1,093	\$50,131,054	0.1%	\$125.3
2013	1,093	\$46,350,614	-7.5%	\$116.2
2014	1,097	\$45,179,615	-2.5%	\$112.9
2015	1,097	\$44,543,308	-1.4%	\$111.3
2016	1,096	\$46,006,384	3.3%	\$114.7
2017	1,097	\$46,166,038	0.3%	\$115.3

Source: Rhode Island Lottery; The Innovation Group

## Massachusetts

### *Plainridge Park Casino*

Plainridge Park Casino, owned by Penn National Gaming, is the newest competitor in the market having opened in late June 2015 at the Plainridge harness-racing track on Route 1 about 20 miles west of Brockton. The racetrack became the first and only slot parlor and live harness racing venue in the state. The \$225 million facility includes 8 food and beverage options, one live entertainment lounge bar and parking garage. The casino offers gamers over 1,250 slots, video table games and simulcast and live harness racebook betting. Plainridge generated revenue of \$165 million in its first full year of operation.

Year	Machines	Slot Revenue	Change	Win per Position
2016	1,250	\$155,041,918		\$338.9
2017	1,250	\$164,786,230	6.3%	\$361.2

Source: Massachusetts Gaming Commission; The Innovation Group

## *MGM Springfield*

MGM opened its nearly \$1 billion integrated resort in Springfield on August 24<sup>th</sup>, 2018. The property includes a 250-room hotel tower and 125,000 square feet of gaming space with 2,550 slot machines and 120 gaming tables. Additionally, it provides typical amenities found in such resort properties such as restaurants, spas, retail shops, and meeting space in addition to an 8,000-seat entertainment venue, TopGolf swing suite, and a bowling alley.

### MGM Springfield Property Statistics

	Slot GGR	Table GGR	Total GGR
Aug-18*	\$7,347,491	\$2,109,486	\$9,456,977
Sep-18	\$18,149,752	\$8,802,344	\$26,952,096
YTD	\$25,497,243.51	\$10,911,829.78	\$36,409,073.29

Source: Massachusetts Gaming Commission; The Innovation Group; \*August 2018 had 7 days in it

## *New York*

### *Saratoga Springs*

Saratoga Gaming and Raceway is a ½-mile standardbred harness racing dirt track located in Saratoga Springs, New York, just across Nelson Avenue from Saratoga Race Course which hosts thoroughbred racing each August. Saratoga Raceway aka The Saratoga Equine Sports Center – otherwise known as the Saratoga Gaming and Raceway – was opened in 1941 as a facility for American harness racing and was the third racetrack in the State of New York to feature pari-mutuel wagering. The casino opened in January 2004 featuring approximately 1,300 video lottery terminals. The casino now features 1,700 video lottery terminals.

### Saratoga Springs Historical Gaming Revenues

Year	Gaming Revenue	Change	Machines	Change	Win per Position	Change
2008	\$134,373,560		1,770		\$207	
2009	\$136,038,290	1.2%	1,770	0.0%	\$211	1.5%
2010	\$139,721,687	2.7%	1,775	0.3%	\$216	2.4%
2011	\$150,420,830	7.7%	1,782	0.3%	\$231	7.3%
2012	\$159,751,975	6.2%	1,780	-0.1%	\$245	6.0%
2013	\$159,594,798	-0.1%	1,782	0.1%	\$245	0.1%
2014	\$158,765,338	-0.5%	1,782	0.0%	\$244	-0.5%
2015	\$160,919,293	1.4%	1,763	-1.0%	\$250	2.4%
2016	\$167,212,392	3.9%	1,718	-2.6%	\$266	6.4%
2017	\$137,438,160	-17.8%	1,707	-0.6%	\$221	-17.1%

Source: New York Lottery, The Innovation Group



### *Monticello Raceway*

The Monticello Gaming and Raceway originally opened in June 1958 featuring the “Mighty M” half mile track featuring standard bred horse races. The casino portion opened in June 2004 featuring 1,700 video lottery terminals, but it has since scaled back to 1,110. Gaming revenue has fluctuated up and down, but roughly stayed flat over the last decade at \$58 million.

Monticello Raceway Historical Gaming Revenues

Year	Gaming Revenue	Change	Machines	Change	Win per Position	Change
2008	\$58,109,181		1,587		\$100	
2009	\$53,751,367	-7.5%	1,401	-11.7%	\$105	5.0%
2010	\$57,394,484	6.8%	1,089	-22.3%	\$144	37.3%
2011	\$60,918,062	6.1%	1,110	1.9%	\$150	4.2%
2012	\$63,873,596	4.9%	1,110	0.0%	\$157	4.6%
2013	\$62,821,386	-1.6%	1,110	0.0%	\$155	-1.4%
2014	\$59,142,393	-5.9%	1,110	0.0%	\$146	-5.9%
2015	\$59,326,309	0.3%	1,110	0.0%	\$146	0.3%
2016	\$61,086,135	3.0%	1,110	0.0%	\$150	2.7%
2017	\$58,508,310	-4.2%	1,110	0.0%	\$144	-4.0%

Source: New York Lottery, The Innovation Group

### *Empire City at Yonkers Raceway*

Yonkers Raceway, founded in 1899 in Yonkers as the Empire City Race Track, is a one-half-mile standardbred harness racing dirt track. The casino opened in October 2006 after a \$225 million renovation and featured only 1,870 video lottery terminals. The casino now features approximately 5,200 video lottery terminals.

Yonkers Raceway Historical Gaming Revenues

Year	Gaming Revenue	Change	Machines	Change	Win per Position	Change
2008	\$486,459,681		5,339		\$249	
2009	\$540,495,929	11.1%	5,320	-0.4%	\$278	11.8%
2010	\$582,229,271	7.7%	5,309	-0.2%	\$300	7.9%
2011	\$624,432,033	7.2%	5,351	0.8%	\$320	6.4%
2012	\$544,698,569	-12.8%	4,987	-6.8%	\$298	-6.7%
2013	\$559,946,387	2.8%	5,327	6.8%	\$288	-3.5%
2014	\$537,491,608	-4.0%	5,344	0.3%	\$276	-4.3%
2015	\$558,287,537	3.9%	5,277	-1.3%	\$290	5.2%
2016	\$589,716,723	5.6%	5,232	-0.8%	\$308	6.2%
2017	\$599,218,590	1.6%	5,221	-0.2%	\$314	2.1%

Source: New York Lottery; The Innovation Group

### *Resorts World Casino at Aqueduct Racetrack*

The Aqueduct Racetrack is a horse racing facility in Jamaica, New York with three tracks that feature thoroughbred racing. The Resorts World casino opened in October of 2011, and features over 5,000 gaming machines, including electronic table games that are extremely popular with the Asian population in Queens and Brooklyn.

#### Aqueduct Historical Gaming Revenues

Year	Gaming Revenue	Change	Machines	Change	Win per Position	Change
2011*	\$89,293,498		2,919		\$471	
2012	\$672,570,324		4,954	69.7%	\$371	-21.2%
2013	\$785,128,863	16.7%	5,004	1.0%	\$430	15.9%
2014	\$807,988,805	2.9%	5,003	0.0%	\$442	2.9%
2015	\$831,222,582	2.9%	5,060	1.1%	\$450	1.7%
2016	\$826,486,601	-0.6%	5,423	7.2%	\$416	-7.5%
2017	\$702,120,545	-15.0%	5,207	-4.0%	\$369	-11.3%

Source: New York Lottery; \*2011 has 65 Days, The Innovation Group

### *Rivers Casino & Resort*

Rivers Casino & Resort is a \$330 gaming and entertainment venue located in Schenectady, New York, which is roughly 200 miles west of Brockton. Rivers Casino opened in February of 2017. The venue opened its hotel in the second quarter of operations. The property offers roughly 1,150 slot machines and 80 table games. In its first complete Fiscal Year in operation, Rivers Casino reported approximately \$140 million in GGR.

#### Rivers Historical Gaming Revenues

Year	Slot Revenue	Machines	Table Revenue	Table Games	Total Revenue	Change	Win per Position
2017	\$82,016,111	1,150	\$40,611,458	67	\$122,627,569		\$216
Last 12 Months	\$97,537,310	1,150	\$44,947,233	67	\$142,484,543	n/a	\$252

Source: New York Lottery; \*2017 has 327 Days, The Innovation Group

### *Resorts World Catskills*

Resorts World Catskills was the last of the four nontribal casinos licensed by the state of New York in 2014 to open. Gaming operations at this \$900 million hotel casino located at the old Concord Hotel near Monticello started in February of 2018. The hotel has 332 rooms and the casino floor has over 2,150 slot machines and 150 table games including poker. In its first full month of operations, the casino generated \$12.4 million in GGR.

#### Resorts World Historical Gaming Revenues

Year	Slot Revenue	Machines	Table Revenue	Table Games	Total Revenue	Change	Win per Position
2018*	\$31,727,284	2,153	\$23,814,682	125	\$55,541,966	n/a	\$233

Source: New York Lottery; \*2018 has 82 Days of data, The Innovation Group

## Maine

### *Hollywood Casino Hotel & Raceway Bangor*

Hollywood Casino is located at the junction of Interstates I-95 and I-395 next to the Penobscot River in Bangor, central Maine. The facility is almost 5 hours or 275 miles north of Brockton, MA and is not considered a strong competitor. The casino first opened in 2005 at a temporary location before building the current facility at an existing racetrack in 2008. The casino is operated by Penn National Gaming, who expanded casino operations in 2012 to include the state's first table games. The facility currently includes a 152-room hotel, three dining options, one live entertainment lounge, banquet facilities, live-harness racetrack and 10,000 square foot gaming floor currently offering 784 slots and 16 poker and table games.

Hollywood Casino Bangor Property Statistics

Year	Slot Revenue	Machines	Table Revenue	Tables	Total Revenue	Change	Win per Position
2008	\$50,515,382	740			\$50,515,382		\$187
2009	\$59,224,270	1,000			\$59,224,270	17.2%	\$162
2010	\$61,667,214	1,000			\$61,667,214	4.1%	\$169
2011	\$59,453,078	1,000			\$59,453,078	-3.6%	\$163
2012	\$56,212,925	936	\$6,470,964	16	\$62,683,888	5.4%	\$166
2013	\$47,269,709	909	\$7,388,848	16	\$54,658,557	-12.8%	\$149
2014	\$46,410,579	877	\$8,026,814	16	\$54,437,393	-0.4%	\$153
2015	\$44,274,063	763	\$8,966,225	16	\$53,240,288	-2.2%	\$170
2016	\$43,494,044	779	\$9,133,204	17	\$52,627,248	-1.2%	\$163
2017	\$41,698,800	773	\$8,730,574	18	\$50,429,374	-4.2%	\$157

Source: Maine Gaming Board; The Innovation Group

### *Oxford Casino*

The Oxford Casino opened in 2012 as Black Bear Four Season Resort & Casino but changed its name before being sold to Churchill Downs Inc. the following year. The facility is located 20 miles off Interstate I-95 just outside of Oxford in southwest Maine. The casino currently has three dining options and a 30,281 square foot gaming floor with over 850 slots, 28 table games and 12-seat video poker bar. A 107-room hotel as opened in November of 2017.

### Oxford Casino Property Statistics

Year	Slot Revenue	Machines	Table Revenue	Tables	Total Revenue	Change	Win per Position
2012	\$29,887,262	688	\$6,652,279	16	\$36,539,541		\$218
2013	\$58,353,948	811	\$13,261,868	23	\$71,615,816	96.0%	\$207
2014	\$58,368,047	858	\$14,464,188	26	\$72,832,235	1.7%	\$197
2015	\$62,091,956	855	\$14,475,213	26	\$76,567,169	5.1%	\$208
2016	\$64,856,476	857	\$15,637,882	27	\$80,494,358	5.1%	\$218
2017	\$68,722,796	852	\$17,564,142	28	\$86,286,938	7.2%	\$234

Source: Maine Gaming Board; \*2012 has 213 Days, The Innovation Group

## New Jersey

### *Bally's Atlantic City*

Bally's Atlantic City is a hotel and casino on the Boardwalk in Atlantic City, New Jersey that opened in 1979. The property has grown to feature over 1,700 slot machines, and 171 table and poker games. The hotel, Bally's Park Place is located adjacent to the casino and features 1,251 rooms and suites, a large fitness center, pool and spa. The property features 13 food and beverage facilities including seven "quick bite" locations, five casual dining restaurants, and a flagship Guy Fieri Steakhouse. The property features five additional bars including a beach bar and a nightclub while also offering frequent live shows managed by Caesars Entertainment. There have been several small-scale renovations to some of the rooms and suites with no major renovations planned.

### Bally's Historical Gaming Revenues

Year	Slot Revenue	Machines	Table Revenue	Tables	Total Revenue	Change	Win per Position
2008	\$394,629,796	4,914	\$173,440,327	212	\$568,070,123		\$251
2009	\$314,338,881	3,818	\$160,007,217	204	\$474,346,098	-16.5%	\$258
2010	\$283,638,705	3,511	\$142,366,290	204	\$426,004,995	-10.2%	\$247
2011	\$264,441,156	3,319	\$113,869,996	207	\$378,311,152	-11.2%	\$227
2012	\$198,656,540	2,464	\$98,112,689	147	\$296,769,229	-21.6%	\$242
2013	\$163,416,180	2,250	\$81,034,095	135	\$244,450,275	-17.6%	\$219
2014	\$150,319,270	1,921	\$74,578,853	163	\$224,898,123	-8.0%	\$212
2015	\$140,223,513	1,867	\$70,334,072	169	\$210,557,585	-6.4%	\$200
2016	\$135,577,882	1,835	\$75,132,527	171	\$210,710,409	0.1%	\$201
2017	\$138,812,736	1,774	\$72,211,812	165	\$211,024,548	0.1%	\$209

Source: New Jersey Division of Gaming Enforcement, The Innovation Group

### *Borgata*

Borgata is one of the most prominent casinos in Atlantic City, originally featuring 1,700 video lottery terminals, and has grown to host 3,000 gaming machines and over 250 table and poker games. The Borgata features 2,000 standard rooms while the Water Club at Borgata features 800

standard rooms. The hotels also feature five separate specialty pools, large fitness center, two spas, and retail center with five featured brand names including Hugo Boss and Misura. The casino as experienced several internal lobby renovations while the hotel has experienced renovated rooms and pool areas. Borgata hosts two nightclubs and the Borgata Beer Garden as well as three separate bars.

#### Borgata Historical Gaming Revenues

Year	Slot Revenue	Machines	Table Revenue	Tables	Total Revenue	Change	Win per Position
2008	\$441,443,988	3,956	\$297,334,851	274	\$738,778,839		\$360
2009	\$431,395,370	3,928	\$263,935,199	274	\$695,330,569	-5.9%	\$342
2010	\$422,852,611	3,600	\$224,817,026	276	\$647,669,637	-6.9%	\$338
2011	\$430,412,456	3,475	\$221,401,551	275	\$651,814,007	0.6%	\$348
2012	\$417,234,016	3,368	\$195,457,441	270	\$612,691,457	-6.0%	\$336
2013	\$419,907,236	3,200	\$198,562,125	273	\$618,469,361	0.9%	\$350
2014	\$433,410,358	3,113	\$209,561,815	273	\$642,972,173	4.0%	\$371
2015	\$468,397,051	3,051	\$227,820,100	274	\$696,217,151	8.3%	\$406
2016	\$491,483,634	3,025	\$231,288,615	276	\$722,772,249	3.8%	\$422
2017	\$508,152,357	3,029	\$246,943,501	279	\$755,095,858	4.5%	\$440

Source: New Jersey Division of Gaming Enforcement, The Innovation Group

#### Caesars Atlantic City

Caesars opened in 1979 and is Atlantic City's second casino. The casino and hotel have been recently renovated with updated lobbies, pool areas, and nightclubs. The casino now features more than 2,000 slot machines, and 137 table and poker games. The Hotel features 1,141 updated rooms and suites, a rooftop pool, spa, salon, meeting rooms, and the Playground Mall. The property features three nightclubs and bars with 12 additional restaurants. Restaurants include five casual options, two buffets, one "quick bite" location, and three upscale restaurants.

#### Caesars Historical Gaming Revenues

Year	Slot Revenue	Machines	Table Revenue	Tables	Total Revenue	Change	Win per Position
2008	\$327,475,136	3,113	\$216,293,908	166	\$543,769,044		\$361
2009	\$284,752,454	2,860	\$175,456,897	168	\$460,209,351	-15.4%	\$326
2010	\$248,514,994	2,610	\$160,215,001	180	\$408,729,995	-11.2%	\$304
2011	\$241,776,432	2,404	\$162,606,717	181	\$404,383,149	-1.1%	\$318
2012	\$229,462,232	2,245	\$129,102,488	178	\$358,564,720	-11.3%	\$296
2013	\$209,421,964	2,131	\$127,025,395	180	\$336,447,359	-6.2%	\$287
2014	\$210,635,652	1,947	\$119,977,272	144	\$330,612,924	-1.7%	\$323
2015	\$197,709,639	1,881	\$112,604,162	146	\$310,313,801	-6.1%	\$308
2016	\$195,049,635	1,854	\$106,954,998	137	\$302,004,633	-2.7%	\$308
2017	\$205,240,148	1,853	\$119,821,259	137	\$325,061,407	7.6%	\$333

Source: New Jersey Division of Gaming Enforcement; The Innovation Group

***Golden Nugget Atlantic City***

The Golden Nugget is one of the largest casinos in Atlantic City and features over 1,450 gaming machines and 88 table and poker games. The casino is located within the hotel which currently has 545 standard rooms and 171 suites. The hotel hosts a fitness center, marina, salon, spa, and rooftop pool. The hotel currently has ten restaurant options, featuring a Chart House Steakhouse, Grotto Italian Restaurant and the Deck Bayfront Bar & Restaurant. Within the hotel is the Haven Nightclub, Rush Lounge, and Bar 46 as well as a shopping center with eleven shops.

**Golden Nugget Historical Gaming Revenues**

Year	Slot Revenue	Machines	Table Revenue	Tables	Total Revenue	Change	Win per Position
2008	\$155,075,095	1,971	\$48,568,409	74	\$203,643,504		\$231
2009	\$125,270,157	1,876	\$37,329,676	72	\$162,599,833	-20.2%	\$193
2010	\$113,359,416	1,779	\$34,027,123	70	\$147,386,539	-9.4%	\$184
2011	\$97,553,342	1,512	\$27,645,876	71	\$125,199,218	-15.1%	\$177
2012	\$97,915,534	1,473	\$33,171,681	89	\$131,087,215	4.7%	\$178
2013	\$95,605,199	1,430	\$29,266,019	93	\$124,871,218	-4.7%	\$171
2014	\$128,332,077	1,339	\$46,427,593	92	\$174,759,670	40.0%	\$254
2015	\$146,000,772	1,380	\$54,260,282	92	\$200,261,054	14.6%	\$284
2016	\$150,548,958	1,449	\$59,135,210	92	\$209,684,168	4.7%	\$286
2017	\$159,736,626	1,453	\$59,940,049	93	\$219,676,675	4.8%	\$299

Source: New Jersey Division of Gaming Enforcement; The Innovation Group

***Taj Mahal/Hard Rock Atlantic City***

The previous Taj Mahal, which closed in 2016, has reopened on June 28th, 2018 as the Hard Rock Casino. The property has undergone substantial renovations with both the hotel and casino obtaining new designs. The casino features over 2,100 gaming machines and 120 table and poker games. The hotel is separated to two towers with the North tower hosting 708 standard rooms and 74 suites, and the south tower hosting 1012 standard rooms and 216 suites. The hotel currently has 20 food and beverage options including the Council Oak Fish Restaurant, Kuro Restaurant, Song, and Il Mulino. Amenities include a full-service pool, spa, and gym, meeting rooms, mercantile shops, and full nightclub. The property features the Etes Arena which hosts live performances and shows. Gaming revenue totaled \$32.4 in the Hard Rock’s first full month of operation.

### Taj Mahal Historical Gaming Revenues

Year	Slot Revenue	Machines	Table Revenue	Tables	Total Revenue	Change	Win per Position
2008	\$296,075,931	3,235	\$48,568,409	74	\$186,331,878		\$298
2009	\$274,660,169	3,029	\$37,329,676	72	\$172,268,053	-7.5%	\$287
2010	\$258,070,652	2,912	\$34,027,123	70	\$144,327,704	-16.2%	\$267
2011	\$228,837,319	2,788	\$27,645,876	71	\$119,720,880	-17.0%	\$243
2012	\$206,902,415	2,592	\$33,171,681	89	\$88,589,664	-26.0%	\$217
2013	\$186,424,133	2,529	\$29,266,019	93	\$73,490,148	-17.0%	\$197
2014	\$159,928,015	2,522	\$46,427,593	92	\$55,934,907	-23.9%	\$166
2015	\$142,221,456	2,518	\$54,260,282	92	\$38,047,795	-32.0%	\$151
2016*	\$96,787,797	2,510	\$59,940,049	93	\$28,593,940	-24.8%	\$137

Source: New Jersey Division of Gaming Enforcement; \*2016 Closed October 10th, The Innovation Group

### *Harrah's Resort Atlantic City*

Harrah's Resort opened in 1980 and has since established itself as one of the top-grossing casinos in the city. The current property has seen a recent renovation to the hotel lobbies and rooms in addition to the casino being recently renovated. The hotel hosts 890 rooms and 281 suites, two pools, a fitness center, spa, meeting centers, and shopping center. The hotel also hosts three bars, an additional pool bar, and thirteen food and beverage options. Restaurants include four casual dining options, four "quick bite" options, one buffet, and four upscale restaurants including the Gordon Ramsay Steakhouse.

### Harrah's Historical Gaming Revenues

Year	Slot Revenue	Machines	Table Revenue	Tables	Total Revenue	Change	Win per Position
2008	\$446,455,951	3,677	\$98,268,682	132	\$544,724,633		\$333
2009	\$388,327,533	3,244	\$100,151,362	149	\$488,478,895	-10.3%	\$323
2010	\$350,535,636	2,955	\$102,935,424	162	\$453,471,060	-7.2%	\$316
2011	\$345,374,645	2,855	\$94,436,900	170	\$439,811,545	-3.0%	\$311
2012	\$297,684,341	2,682	\$101,356,469	179	\$399,040,810	-9.3%	\$290
2013	\$269,851,423	2,412	\$86,515,519	179	\$356,366,942	-10.7%	\$280
2014	\$273,238,828	2,305	\$92,119,539	178	\$365,358,367	2.5%	\$297
2015	\$283,102,384	2,224	\$91,212,679	177	\$374,315,063	2.5%	\$312
2016	\$266,299,345	2,179	\$91,769,157	176	\$358,068,502	-4.3%	\$302
2017	\$280,339,059	2,152	\$83,366,378	176	\$363,705,437	1.6%	\$311

Source: New Jersey Division of Gaming Enforcement; The Innovation Group

### *Resorts Casino Hotel*

Resorts Casino Hotel was the first casino to open in Atlantic City. The hotel has 942 standard rooms and the casino floor has over 1,553 slot machines and 74 table and poker games. The hotel offers a pool, spa & health club, salon, and boardwalk. The hotel is comprised of two towers, the



Rendezvous Tower, and the recently renovated Ocean Tower. The property host six bars, an event center, and ten restaurants, including four fine dining restaurants, four casual dining restaurants, a quick-bites food court, and coffee shop.

#### Resorts World Historical Gaming Revenues

Year	Slot Revenue	Machines	Table Revenue	Tables	Total Revenue	Change	Win per Position
2008	\$174,294,678	2,584	\$58,921,514	89	\$233,216,192		\$204
2009	\$142,390,803	2,419	\$49,285,001	85	\$191,675,804	-17.8%	\$179
2010	\$122,010,528	2,292	\$41,034,133	83	\$163,044,661	-14.9%	\$160
2011	\$115,757,070	2,163	\$38,346,133	82	\$154,103,203	-5.5%	\$159
2012	\$99,136,427	2,057	\$31,691,937	84	\$130,828,364	-15.1%	\$140
2013	\$104,551,454	1,664	\$26,251,715	72	\$130,803,169	0.0%	\$171
2014	\$110,222,299	1,723	\$29,167,535	73	\$139,389,834	6.6%	\$177
2015	\$128,183,105	1,617	\$34,049,911	71	\$162,233,016	16.4%	\$218
2016	\$135,090,368	1,555	\$38,038,452	74	\$173,128,820	6.7%	\$237
2017	\$146,001,303	1,502	\$44,507,005	75	\$190,508,308	10.0%	\$268

Source: New Jersey Division of Gaming Enforcement; The Innovation Group

#### *Tropicana Atlantic City*

Tropicana Hotel and Casino opened in 1981 and currently hosts over 2,300 gaming machines, 125 table and poker games, and a hotel with 2047 business suites. The hotel recently saw renovations to their hotel rooms and lobbies. The hotel offers two full-service spas, salon, fitness center, pool, and business center. In addition to the four bars and nightclub, the property also hosts 29 different food and beverage options including the Pal Restaurant, Il Verdi, and Golden Dynasty. The property is known for its “Quarter” which features a large selection of shops in a Havana-style street setting.

#### Tropicana Historical Gaming Revenues

Year	Slot Revenue	Machines	Table Revenue	Tables	Total Revenue	Change	Win per Position
2008	\$252,178,402	3,606	\$104,808,388	178	\$356,986,790		\$209
2009	\$221,775,764	3,322	\$91,822,325	172	\$313,598,089	-12.2%	\$197
2010	\$205,543,341	3,054	\$94,899,480	159	\$300,442,821	-4.2%	\$205
2011	\$191,905,012	2,739	\$85,247,531	141	\$277,152,543	-7.8%	\$212
2012	\$190,371,544	2,639	\$59,622,147	141	\$249,993,691	-9.8%	\$196
2013	\$180,858,101	2,609	\$47,163,837	132	\$228,021,938	-8.8%	\$184
2014	\$221,010,199	2,530	\$53,617,131	130	\$274,627,330	20.4%	\$227
2015	\$225,618,527	2,294	\$54,451,928	129	\$280,070,455	2.0%	\$250
2016	\$241,439,840	2,246	\$62,709,449	130	\$304,149,289	8.6%	\$274
2017	\$281,390,455	2,268	\$66,944,924	126	\$348,335,379	14.5%	\$316

Source: New Jersey Division of Gaming Enforcement; The Innovation Group



### *Revel/Oceans Resort*

Opened in June of 2018, Oceans Resort is one of the newest casinos in Atlantic City and features 1,399 rooms and suites, over 2,000 gaming machines, and 100 table and poker games. The property was formerly the Revel Casino which was only open between March 2012 and September 2014. The new hotel building features ocean view rooms, fitness center, Exhale Spa, Top Golf Swing Suites, and retail district. The property features six food and beverage options including Harper's and American Cut. Oceans is known for its large variety of nightclub options including Ovation Hall, HQ2, Villain and Saint, and Ivan Kane's Royal Jelly Burlesque Nightclub. In its first full month of operation, Oceans Resort had a gaming revenue of \$15.7 million.

Revel Historical Gaming Revenues

Year	Slot Revenue	Machines	Table Revenue	Tables	Total Revenue	Change	Win per Position
2012	\$80,264,208	2,409	\$42,051,867	150	\$122,316,075		\$133
2013	\$96,835,844	2,360	\$58,316,675	139	\$155,152,519	26.8%	\$135
2014	\$64,140,024	2,201	\$34,013,219	113	\$98,153,243	-36.7%	\$103

Source: New Jersey Division of Gaming Enforcement; The Innovation Group

## Pennsylvania

### *Sands Casino Resort Bethlehem*

Sands Bethlehem Casino is located west of New York City in Bethlehem, PA. The casino location is off Interstate 78 and is over four hours away from Foxwoods casino. The casino opened May 22, 2009. In the winter of 2009–2010, the casino was granted a license for table games which allowed the casino to expand to include 180 table games which began operations in July of 2010. The Sands Hotel opened its 282-room facility in May of 2011. The casino has 139,000 square feet of gaming space and operates roughly 3,000 slots and 240 table games.

Sands Bethlehem Property Statistics

Year	Slot Revenue	Machines	Table Revenue	Tables	Total Revenue	Change	Win per Position
2009*	\$142,267,867	2,964			\$142,267,867		\$212
2010	\$258,735,860	3,099	\$27,366,916	89	\$286,102,776	101.1%	\$216
2011	\$270,967,159	3,022	\$106,380,000	118	\$377,347,159	31.9%	\$277
2012	\$291,547,632	3,015	\$146,492,966	151	\$438,040,597	16.1%	\$305
2013	\$288,378,796	3,014	\$176,577,739	181	\$464,956,535	6.1%	\$311
2014	\$280,979,456	3,013	\$188,974,141	201	\$469,953,597	1.1%	\$305
2015	\$299,528,646	3,013	\$214,409,351	207	\$513,937,997	9.4%	\$331
2016	\$305,036,579	3,013	\$230,151,256	222	\$535,187,835	4.1%	\$337
2017	\$302,568,558	2,996	\$243,170,902	240	\$545,739,460	2.0%	\$337

Source: Pennsylvania Gaming Control Board; The Innovation Group; \*2009 Has 226 Days

### *Mount Airy Casino Resort*

Mount Airy Casino Resort is in Mount Pocono, Pennsylvania roughly 4 hours west of Foxwoods. The casino and 188-room hotel opened in October of 2007. Mount Airy Casino and Resort is one of two AAA 4 Diamond Casino Resorts in Pennsylvania, the other being the Sands Casino Resort Bethlehem. The facility includes 62,000 square feet of gaming space, seven F&B options including a Guy Fieri restaurant, a golf club, and a spa. The casino has roughly 1,900 slots and starting in 2010 started offering table games that now number over 80.

Mount Airy Casino Property Statistics

Year	Slot Revenue	Machines	Table Revenue	Tables	Total Revenue	Change	Win per Position
2008	\$176,389,714	2,521			\$176,389,714		\$191
2009	\$164,634,128	2,506			\$164,634,128	-6.7%	\$180
2010	\$143,811,645	2,415	\$19,466,397	75	\$163,278,042	-0.8%	\$156
2011	\$145,776,853	2,296	\$39,607,114	73	\$185,383,967	13.5%	\$186
2012	\$149,842,697	2,076	\$39,670,415	72	\$189,513,113	2.2%	\$207
2013	\$142,856,720	1,930	\$40,523,390	73	\$183,380,110	-3.2%	\$212
2014	\$140,635,829	1,869	\$43,028,021	79	\$183,663,850	0.2%	\$215
2015	\$139,765,235	1,870	\$46,582,339	80	\$186,347,574	1.5%	\$217
2016	\$141,953,231	1,868	\$42,584,186	81	\$184,537,417	-1.0%	\$214
2017	\$147,803,674	1,865	\$50,084,907	81	\$197,888,581	7.2%	\$231

Source: Pennsylvania Gaming Control Board; The Innovation Group

### *Mohegan Sun Pocono*

Located in Wilkes-Barre, PA, Mohegan Sun Pocono was the first slots casino in operations in the state of Pennsylvania in 2006. Formerly known as the Pocono Downs Racetrack, Mohegan Sun acquired the racetrack on January 25, 2005 in a \$280 million purchase from Penn National Gaming. In November 2013, Mohegan Sun opened a 238-room hotel connected to the casino floor. The facility includes notable F&B options, such as Ruth's Chris Steakhouse, shopping center, comedy club, horse racing track, and more. The casino currently operates 2,300 slot machines and 90 table games including poker.

### Mohegan Sun Pocono Property Statistics

Year	Slot Revenue	Machines	Table Revenue	Tables	Total Revenue	Change	Win per Position
2008	\$185,583,564	1,798			\$185,583,564		\$282
2009	\$220,808,247	2,466			\$220,808,247	19.0%	\$245
2010	\$224,762,570	2,350	\$18,453,735	78	\$243,216,305	10.1%	\$236
2011	\$232,814,363	2,356	\$42,021,546	84	\$274,835,909	13.0%	\$263
2012	\$232,175,872	2,332	\$42,747,972	84	\$274,923,844	0.0%	\$265
2013	\$219,667,892	2,332	\$43,764,894	84	\$263,432,787	-4.2%	\$254
2014	\$217,175,321	2,331	\$45,644,444	87	\$262,819,765	-0.2%	\$252
2015	\$216,419,629	2,333	\$48,851,817	91	\$265,271,446	0.9%	\$252
2016	\$216,247,247	2,325	\$45,441,506	91	\$261,688,752	-1.4%	\$249
2017	\$204,461,556	2,332	\$42,413,840	91	\$246,875,395	-5.7%	\$235

Source: Pennsylvania Gaming Control Board; The Innovation Group

### *Parx Casino and Racing*

Parx Casino is located just outside of Philadelphia and four hours from Foxwoods. Originally called the Keystone Racetrack, the facility operated solely as a horse racetrack until the facility was granted a slots license by the Pennsylvania Gaming Control Board in December 2006. The facility now operates over 3,400 slot machines and 180 table games.

### Parx Casino Property Statistics

Year	Slot Revenue	Machines	Table Revenue	Tables	Total Revenue	Change	Win per Position
2008	\$345,502,693	2,816			\$345,502,693		\$335
2009	\$359,274,246	2,904			\$359,274,246	4.0%	\$339
2010	\$398,155,075	3,385	\$34,447,042	69	\$432,602,118	20.4%	\$312
2011	\$376,668,692	3,454	\$114,763,592	169	\$491,432,284	13.6%	\$301
2012	\$384,566,137	3,462	\$109,959,936	175	\$494,526,073	0.6%	\$300
2013	\$368,423,345	3,363	\$119,244,192	165	\$487,667,537	-1.4%	\$307
2014	\$360,755,915	3,276	\$129,884,887	157	\$490,640,802	0.6%	\$319
2015	\$379,077,877	3,268	\$144,401,468	162	\$523,479,345	6.7%	\$338
2016	\$389,843,195	3,446	\$161,821,309	174	\$551,664,504	5.4%	\$336
2017	\$388,220,901	3,428	\$178,297,138	180	\$566,518,039	2.7%	\$344

Source: Pennsylvania Gaming Control Board; The Innovation Group

### *SugarHouse Casino*

SugarHouse is the only casino located in Philadelphia and is just 2.6 miles from the city center. This casino received one of the five original gaming licenses from the Pennsylvania Gaming Control Board in 2006; however, due to legal complications, the casino was not able to open until September of 2010. SugarHouse, located on the site of a former sugar refinery, is a 1.3 million square foot complex with 45,000 square feet of gaming space. A recent \$164 million expansion project included new amenities, featuring six new restaurants, a new event space, a seven-story parking garage and more. The casino currently operates over 1,800 slot machines and roughly 140 table games.

**SugarHouse Casino Property Statistics**

Year	Slot Revenue	Machines	Table Revenue	Tables	Total Revenue	Change	Win per Position
2010*	\$37,076,304	1,601	\$17,118,033	41	\$54,194,337		\$288
2011	\$170,967,818	1,587	\$74,212,407	47	\$245,180,225	352.4%	\$360
2012	\$190,192,054	1,604	\$83,941,815	55	\$274,133,869	11.8%	\$388
2013	\$180,760,342	1,603	\$84,797,895	58	\$265,558,237	-3.1%	\$373
2014	\$174,368,864	1,605	\$90,755,766	64	\$265,124,630	-0.2%	\$365
2015	\$174,263,728	1,605	\$94,747,202	84	\$269,010,931	1.5%	\$349
2016	\$181,187,600	1,865	\$116,492,823	129	\$297,680,423	10.7%	\$308
2017	\$177,837,718	1,825	\$119,869,572	139	\$297,707,290	0.0%	\$307

Source: Pennsylvania Gaming Control Board; The Innovation Group; \*2010 has 102 Days

***Harrah’s Philadelphia Casino & Racetrack***

Harrah’s Philadelphia is located in Chester, PA on the Delaware River and roughly 30 minutes south of Philadelphia and five hours from Foxwoods. The racino, formerly known as Harrah’s Chester, changed its name in 2012 to appeal to a broader market. The racetrack held its first race in 2006 and slot machine only casino opened in early 2007. Currently, the gaming facility includes 100,000 square feet of gaming space, 2,500 slot machines, and a 14,000 square foot event center. Additional amenities include a Krispy Kreme, a Guy Fieri restaurant, shopping center, and more. Harrah’s Philadelphia started offering live table games in July of 2010.

**Harrah’s Philadelphia Casino Property Statistics**

Year	Slot Revenue	Machines	Table Revenue	Tables	Total Revenue	Change	Win per Position
2008	\$328,443,772	2,816			\$328,443,772		\$319
2009	\$315,938,366	2,915			\$315,938,366	-3.8%	\$297
2010	\$296,491,721	2,912	\$30,019,768	106	\$326,511,489	3.3%	\$252
2011	\$268,113,984	2,957	\$80,971,453	121	\$349,085,437	6.9%	\$259
2012	\$259,799,107	2,832	\$81,004,213	124	\$340,803,319	-2.4%	\$260
2013	\$233,875,716	2,786	\$77,285,609	123	\$311,161,325	-8.7%	\$242
2014	\$217,836,232	2,794	\$68,989,732	124	\$286,825,965	-7.8%	\$222
2015	\$218,365,368	2,800	\$68,233,556	116	\$286,598,924	-0.1%	\$224
2016	\$206,845,371	2,740	\$65,296,774	107	\$272,142,145	-5.0%	\$220
2017	\$198,193,939	2,451	\$65,270,571	117	\$263,464,509	-3.2%	\$229

Source: Pennsylvania Gaming Control Board; The Innovation Group

***Valley Forge Casino Resort***

Valley Forge Resort Casino, located in the town of King of Prussia 35-minutes west of Philadelphia, became the eleventh casino to operate in Pennsylvania when it opened in March of 2012. Valley Forge operates with a Category 3 gaming license limiting the number of slot machines to 600 and tables to 50. This property has two hotels offering 486 hotel rooms and

suites. The Valley Forge Casino Resort has over 100,000 square feet of meeting space including the Valley Forge Convention Center. The complex also includes a spa, fitness center, and two stores. In September 2018, Boyd Gaming Corporation finalized its purchase of Valley Forge for a reported price of \$280.5 million.

#### Valley Forge Casino Property Statistics

Year	Slot Revenue	Machines	Table Revenue	Tables	Total Revenue	Change	Win per Position
2012*	\$36,466,250	600	\$21,419,727	50	\$57,885,978		\$210
2013	\$63,207,408	600	\$33,046,232	50	\$96,253,639	66.3%	\$293
2014	\$73,495,317	600	\$33,209,169	50	\$106,704,486	10.9%	\$325
2015	\$78,059,250	600	\$34,819,102	50	\$112,878,352	5.8%	\$344
2016	\$77,801,417	600	\$37,059,368	50	\$114,860,785	1.8%	\$349
2017	\$82,760,824	599	\$34,419,700	50	\$117,180,524	2.0%	\$357

Source: Pennsylvania Gaming Control Board; The Innovation Group; \*2012 Has 306 Days

#### *Hollywood Casino at Penn National Race Course*

Located 110 miles west of Philadelphia and 300 miles southwest of Foxwoods, Hollywood Casino originally started as a racetrack in 1972. The casino began operations in February of 2008 and began offering table games in July of 2010. The facility includes meeting and event space, five F&B options, and live entertainment. The casino currently operates over 2,300 slot machines and 74 table games.

#### Hollywood Casino Property Statistics

Year	Slot Revenue	Machines	Table Revenue	Tables	Total Revenue	Change	Win per Position
2008*	\$171,117,626	2,120			\$171,117,626		\$247
2009	\$237,721,830	2,318			\$237,721,830	38.9%	\$281
2010	\$253,403,976	2,433	\$15,062,128	54	\$268,466,104	12.9%	\$267
2011	\$248,924,977	2,466	\$38,410,926	62	\$287,335,903	7.0%	\$277
2012	\$244,021,769	2,472	\$38,579,543	69	\$282,601,312	-1.6%	\$267
2013	\$230,334,692	2,458	\$36,427,141	69	\$266,761,833	-5.6%	\$254
2014	\$213,954,040	2,437	\$33,396,373	70	\$247,350,413	-7.3%	\$237
2015	\$215,578,964	2,406	\$34,761,184	69	\$250,340,147	1.2%	\$243
2016	\$209,885,267	2,392	\$34,361,514	71	\$244,246,780	-2.4%	\$237
2017	\$209,014,353	2,347	\$35,758,641	74	\$244,772,994	0.2%	\$240

Source: Pennsylvania Gaming Control Board; The Innovation Group; \*2008 Has 327 Days

## *Proposed New England*

### **Encore Boston Harbor**

Wynn Resorts is developing a \$2.5 billion casino at the former Monsanto Chemical Plant site on the Mystic River in Everett, a northern suburb of Boston. The proposed resort, named Encore

Boston Harbor, will focus on open-space amenities to reconnect the public to the waterfront through a harborwalk, park, pavilion and docking facilities for ferry operations to Boston. The project also includes 670 hotel accommodations, spa, retail, multiple food and beverage options, convention space and parking garage. The casino gaming floor is estimated to offer patrons over 3,000 slots and 150 table games and is expected to open in June 2019.

In January of 2018, the Massachusetts Gaming Commission launched an investigation into Steve Wynn and what Wynn Resorts executives knew of sexual misconduct allegations against him when the company obtained a Massachusetts casino license. The investigation is intended to determine the suitability of Wynn Resorts holding a gaming license in Massachusetts. The Gaming Commission agreed to remove Steve Wynn, who resigned from the company and divested his holdings, from the list of people who must be deemed individually suitable for Wynn Resorts to continue to hold its casino license. The Commission is expected to make its findings public in December 2018. No details have been made clear as to what would happen to the Encore resort property if the commission determines that Wynn will no longer hold one of the state's casino licenses.

## Connecticut

MMCT Venture LLC, the joint venture formed by the Mashantucket Pequot and Mohegan tribes, have plans to develop a \$300-\$400 million venue with 100,000 square feet of gaming space in East Windsor, Connecticut. MMCT said the proposed casino would have roughly 2,000 slot machines and 60 table games. MGM Resorts International has fought the project, and a recent federal court ruling has suspended the project. The ultimate legal outlook for the project is unknown at this time.

## APPENDIX B: SIGNATURE PAGE

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Respectfully Submitted,



Thomas Zitt  
Executive Vice President  
The Innovation Group

November 30, 2018

# Exhibit D



## HOST COMMUNITY AGREEMENT

By and Between the City of Brockton, Massachusetts

and

Mass Gaming & Entertainment, LLC

This Host Community Agreement (the "**Agreement**") is made and entered into as of February 19, 2015 (the "**Effective Date**"), by and between the City of Brockton, Massachusetts (the "**City**" or "**Brockton**"), a municipality of the Commonwealth of Massachusetts, and Mass Gaming & Entertainment, LLC ("**MGE**"), a Delaware limited liability company (each a "**Party**", both collectively, the "**Parties**").

### RECITALS

The following are the recitals underlying this Agreement:

MGE has acquired and/or plans to acquire approximately forty-five acres of the Brockton Fairgrounds, located off Belmont Street, Brockton, MA, as generally shown on Exhibit A (the "**Project Site**"), the exact dimensions and boundaries of which Project Site may be subject to adjustment during the permitting process with the City's or the City Council's approval.

MGE plans to apply to the Massachusetts Gaming Commission (the "**Commission**") for a Category 1 gaming license, and to develop on the Project Site a hotel and destination resort casino.

MGE is affiliated with Rush Street Gaming, LLC ("**Rush Street**") and, if granted a final, non-appealable Category 1 gaming license by the Commission, MGE plans to make a Project Investment of approximately Six Hundred Fifty Million Dollars (\$650,000,000) to develop the Project Site with a high quality gaming facility, at least two hundred fifty hotel rooms, restaurants, sundry retail, multifunction event and entertainment space, back of house spaces, and surface and structured parking, which shall be consistent in quality with other casinos overseen by Rush Street (collectively, the "**Project**").

The City believes that the Project will bring economic development to the City, creating new jobs for residents and new sources of income for the City, and accordingly, the City desires to support MGE in the development of the Project.

MGE desires to mitigate impacts from the development and operation of a gaming establishment through the means described herein, in accordance with Chapter 194 of the Acts and Resolves of 2011 (the "**Massachusetts Gaming Act**" or the "**Act**"), which established Chapter 23K of the Massachusetts General Laws.

Subject to a City-wide referendum ballot to authorize the operation in Brockton of a Category 1 gaming establishment licensed by the Commission, MGE and the City desire to enter into this Agreement to set forth the conditions to have a gaming establishment located within the City, in full satisfaction of G.L. c. 23K, § 15(8).

Accordingly, the Parties, for good and valuable consideration, the receipt and adequacy of which is hereby acknowledged, enter into this Agreement to effectuate the purposes set forth above and to be bound by the provisions set forth below:

**Section 1. Definitions**

Capitalized terms used in this Agreement that are not otherwise defined herein and are defined in Section 2 of the Act shall be given such definition as of the date of this Agreement for purposes of the Agreement.

**1.1** "Gross Gaming Revenue" has the meaning currently given to the term in Section 2 of the Act, *i.e.*, "the total of all sums actually received by a gaming licensee from gaming operations less the total of all sums paid out as winnings to patrons; provided, however, that the total of all sums paid out as winnings to patrons shall not include the cash equivalent value of any merchandise or thing of value included in a jackpot or payout; and provided further, that [Gross Gaming Revenue] shall not include any amount received by a gaming licensee from simulcast wagering or from credit extended or collected by the gaming licensee for purposes other than gaming; provided further, that the issuance to or wagering by patrons of a gaming establishment of any promotional gaming credit shall not be taxable for the purposes of determining gross revenue." For avoidance of doubt, Gross Gaming Revenue for purposes of this Agreement and consistent with the Parties' interpretation of the Act, as set forth in this definition, does not include the issuance to or wagering by patrons of the gaming establishment of any promotional gaming credit, nor revenues from the sale of food and beverage, retail sales, hotel revenues, parking fees, ATM fees, or any other non-casino sources of revenue.

**1.2** **Open for Business to the General Public** means that the Project's gaming area (as defined in the Act) is open for business to the general public.

**1.3** **Project Investment** means all Project costs, whether or not such costs are included in the minimum capital investment requirement of \$500 million for a Category 1 gaming establishment under the Act as determined by the Massachusetts Gaming Commission, and include but are not limited to all of the Project's hard and soft costs, FF&E, the Eighty-Five Million Dollar (\$85,000,000) license fee, interest expense and financing fees, land cost, costs of onsite and offsite improvements, preopening costs (marketing, personnel/training, supplies, and other), legal fees, consultant costs, a development fee, initial cage cash, pursuit and application costs, upfront costs assessed by the Massachusetts Gaming Commission, travel expenses, and payments under this Agreement before the Project is first Open for Business to the General Public.

**Section 2. Impact Payments to Brockton**

The Parties agree that, except as otherwise expressly provided in this Agreement, the Impact Payments to be made pursuant to this Section 2 are made in lieu of all taxes and other assessments otherwise due from MGE to the City and/or City departments, boards, or commissions, including, but not limited to, its school district, and police and fire departments. In conjunction with the measures set forth in this Agreement, the Impact Payments constitute MGE's mitigation efforts and are in full and complete satisfaction of MGE's obligations under the Act and this Agreement to

mitigate impacts, known or unknown, whether or not identified in this Agreement, except as agreed to by the Parties in the Mitigation Agreement described in Section 2.1(c) of this Agreement. Nothing in this Agreement will prevent the City from imposing lawful taxes and assessments on third party tenants and vendors of the Project, consistent with lawful taxes, fees, and assessments of general applicability to all tenants and vendors in Brockton.

## 2.1 Project Planning and Review Payments

(a) Budget and Approval Process. Subject to the budget and approval process set forth in this Section 2.1(a), MGE agrees to pay directly or reimburse the City, as appropriate, for the City's reasonable, direct costs (including but not limited to planning and peer review costs and reasonable legal fees) of determining the impacts of the Project and negotiating this Agreement and related agreements, as well as other reasonable, direct costs incurred by the City in connection therewith (including but not limited to costs incurred in connection with holding a ballot election, communicating with/appearing before the Commission in connection with MGE's license application, preparing and presenting amendments to the City's Ordinances and other necessary legislative enactments, and participating in other permitting activities and proceedings relative to the Project). The City will prepare and submit to MGE a budget(s) for all costs for which the City will seek payment or reimbursement hereunder, which budget(s) shall be subject to MGE's review and approval, which approval shall not be unreasonably withheld or delayed. Any costs not included in the approved budget(s) will require MGE's separate prior approval. The City will also provide MGE with advance copies of any proposal, contract, or scope of work for any consultants for which the City seeks or will seek payment from MGE. The City will provide reasonable substantiation and documentation for any and all costs paid for or reimbursed by MGE pursuant to this Agreement but shall not be required to divulge privileged billing entries by its legal counsel. MGE hereby approves the law firm of Mintz Levin Cohn Ferris Glovsky and Popeo, P.C. ("**Mintz Levin**") as a legal consultant to the City for whose services to the City MGE will pay as provided above, on the condition that Mintz Levin notify the City and MGE each time the total amount of legal fees and costs owed to Mintz Levin in connection with this Agreement increases by Fifty Thousand Dollars (\$50,000).

(b) Payment Process. Within seven days after the execution of this Agreement, MGE will make an initial payment of Fifty Thousand Dollars (\$50,000.00) to the Commission and, subject to the budget and approval process of Section 2.1(a), such further payments as may be necessary to cover the City's costs. The Parties will cooperate in seeking approval and payment of such costs through the Commission. The City shall provide reasonable substantiation and documentation for any and all costs paid for or reimbursed by MGE pursuant hereto, but shall not be required to divulge privileged billing entries by its legal counsel. The City will promptly return to MGE any payment made to the City under this Agreement which is not spent by the City as provided for in this Agreement.

(c) Impact Studies. Immediately upon the execution of this Agreement, MGE will commission and fund comprehensive studies to be prepared by an independent, mutually-acceptable third party(ies) to assess the impacts of the Project on the City's (i) traffic and transportation infrastructure, (ii) utility infrastructure, and (iii) public safety, and (iv) on the City generally, including schools and housing impacts (collectively, the "**Impact Studies**"). The Impact Studies will be designed and undertaken in collaboration with the City's Planning Department and Chiefs of Police and Fire, and in accordance with the requirements of the Act. Upon MGE's

submittal of the Impact Studies to the City, the Parties agree to work together in good faith and in an expeditious manner to reasonably agree on the required mitigation, and the timing of completion of such mitigation, which will be memorialized in a separate agreement in accordance with the Act (the "**Mitigation Agreement**"). The City may hire, at MGE's reasonable expense, an independent, mutually-acceptable third party peer reviewer(s) to review the Impact Studies in a timely manner. For the avoidance of doubt, MGE will only commission and fund one study of each of items (i) through (iv) listed above, and will only pay for one peer reviewer to review each of the Impact Studies.

(d) Permitting and Review Fees. MGE will pay to the City all permitting fees associated with this Project according to a fee schedule that applies to all developments in the City, including but not limited to building permitting, planning, and zoning fees, and reasonable costs and expenses to supplement the ability of the City's Planning and Building Departments to process Project-related permits, approvals, and inspections and the like, including costs of temporary staff (but only their direct compensation and only to the extent they are working on this Project, and only for activities occurring before the Project is Open for Business to the General Public) and outside consultants, pursuant to Section 2.1(a) and exclusive of other payments made by MGE pursuant to this Agreement.

## **2.2 Payments Following Award of Category 1 Gaming License**

If the Commission awards a final, non-appealable Category 1 gaming license to MGE for the Project, MGE will make the following payments to the City:

(a) The Shaw's Center Study. MGE will provide the City with a one-time grant of Twenty-Five Thousand Dollars (\$25,000) for the City to use as it wishes to study potential impacts of the Project on, and potential new economically viable uses of, The Shaw's Center.

(b) Real and Personal Property Taxes. From the time MGE purchases the Project Site until the Project is first Open for Business to the General Public, in satisfaction of all Real and Personal Property Taxes on the Project Site (including after construction begins) and of any other assessments due from MGE to the City and/or any City department, board, or commission for the Project, except as otherwise expressly provided herein, MGE will pay annual Real Property Taxes to the City based on the purchase price of the Project Site, prorated for any partial year; provided further that no property tax exemptions shall apply. The Parties will calculate the amount of this annual payment by applying the City's then current commercial/ industrial/ personal property tax rate (currently \$33.88 per \$1,000 of assessed value) to the purchase price, which MGE represents is the result of a negotiated, arm's length transaction contemplating the receipt of the site-specific Category 1 gaming license and the redevelopment of the Project Site into the Project.

(c) Mitigation of Impact Studies Findings. MGE will fund the mitigation of impacts on the City identified in the Impact Studies, as agreed to by the Parties in the Mitigation Agreement, in the amounts and according to the timetable set forth in the Mitigation Agreement. The Parties intend that most, if not all, of the mitigation activities agreed to in the Mitigation Agreement will be completed before the Project is Open for Business to the General Public. The Parties also acknowledge that weather, the need for third-party approvals or actions, or other events or circumstances may prevent certain mitigation activities from occurring before, or make it



mutually-desirable that certain mitigation activities occur after, the Project is first Open for Business to the General Public. If the Mitigation Agreement includes activities to be undertaken by parties other than MGE, MGE will fund the agreed-upon reasonable costs of those activities.

(d) Community Enhancement Fee. After commencing construction of the Project, MGE will pay the City Three Million Dollars (\$3,000,000) (the "**Community Enhancement Fee**") in three installments as follows: One Million Dollars (\$1,000,000) within thirty (30) days after MGE commences construction of the Project; and One Million Dollars (\$1,000,000) on or before each of the first and second anniversaries of the initial payment.

### **2.3 Payments after the Project is first Open for Business to the General Public**

After the Project is first Open for Business to the General Public, MGE will make payments to the City as set forth in this Section 2.3.

(a) PILOT Agreement. The Parties intend to enter a payment in lieu of taxes ("**PILOT**") agreement through the use of a G.L. c. 121A urban redevelopment corporation and agreement, which may carry additional benefits for both parties, the details and requirements of which must be reviewed and agreed upon by the Parties and by the Massachusetts Department of Housing and Community Development ("**DHCD**"). Recognizing the mutual desirability of having a PILOT agreement in place before the Project is first Open for Business to the General Public, the Parties will begin working diligently on the process set forth in this paragraph immediately upon the execution of this Agreement. The Parties will work cooperatively to negotiate such an agreement and to seek the necessary approvals thereof, including the approval of DHCD.

If the Parties are unable to negotiate and obtain all the approvals necessary to enter a PILOT agreement under G.L. c. 121A, they will work cooperatively to prepare and seek all necessary approvals of special legislation to authorize such a PILOT.

If such special legislation is not passed by the General Court and signed into law by the Governor, the parties agree that the City will be required to assess real and personal property taxes in accordance with Massachusetts law and generally accepted assessment standards. If in any given year, the real and personal property taxes so assessed on the Project are more than the PILOT would be under Section 2.3(a) of this Agreement, then the Community Impact Fee and the contribution to the Brockton Community Fund (collectively, the "**non-PILOT payments**") will be decreased, in pro rata shares, by a total amount equal to such difference, provided that if such decreases would exceed the total amount of the non-PILOT payments otherwise due, then the City shall not be required to make any repayments to MGE, but MGE will be entitled to a credit against any future year(s) non-PILOT payments for the amount by which the difference exceeds the total amount of non-PILOT payments otherwise due. Likewise, if in any given year, the real and personal property taxes so assessed on the Project are less than the PILOT would be under Section 2.3(a) of the Agreement, then the non-PILOT payments will be increased, in pro rata shares, by a total amount equal to such difference. For avoidance of doubt, the foregoing reconciliation provision is intended to ensure that if MGE is paying real and personal property taxes rather than the proposed PILOT payment, then such real and personal property taxes when added to the annual non-PILOT payments for the same period shall be equal the amount of PILOT and non-PILOT payments that would have been paid hereunder for the same period.

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(b) Annual Payments. To achieve certainty for both parties, the City and MGE agree that, as an alternative to any and all real and personal property taxes or other assessments due from MGE to the City for the Project after the Project is first Open for Business to the General Public (but excluding hotel and meal, and motor vehicle excise taxes, which shall be paid as provided in Sections 2.3(b) and (c) of this Agreement), MGE will annually make three defined payments to the City (collectively, the “**Annual Payments**”): (i) a PILOT, (ii) a Community Impact Fee, and (iii) a Brockton Community Foundation contribution, each as further defined below.

MGE will make the Annual Payments in a total amount equal to the greater of (i) Ten Million Dollars (\$10,000,000) (the “**Fixed Amount**”) or (ii) two and a quarter percent (2.25%) of the Project’s annual Gross Gaming Revenue (the “**Revenue-based Amount**”), with the Annual Payments to be allocated as follows:

- (i) A PILOT in satisfaction of all Real and Personal Property Taxes otherwise owed to the City in the amount eighty percent (80%) of the Annual Payments amount, which shall be exclusive of and in addition to any and all applicable hotel, meals and excise taxes;
- (ii) A **Community Impact Fee** payment to the City in the amount of fifteen percent (15%) of the Annual Payments amount; and
- (iii) A contribution to the Brockton Community Foundation, to be administered by the City or its designee, to be used for supporting and promoting local groups, associations, and programs with important City initiatives, in the amount of five percent (5%) of the Annual Payments amount.

On the first days of May, August, November, and February, MGE will make the Fixed Amount portions of the Annual Payments, in four equal payments, quarterly in arrears for the quarters ending on the last days of March, June, September, and December. On the first day of February of each year, MGE will make true-up payments for the prior calendar year to the extent that the Revenue-based Amount exceeded the Fixed Amount for the prior calendar year (prorated as applicable). If any date for payment set forth in this paragraph falls on weekend day, holiday, or other day on which banks in Plymouth County are not open for business, MGE will make the corresponding payments on the next business day.

In the calendar year in which the Project is First Opens for Business to the General Public, the amounts of the Annual Payments will be prorated based on the number of days that the Project is Open for Business to the General Public in that year. For the avoidance of doubt, no Annual Payments will be earned or due before the Project is first Open for Business to the General Public.

If a Tribal casino opens in Region C, the Fixed Amount will be reduced to Six Million Seven Hundred Fifty Thousand Dollars (\$6,750,000), starting in the quarter that the Tribal casino first opens for business. If Massachusetts law is changed to allow an additional gaming license(s), certificate(s), or other authorization(s) in Region C, the Parties will renegotiate the amount of the Annual Payments to reflect the anticipated corresponding annual reduction in Project revenues, and will amend this Agreement to reflect the results of such renegotiation.

If, after it is first Open for Business to the General Public, the Project is prevented from remaining Open for Business to the General Public for ten or more consecutive days or for more than forty-five days during a calendar year by reason of any cyber-threat or attack, terrorist act, strike

or labor troubles, government preemption in connection with a national emergency or by reason of any rule, order, or regulation of any department or subdivision thereof of any government agency, fire, war, act of God or other emergency or circumstances not within MGE's reasonable control (collectively "**Force Majeure**"), then the Fixed Amount for that calendar year will be reduced pro rata based on the number of days in the calendar year that the Project is prevented from being Open for Business to the General Public by the Force Majeure event(s).

(c) Hotel and Meals Taxes. MGE will assess and collect all local hotel/room occupancy and meals taxes from its customers and will remit payment of such taxes to the City in accordance with applicable law; hotel/room occupancy taxes will be collected and remitted on all occupied rooms regardless of length of occupancy.

(d) Motor Vehicle Excise Taxes. MGE will garage all motor vehicles owned by the Project in Brockton and will pay excise taxes on those vehicles to the City in accordance with applicable law.

(e) Late Payment Penalty. MGE acknowledges that time is of the essence with respect to its timely payment of the amounts required under this Agreement and agrees to pay interest at eight percent (8%) per annum on any required payment not timely paid in accordance with the terms of this Agreement, calculated on a daily basis using a 365-day year, provided that, with the exception of real and personal property taxes pursuant to Section 2.2(b), the City provides on the first three occasions when such payment is late written notice five (5) business days in advance of assessing such late penalty and MGE shall not owe a late payment penalty if MGE pays the outstanding amount within such five (5) business day period.

### **Section 3. Workforce Development; Local Hiring Preferences**

#### **3.1 Construction Jobs**

Subject to the Act, and to the extent that such a practice and its implementation are consistent with federal, state, and municipal laws and regulations, MGE will work in a good faith, legal and non-discriminatory manner with the Project's general contractor, construction manager, and/or subcontractors to give reasonable preference in the hiring for Project construction jobs first to properly qualified Brockton residents, and then to properly qualified residents of Surrounding Communities (as determined by the Commission).

MGE will work to have the Project's general contractor, construction manager, and/or subcontractors hold a career / job fair in Brockton to highlight and publicize the potential construction jobs at the Project and explain to attendees the process by which they may seek to be hired in connection with construction of the Project.

#### **3.2 Permanent Jobs**

Subject to the Act, and to the extent that such a practice and its implementation are consistent with federal, state, and municipal laws and regulations, MGE will work in a good faith, legal and non-discriminatory manner to give reasonable preference in the hiring for permanent Project jobs first to properly qualified Brockton residents, and then to properly qualified residents of Surrounding Communities (as determined by the Commission). MGE will select properly qualified individuals to be trained for certain permanent Project positions through MGE's training programs.

MGE will hold a career / job fair in Brockton to highlight and publicize the Project's permanent job needs and explain to attendees the process by which they may seek to be hired in connection with the Project.

### **3.3 Local Vendors**

MGE will make a good faith effort to utilize properly-qualified, price-competitive local contractors and suppliers (collectively, "local vendors") for the operation of the Project and will provide reasonable assistance to such local vendors in satisfying the requirements of the Massachusetts Gaming Commission;

MGE will hold a vendor fair in Brockton to educate local vendors about opportunities to provide goods and services to the Project.

As part of its rewards / frequent guests / loyalty or similar programs, MGE will issue gift cards, gift certificates, and/or store/restaurant discounts to be redeemed at Brockton businesses outside the Project Site, in the annual amount of at least Fifty Thousand Dollars (\$50,000).

## **Section 4. Additional Undertakings by MGE**

In planning and designing the Project, MGE will consider recommendations by the City with respect to certain mutually-advantageous, non-gaming entertainment elements of the Project, including the planned multi-function event and entertainment space, and potentially incorporating historical boxing memorabilia and other items of relevance to the City; provided, however, MGE in its sole discretion will determine the program and design of the Project.

If, after the Project is first Open for Business to the General Public, MGE seeks permits and approvals to expand the Project's total gross floor area (including structured parking but not surface parking areas) by twenty percent (20%) or more in the aggregate, then MGE will reopen negotiations with the City concerning the amounts of the PILOT payment and the Community Impact Fee that MGE will make to the City after such expansion is completed.

## **Section 5. Total Investment; Project Development**

If the Commission awards a final, non-appealable Category 1 gaming license to MGE for the Project, MGE will make a Project Investment of approximately Six Hundred Fifty Million Dollars (\$650,000,000), and not less than ninety-five percent (95%) of that amount, to develop the Project in a single phase.

Upon a favorable city-wide referendum ballot authorizing the operation in Brockton of the Project as a Category 1 gaming establishment licensed by the Commission, MGE will use all reasonable efforts to promptly apply for, pursue, and obtain a Category 1 gaming license from the Commission for the Project.

## **Section 6. Project Demands on City Services**

MGE recognizes that the Project may require upgrades to certain components of the City's utility infrastructure. The nature and extent of any required utility infrastructure upgrades will be determined through the Impact Studies process set forth in Section 2.1(c) of this Agreement and



MGE's obligation to construct and/or pay for others to construct such upgrades will be memorialized in a separate Mitigation Agreement under that section of this Agreement.

**Section 7. Responsible Gaming**

MGE recognizes that, while gaming is an enjoyable leisure and entertaining activity for most, there is a small percentage of the population that may not gamble responsibly. MGE will implement a responsible gaming plan at the Project in compliance with the Act and all applicable regulations of the Commission.

**Section 8. City Obligations**

In consideration of the mitigation measures that MGE will undertake, and in further recognition of the benefits the Project will bring to Brockton, the City will do the following:

**8.1 Hold City-wide vote.** The Mayor will promptly request that the Brockton City Council formally approve the holding of an election pursuant to Section 15(13) of the Act, and consistent with the regulations and interpretations of the Commission. Upon receipt of the Mayor's request, the City Council will schedule a City-wide election so that qualified Brockton residents can vote on a ballot question to support or reject this Agreement and, by extension, the Project. The Mayor will request that the City Council schedule such election on or before May 12, 2015, provided that holding the election on such date is not in direct violation of state law or any duly promulgated regulation of the Commission, and subject to any determination by the Commission that the election should be held on a different date. If the election is not so permitted to be held on May 12, 2015, it will be held upon a mutually acceptable date as soon as permitted under applicable state law and regulations and any Commission directive.

**8.2 Support MGE's license application.** The City will support and actively work with MGE in its application for a Category 1 gaming license from the Commission, including issuing a written statement of the City's support of the Project.

**8.3 Seek funds available under the Act.** The City will use best efforts to seek monies available under the Act, including but not limited to, those monies in the Community Mitigation Fund, the Local Capital Projects Fund, the Massachusetts Cultural Council, and the Transportation Infrastructure and Development Fund; provided, however, that any monies obtained by the City under this provision will not change MGE's obligation to mitigate impacts as described herein.

**8.4 Support local permitting and approval efforts.** The City will work cooperatively and in good faith with MGE to assist MGE in securing in a prompt and efficient manner all zoning/land use, site plan, and other City licenses, permits, and approvals from the City which are required or advisable in connection with the construction and operation of the Project, including processing license, permit, and approval applications in an expeditious manner after customarily required application materials have been submitted, provided that nothing herein shall require the City to waive any review and approval rights set forth in applicable statutes or regulations.

**8.5 Amend local regulations.** The City will work cooperatively with MGE to prepare and submit an amendment to the Brockton Zoning Ordinance, and to any other City land use regulations requiring amendment, to allow construction and operation of the Project at the Project Site, provided however that the MGE acknowledges that such amendment(s) may include an administrative site plan review process and the adoption of reasonable design guidelines.

**8.6 Support other permitting and approval efforts for the Project.** The City will actively support MGE in obtaining all other licenses, permits, or approvals required or advisable in connection with the construction and operation of the Project.

**8.7 No new taxes or fees targeting the Project.** The City will not attempt, directly or indirectly, to adopt or implement, nor accept, any taxes, fees, or other assessments specific or unique, by language or effect, to a gaming establishment, its customers, employees, tenants, vendors, suppliers, or owners that do not generally apply to other businesses in the City.

#### **Section 9. Transferability**

MGE may transfer or assign, subject to the Act, its rights and obligations under this Agreement to any transferee or assignee of the Category 1 gaming license to operate the Project as approved by the Commission, provided that the transferee or assignee assumes all obligations and liabilities hereunder. Brockton will be bound by this Agreement regardless of any such transfer or assignment. Any transferee or assignee of MGE will likewise be bound by this Agreement to the fullest extent allowed by law. For the avoidance of doubt, after any transfer or assignment of the Agreement in accordance with the terms of this Section 9, MGE shall have no further obligations under this Agreement provided that MGE has paid and performed all of its undisputed obligations up to the date of assignment or transfer.

The City acknowledges and agrees MGE and its successors or assigns may, at any time and on one or more occasions, to provide security to a lender, mezzanine lender, or equity holder in connection with a financing or equity contribution, pledge or otherwise collaterally assign this Agreement and all documents, agreements, understandings, and arrangements relating to the transaction contemplated by this Agreement. The City will, within ten (10) days after receiving such a request, execute any commercially reasonable and customary instruments that do not deviate from its rights or increase its obligations.

#### **Section 10. Modification**

This Agreement may be modified or amended by written agreement of the Parties, subject to approval of the City or the City Council, but not otherwise.

#### **Section 11. Choice of Law; Forum Selection**

This Agreement shall be governed by, and construed in accordance with, the laws of the Commonwealth of Massachusetts, without regard to its conflict of laws provisions. Any dispute arising under or in connection with this Agreement shall be within the exclusive jurisdiction of the Massachusetts Superior Courts for Suffolk or Plymouth Counties.

THE PARTIES HEREBY WAIVE TRIAL BY JURY IN ANY ACTION, PROCEEDING, OR COUNTERCLAIM BROUGHT BY EITHER OF THE PARTIES AGAINST THE OTHER ON ANY MATTERS WHATSOEVER ARISING OUT OF OR IN ANY WAY CONNECTED WITH THIS AGREEMENT OR THE MITIGATION AGREEMENT CONTEMPLATED HEREUNDER, THE RELATIONSHIP OF MGE AND THE CITY, AND/OR ANY CLAIM OF INJURY OR DAMAGE, AND ANY EMERGENCY STATUTORY OR ANY OTHER STATUTORY REMEDY.

Notwithstanding the foregoing provisions for forum selection, the Parties agree that before resorting to any formal dispute resolution process concerning any dispute arising from or in any way relating to this Agreement, they will first engage in good faith negotiations in an effort to find a solution that serves their respective and mutual interests. If the Parties engage the services of a professional mediator or arbitrator, MGE and the City will bear the cost of such services equally.

## **Section 12. Indemnification.**

MGE will indemnify and hold harmless the City from and against any and all claims, actions, proceedings, or demands brought against the City, its agents, departments, officials, or employees, by any third party in connection with this Agreement, or exercise of its rights or obligations hereunder, or the issuance of City permits and approvals for the Project, and any reasonable costs incurred by the City in connection with defending legal challenges of City actions taken in good faith in pursuit of any of the foregoing (collectively "Claims"), to the extent that any such Claims are premised upon the gross negligence or willful misconduct of MGE; provided, however, that MGE shall not be obligated to the City in any manner for indemnification of the City for any Claims unless such Claims are determined to be the result of the gross negligence or willful misconduct of MGE. If the City and MGE are asserted to have been grossly negligent or to have committed willful misconduct giving rise to the Claims, then MGE shall only be liable to the City for indemnification of a judgment against the City as provided for herein if the trier of fact in such matter determines that the gross negligence or willful misconduct of MGE, as compared to the City, was greater than fifty percent (50%) responsible for the damages asserted by the third party in such Claims, but, subject to the last sentence of this Section, shall in any event reimburse the City for all reasonable defense costs (including reasonable counsel fees) incurred in defending the Claims. MGE shall have the right to reasonably approve the identity of counsel selected by the City to provide the defense of any Claims in which the City asserts a right to indemnification pursuant to this Section. Subject to the last sentence of this Section, subsequent to the reasonable approval by MGE of the counsel selected by the City, MGE agrees, within thirty (30) days of written notice by the City, to reimburse the City for all reasonable legal costs and fees incurred in defending itself with respect to any Claims covered by this Section. Notwithstanding the foregoing or any other provision of this Agreement, if MGE has reimbursed costs to the City pursuant to this Section and it is subsequently determined that such costs were not eligible for reimbursement because the Claim was not caused (i) by MGE's gross negligence or willful misconduct or (ii) more than fifty (50%) percent by MGE's gross negligence or willful misconduct, as compared to the City, MGE will be entitled to reduce the amount of future PILOT payments on a dollar-for-dollar basis by the amount of such improperly reimbursed costs.

## **Section 13. Miscellaneous**

**13.1 No Third Party Beneficiaries.** No provisions of this Agreement shall be construed in any manner so as to create any rights in any third parties not party to this Agreement. The Agreement shall be interpreted solely to define specific duties and responsibilities between

the City and MGE, and shall not provide any basis for claims of any other individual, partnership, corporation, organization, or municipal entity.

**13.2 Entire Agreement.** This Agreement, together with any separate Mitigation Agreement between the City and MGE to be entered into after the Effective Date, embodies the entire agreement between the Parties and supersedes all prior agreements and understandings relating to the Project, including without limitation the Memorandum of Terms for Host Community Agreement By and Between The City of Brockton, Massachusetts and Mass Gaming & Entertainment, LLC, dated February 19, 2015.

**13.3 Exercise of Rights and Waiver.** The failure of any party to exercise any right under this Agreement shall not, unless otherwise provided or agreed to in writing, be deemed a waiver thereof; nor shall a waiver by any Party of any provisions hereof be deemed a waiver of any future compliance therewith, and such provisions shall remain in full force and effect.

**13.4 Severability.** If any clause, provision, or remedy in this Agreement is, for any reason, deemed invalid or unenforceable, the remaining clauses and provisions shall not be affected, impaired, or invalidated and shall remain in full force and effect.

**13.5 Headings and Construction.** The section headings in this Agreement are inserted for convenience of reference only and shall in no way affect, modify, define, or be used in construing the text of the Agreement. Where the context requires, all singular words in the Agreement shall be construed to include their plural and all words of neuter gender shall be construed to include the masculine and feminine forms of such words.

**13.6 Counterparts.** This Agreement may be executed in counterparts, each of which shall be deemed an original, but all of which together shall constitute one and the same Agreement.

**13.7 Time is of the Essence.** The Parties agree and acknowledge that time is of the essence under this Agreement.

#### **Section 14. Notices**

Any notices, consents, demands, requests approvals or other communications issued under this Agreement must be made in writing and must be delivered by hand, overnight delivery service, or certified mail, postage pre-paid (return receipt requested), and will be effective upon receipt for hand or overnight delivery and three days after mailing, to the other Party at the following addresses:

If to the City:           City of Brockton  
                                  Office of the Mayor  
                                  45 School Street  
                                  Brockton, MA 02301

With copy to:           City of Brockton  
                                  Law Department  
                                  45 School Street  
                                  Brockton, MA 02301

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- With a copy to: Mintz, Levin, Cohn, Ferris, Glovsky & Popeo, P.C.  
One Financial Center  
Boston, MA 02111  
Attn: Dan Gaquin, Esq.
- If to MGE: Mass Gaming & Entertainment, LLC  
900 N. Michigan Avenue, Suite 1600  
Chicago, IL 60611  
Attention: Chief Financial Officer
- With a copy to: Mass Gaming & Entertainment, LLC  
900 N. Michigan Avenue, Suite 1600  
Chicago, IL 60611  
Attention: Legal Department
- With a copy to: Dain, Torpy, Le Ray, Wiest & Garner, P.C.  
745 Atlantic Avenue, 5<sup>th</sup> Floor  
Boston, MA 02111  
Attention: Charles N. Le Ray, Esq.

**Section 15. Term**

The term of this Agreement commences on the Effective Date and will end on the earliest of:

- A. Any date on which MGE provides written notice that it elects to abandon efforts to obtain a Category 1 gaming license to be located in Brockton;
- B. Any date on which the Commission has issued a Category 1 gaming license for Region C to another applicant and MGE has provided written notice that it has decided to discontinue pursuit of a Category 1 gaming license for the Project;
- C. Any date on which MGE provides written notice that it elects not to construct, or to permanently cease operations of, the Project; or
- D. Any date upon which the Category 1 gaming license previously issued to MGE for the Project is revoked, rescinded, or expires without having been renewed.

If the Agreement is terminated, notwithstanding any other provisions of this Agreement, MGE and the City will have no further obligations to each other under this Agreement, except that MGE will pay the following:

- (i) costs incurred by the City as of the termination date that MGE is obligated to pay under Sections 2.1 and 2.2 of this Agreement;
- (ii) any payments then due under Section 2.2 as of the date of termination and pro rated as of the date of termination, if applicable;
- (iii) the costs of completing or restoring to original conditions any in progress phase(s) of work underway under Section 2.2(c) as of the date of termination;

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- (iv) prorated portions of any annual payments due under Section 2.3 of this Agreement, calculated as of the date of termination; and
- (v) any applicable penalties under Section 2.3(e).

Such termination of this Agreement shall not absolve MGE of responsibility for any lawfully assessed, post-termination taxes or regulatory fees in connection with the Project Site for so long as MGE continues to own the Project Site.

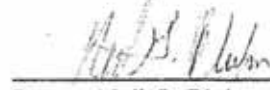
[Signatures on following page]

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IN WITNESS WHEREOF, the Parties have duly executed this Agreement as of the Effective Date.

City of Brockton, Massachusetts

Mass Gaming & Entertainment, LLC



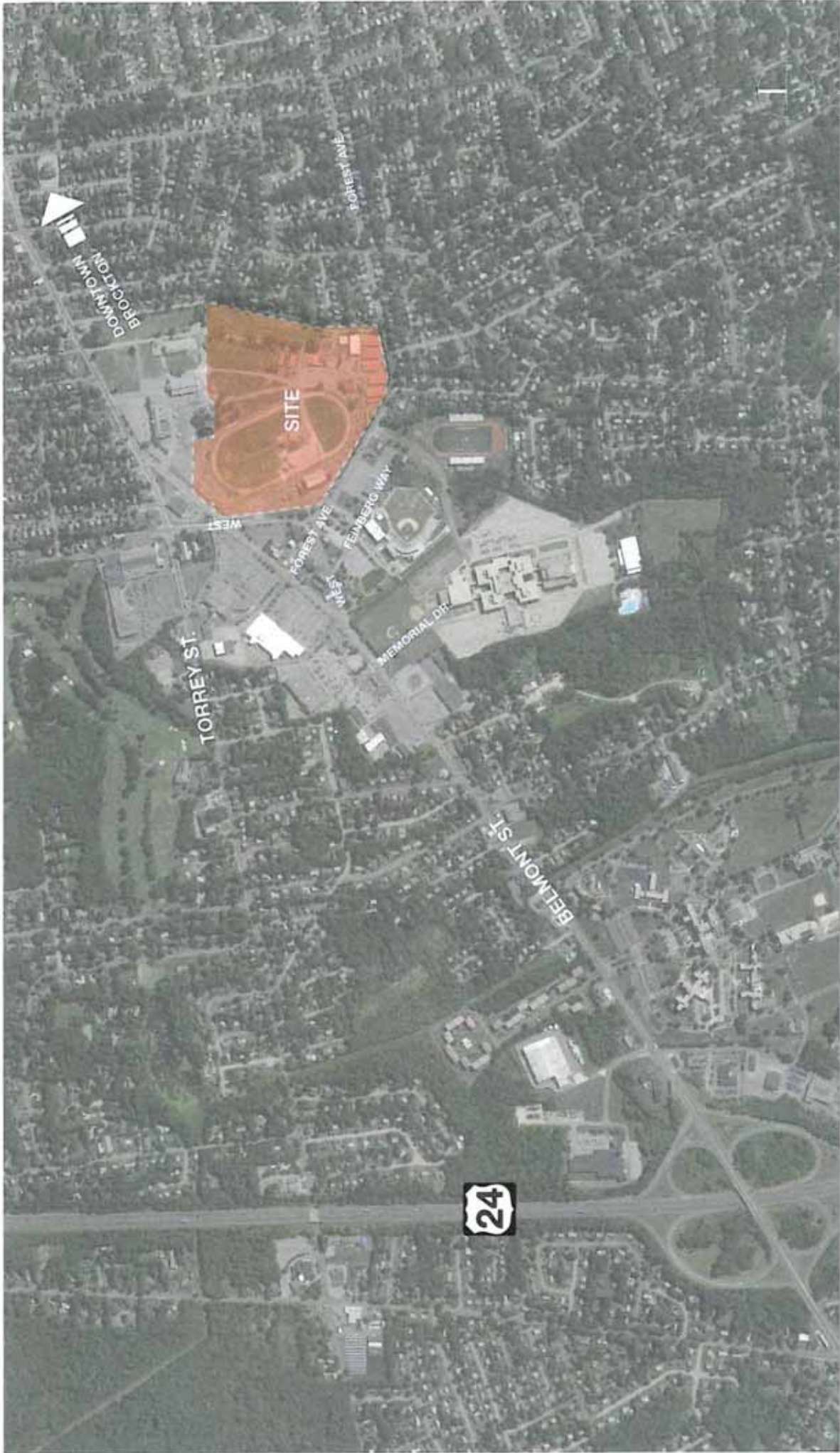
By: William Carpenter *BILL CARPENTER*  
Title: Mayor of Brockton

By: Neil G. Bluhm  
Title: Chairman



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**Exhibit A**  
**Project Site**



PHOTOGRAPHY

KLAI JUBA WALD

VICINITY AERIAL

BROCKTON

MESSAGING & INTERIORS, LLC

# **Exhibit E**



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June 6, 2018

**BY HAND AND E-MAIL**

Massachusetts Gaming Commission  
Chairman Stephen P. Crosby  
Commissioner Gayle Cameron  
Commissioner Eileen O'Brien  
Commissioner Bruce W. Stebbins  
Commissioner Enrique Zuniga

**Re: Mass Gaming & Entertainment LLC's Application for Region C**

Dear Chairman Crosby and Commissioners Cameron, O'Brien, Stebbins, and Zuniga:

On behalf of our client, Mass Gaming & Entertainment ("MG&E"), we petition the Massachusetts Gaming Commission ("MGC" or the "Commission" or "you") to reconsider MG&E's application for a license to develop a casino in Brockton, Massachusetts, in Region C.

\* \* \* \* \*

In July 2016, U.S. District Court Judge William Young held that the Department of Interior "lacked the authority to acquire land in trust for the Mashpee Tribe." Close on the heels of that ruling, the Commission stated on its website:

At a time deemed appropriate, the Massachusetts Gaming Commission will engage in a public discussion to further our review of what course of action will be in the short and long-term best interests of Southeastern Mass. and the Commonwealth.

Today, nearly two full years after the posting of this website announcement, we write on behalf of MG&E to express our strong view that: (i) the appropriate time to "engage in a public discussion" regarding the future of Southeastern Massachusetts is now; and (ii) the course of action that is in the "short and long-term best interests" of both the Southeast region and the Commonwealth as a whole would be for the Commission to reconsider MG&E's Brockton proposal without further delay.

As you know, MG&E's application for a license to build a \$700 million casino and resort in Brockton was rejected by a 4-1 vote of the Commission in April 2016. The rejection came notwithstanding the fact that the Commission had unanimously found MG&E "suitable" and financially able to perform, and



Massachusetts Gaming Commission

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also had found its application "sufficient" on the merits in every measured category – overview; finance; economic development; building and site design; and mitigation. But, at the time that the Commission first considered MG&E's application, the Mashpee Wampanoag (the "Mashpees" or the "Tribe") had achieved land-in-trust status, and Genting Corporation (the Mashpees' financial backer) and the Mashpees had broken ground on a casino development in Taunton, Massachusetts. The public record expressly indicates that the Mashpees were the "800 pound elephant in the room" when the Commission voted to reject MG&E's application. See Transcript of April 28, 2016 Commission Hearing ("4/28/16 Tr.") at 83. Based on the Mashpees' land-in-trust status, the Commission believed there was a "clear presumption of a [Mashpee] casino" in Region C. *Id.* at 116. That "clear" – albeit flawed – presumption led to the denial of MG&E's application, as there was obvious concern on the part of the Commission over the prospect of the "saturation" that would result from two casinos being developed in Southeastern Massachusetts. As Chairman Crosby stated at the time: "If the tribe isn't able to do anything, whether it's because of a lawsuit or something else, then we will have made a mistake [in denying MG&E's application]."<sup>1</sup> In the two years since the Commission's decision, the Mashpees have *not* been able to do anything in Taunton – and they will not be able to do anything in the future either.

Since your April 2016 decision, much has changed:

- U.S. District Court Judge Young issued his opinion that the Department of Interior ("DOI") had erred as a matter of law in granting the Mashpees land-in-trust status in Taunton, noting that the question was "not a close call." *Littlefield v. U.S. Dep't of the Interior*, 199 F. Supp. 3d 391, 396 (D. Mass. 2016). That same day – July 28, 2016 – final Judgment was entered against the defendants by Judge Young, and the matter was remanded to the DOI for further proceedings.
- The defendants in the *Littlefield* litigation appealed the Judgment to the First Circuit Court of Appeals. Ultimately, the DOI, the Bureau of Indian Affairs, and the U.S. government withdrew their appeal of Judge Young's ruling, and the First Circuit entered final Judgment ordering their appeal voluntarily dismissed on May 8, 2017.<sup>2</sup>
- On remand, the DOI issued a preliminary opinion in June 2017, rejecting alternative theories that the Mashpees had presented for obtaining land-in-trust status. See attached Ex. A.
- The Mashpees, who had broken ground on their casino development in Taunton on April 5, 2016, promptly stopped work after Judge Young issued his July 28, 2016 land-in-trust opinion. No work on the Mashpees' site has been done since, their Taunton office has been closed, and all equipment has been removed.

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<sup>1</sup> *Casino Dreams Become Reality for Mashpee Wampanoag*, Cape Cod Times (May 1, 2016, 7:14 AM).

<sup>2</sup> Though the Tribe has maintained its appeal before the First Circuit, the appeal exists in name only, as the Court lacks jurisdiction to consider a Mashpee appeal without the government agencies' participation. See, e.g., *Pit River Tribe v. U.S. Forest Serv.*, 615 F.3d 1069, 1075-76 (9th Cir. 2010).

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- Rhode Island approved the construction of a casino development in Tiverton, Rhode Island, just over the Massachusetts-RI border, and just minutes from Fall River, Massachusetts. That development – the Twin River Tiverton Casino – is nearly finished. It is scheduled to open just months from now, and it is expected to generate approximately \$65-\$70 million in annual tax revenue for Rhode Island,<sup>3</sup> with Twin River publicly stating that it expects \$20 million of its first-year revenue to come from Massachusetts residents.
- While Region C remains in limbo, the Encore Resort Casino in Everett and the MGM Casino and Hotel in Springfield are well underway, and scheduled to open in June 2019 and September 2018 respectively.

None of this has been good for Southeastern Massachusetts, which continues to languish, and is being left further and further behind with each passing day. And none of this has been good for the Commonwealth, which will not only lose the estimated \$20 million in revenue over the next year (and then annually) to Twin River, but will continue to be denied the benefit of the \$85 million license fee that MG&E would pay the Commonwealth immediately upon the grant of the license. That is a loss of over \$100 million in needed revenue for Massachusetts, not to mention the many tens of millions of dollars in annual tax revenue that will be forthcoming to Massachusetts and the City of Brockton as soon as MG&E's casino opens.

MG&E and its principal owner, Rush Street Gaming LLC, are eager and ready to help reverse the course for the Southeast region, and to make the requisite payments to the Commonwealth. Despite the setback of the Commission's April 2016 vote, Rush Street and MG&E remain interested in pursuing a casino and hotel development in Brockton. Their project is poised to begin promptly, and their \$85 million license fee is ready to be paid. They are ready to provide 2,000 construction phase jobs, and 1,800 permanent, well-paying jobs to the citizens of Brockton and surrounding communities in Southeastern Massachusetts. MG&E estimates that, in the first year of operation, its Region C casino would generate a minimum of \$70 million in tax revenue to the Commonwealth and an estimated \$12-13 million annually to the City of Brockton.

In voting against the MG&E proposal on April 28, 2016, Chairman Crosby noted that "if it turns out that there is no land in trust ultimately, or there is no financing and no casino, as others have said, we can reopen this at any time."<sup>4</sup> "Ultimately" has arrived. There is no land in trust. There is no financing. And there is no casino in Taunton. The time to reopen consideration of MG&E's application is now.

We respectfully request that you agree to hold a public hearing regarding the short and long-term best interests of Southeastern Massachusetts, and also agree to reconsider MG&E's application without reopening the RFA process more broadly.

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<sup>3</sup> Christiansen Capital Advisors, LLC, *Rhode Island Gaming and State Revenue Forecast* 23, 26 (2017).

<sup>4</sup> 4/28/16 Tr. at 120-21.



**A. The Time Is Ripe For The Commission To Renew A Public Discussion Of Region C.**

The most obvious reason to reopen and reconsider MG&E's application now is exactly the same reason the Commission voted in April 2013 to open the competitive RFA process in that Region, namely, the loss of economic benefit to the region and to the Commonwealth. As Chairman Crosby explained at the time: "The Commonwealth loses a hundred million or so in revenues for every year that this unknown delay goes on. And the Commonwealth loses whatever the economic development and jobs impact is of the construction of a commercial facility."<sup>5</sup>

If anything, there is even more urgency today to end the "unknown delay" than there was back in 2013. After all, it is more than five years later, and we still have not made any progress in Region C. To the contrary, we have moved backwards. The Southeast region is now further behind the other regions of the state, which already have benefitted, and continue to benefit, from the ongoing "economic and jobs impact" of construction of their approved commercial casino developments. Those other regions will benefit even more when those developments open for business later this year and in 2019. In addition, as we note above, increased competition from out of state, specifically from the casino that is about to open in Tiverton, Rhode Island, adjacent to the southern tip of Region C, as well as ongoing competition from the two tribal Connecticut casinos, decreases the potential economic viability of a casino development in Southeast Massachusetts. In other words, the longer the Commission waits, the more vulnerable Region C becomes, and the more likely it becomes that the Commonwealth will permanently lose hundreds of millions of dollars in tax revenue.

To be clear, the Commission cannot wait any further for the Mashpees. The Mashpees' land-in-trust status is dead. Judge Young's *Littlefield* judgment is final and bullet-proof. And the DOI has made clear in its preliminary opinion (*see* attached Ex. A) that the Mashpees' alternative arguments are equally unavailing. Indeed, the Mashpees themselves realize that their land-in-trust efforts are dead, and that is why they are engaged in a futile, last-ditch effort to obtain special interest federal legislation that would unconstitutionally set aside Judge Young's final Judgment.

**B. There Will Be No Federal Legislation To Resuscitate The Mashpees' Bid For A Casino, And Even If There Were, It Would Be Challenged And Likely Found Unconstitutional.**

The Boston Globe and other sources<sup>6</sup> have recently reported that the Mashpees are lobbying the Massachusetts Congressional delegation for federal legislation to end-run the litigation they lost before Judge Young. The Mashpees have not liked the results in federal court or before the DOI, so they are "forum shopping" and seeking to have Congress set aside Judge Young's ruling. This effort, like the Tribe's preceding efforts, is doomed to failure. The Commission should not permit the prospect of what

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<sup>5</sup> See Transcript of April 18, 2013 Commission Hearing ("4/18/13 Tr.") at 102.

<sup>6</sup> Shirley Leung, *In Taunton, a Gamble That Has Yet to Pay Off*, Boston Globe (Apr. 6, 2018), <https://www.bostonglobe.com/business/2018/04/05/taunton-gamble-that-has-yet-pay-off/hGTMYcxB6AXCPx9Nrlv6fM/story.html>.



Massachusetts Gaming Commission

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is at best highly unlikely federal legislation to cause yet further delay, which would only continue to harm Southeastern Massachusetts and the Commonwealth.

Before recently reaching an accommodation with the Mashpee Tribe, the Town of Mashpee Board of Selectmen accurately criticized the contemplated legislation as "creat[ing] prospective legal ambiguities that will benefit no one."<sup>7</sup> For their part, the *Littlefield* plaintiffs have described the bill as a "Hail Mary on top of a Hail Mary" and have expressed their intent to move forward with a constitutional challenge to the legislation if it were somehow enacted by Congress.<sup>8</sup>

As a practical and political matter, there is little chance that federal legislation will be passed this term or any time in the near future. Neither the Republican-controlled House or Senate, nor the Trump Administration is likely to support legislation filed by the Massachusetts Democratic delegation, particularly in an election year. Moreover, separate and apart from standard partisan politics, the legislation is unlikely to garner support, because it will be seen for what it is, namely, a bill that would not so much help a Native American Tribe, as it would protect and fund the interests of the Genting Corporation, a multinational corporation and casino developer based in Malaysia. According to Genting itself, the Mashpees already owe Genting more than \$380 million as of December 31, 2017, with Genting charging the Tribe 15-18% annually in interest.<sup>9</sup> Thus, for the foreseeable future, the lion's share, if not all, of the profits from the "Mashpee casino" would pass through to Genting. In other words, the proposed federal legislation would not only improperly circumvent current law, it would assist Genting, not the Mashpees. We believe, and it is likely that most members of Congress will share our view, that Brockton – one of the region's nine majority-minority cities – should gain the benefits of a casino, not Genting.

Politics and practical reality aside, the proposed legislation – the "Mashpee Wampanoag Tribe Reservation Reaffirmation Act" – would be legally unenforceable even if it were enacted. Most fundamentally, the proposed law violates constitutional separation-of-powers principles that preclude Congress from "prescrib[ing] rules of decision to the Judicial Department . . . in cases pending before it." *United States v. Klein*, 80 U.S. 128, 146 (1871).

The bill would attempt to reopen Judge Young's final Judgment declaring that the Department of Interior lacks authority to acquire land in trust for the Mashpees. This is impermissible. Indeed, it is well-settled that Congress cannot "retroactively command[] the federal courts to reopen final judgments" based on existing law. *Plaut v. Spendthrift Farm, Inc.*, 514 U.S. 211, 219 (1995). Where, as here, the suit that was before Judge Young is closed, with a final Judgment having issued, the

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<sup>7</sup> Tanner Stening, *Mashpee Selectmen Announce Opposition to Tribe Land Legislation*, Cape Cod Times (Apr. 24, 2018, 12:39 PM), <http://www.capecodtimes.com/news/20180423/mashpee-selectmen-announce-opposition-to-tribe-land-legislation>.

<sup>8</sup> Charles Winkoor, *Taunton Lawyer Calls Congressional Bill a Double 'Hail Mary'*, Taunton Gazette (Mar. 22, 2018, 4:34 PM), <http://www.southcoasttoday.com/news/20180322/taunton-lawyer-calls-congressional-bill-double-hail-mary>.

<sup>9</sup> See <https://www.gentingmalaysia.com/wp-content/uploads/2018/03/GENM-4Q-ANN-Press-Release.pdf>, at 22.

proposed bill would inevitably be found unconstitutional.<sup>10</sup> And even if our assessment of the constitutional concerns were not well founded (which is not the case), years of litigation would follow the unlikely passage of the proposed bill, to the continued detriment of Region C.

**C. Failure To Act On MG&E's Petition To Reconsider Would Raise Constitutional Concerns**

The current delay also implicates constitutional due process and equal protection concerns. With regard to equal protection, for instance, the events of the past several years, including the current delay, have recreated the circumstances that led the First Circuit in the *KG Urban* case to question whether the exclusivity rights afforded the Mashpees by the Compact and the Expanded Gaming Act run afoul of the Fourteenth Amendment. See *KG Urban Enters., LLC v. Patrick*, 693 F.3d 1, 25 (1st Cir. 2012) (reversing the district court's dismissal of KG Urban's constitutional claim, and noting that the Commonwealth's argument in favor of the constitutionality of the exclusivity rights afforded the Mashpees, "would become weaker with the passage of time and the continuation of the status that there are no 'Indian lands' in the region.>").

The First Circuit further noted, somewhat presciently, that the constitutional footing of the Commonwealth's argument would be "even weaker, to the extent that Congressional action is required to provide the Secretary [of the DOI] authority to take this land into trust," *Id.* Remarkably, the Mashpees have now turned to Congress, six years after the *KG Urban* court made this observation, in a futile, eleventh-hour effort to obtain land-in-trust status. If anything, the current delay has put the Commission right back where it was when it decided in 2013 to accept commercial license applications in Region C. As then Commissioner McHugh noted at the time, while referencing the First Circuit's opinion in *KG Urban*:

The First Circuit has made a decision, the last seven pages of which talk about how the longer we wait without a defined deadline, the more the wait begins to look like a violation of the equal protection clause of the 14<sup>th</sup> Amendment. So, simply doing nothing, it seems to me, feeds into the clear indication. The First Circuit didn't decide the issue. But the longer we wait without some kind of a plan for allowing events to proceed to a

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<sup>10</sup> The Supreme Court's recent plurality decision, in *Patchak v. Zinke*, 138 S. Ct. 897 (2018), is not to the contrary. Although the *Patchak* Court upheld a law with similar language to the Mashpee bill, *Patchak* would not apply here, as there is a critical difference in the timing of the legislative action. In *Patchak*, Congress enacted the Gun Lake Trust Land Reaffirmation Act while Patchak's lawsuit was pending; indeed, before the district court had even considered Patchak's case on the merits. In contrast, here, the proposed bill would attempt to undo Judge Young's final decision about the scope of Interior's authority. Judge Young's decision is a "final judgment" that cannot be legislatively undone because it is "the last word of the judicial department with regard to a particular case or controversy." *Plaut*, 514 U.S. at 227. Unlike the law at issue in *Patchak*, the proposed Mashpee bill would impermissibly "compel . . . findings or results under old law." *Patchak*, 138 S. Ct. at 905 (quoting *Robertson v. Seattle Audubon Soc.*, 503 U.S. 429, 438 (1992)). As the Court made clear in *Patchak*, 138 S. Ct. at 909, the law at issue there did "not offend Article III," "because Patchak's suit [was] not final." Here, the *Littlefield* lawsuit is final, and that finality is dispositive.



predetermined point, one of which is supporting the IGRA process, which a wait will do, the more the wait is simply undefined, the more it looks like it may be in violation of the equal protection clause.<sup>11</sup>

Commissioner McHugh's remarks were spot-on in April 2013. Even more so now, more than *five* years later, with a new wait that is "simply undefined." Holding a public discussion now about what needs to be done in Region C is not only the right thing to do for the citizens of that region, it is the only way to avoid further constitutional violations. We ask that the discussion proceed immediately, and that as part of that discussion you reconsider MG&E's Brockton proposal.

**D. The Commission Has The Authority To Reconsider MG&E's Application**

There can be little question that, should it choose to do so, the Commission has the authority to reconsider the licensing process in Region C and reconsider MG&E's application. As Chairman Crosby has often noted, the Commission has the ability to "re-open [the process] at any time."<sup>12</sup> And lest there were any doubt, there is ample authority to support the Chairman's view.

First, as a general matter, it is well-settled in Massachusetts and elsewhere that administrative agencies, like the Commission, possess the inherent power to reconsider any of their past decisions. *Soe v. Sex Offender Registry Bd.*, 466 Mass. 381, 396 (2013); *Moe v. Sex Offender Registry Bd.*, 444 Mass. 1009, 1009 (2005); *e.g.*, *Foley v. City of North Adams*, No. D1-14-30, 2014 WL 11497936, at \*2 (Mass. Civil Service Comm'n Sept. 18, 2014) (exercising "inherent power to re-open concluded proceedings").

Second, reconsideration of an earlier administrative decision has been deemed particularly appropriate, both where, as here, there are compelling reasons to do so (*e.g.*, the economic challenges in Region C and the risk of irreparable harm stemming from out-of-state competition), and where reconsideration of an existing proposal provides the least costly means of addressing those reasons. *See, e.g.*, *Soe*, 466 Mass. at 383, 396; *In re Town of Hull*, Nos. MUP-10-5951, MUP-10-5952, MUP-10-5953, MUP-10-5954, 2016 WL 453496, at \*2 (Mass. Labor Relations Comm'n Jan. 15, 2016) (granting reconsideration in light of change in administrative precedent and "in the interests of promoting the orderly administration of labor relations *and conserving the resources of the DLR, the parties, and the courts*" (emphasis added)).

Third, the Expanded Gaming Act authorizes the Commission to reconsider MG&E's application. It states that the Commission has "all powers necessary or convenient to carry out and effectuate its purposes including . . . the power to determine which applicants shall be awarded gaming licenses." M.G.L. c. 23K, § 4(13). The power to issue licenses comes with "full discretion." While applicants who

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<sup>11</sup> 4/18/13 Tr. at 93-94.

<sup>12</sup> Marc Laroque, *With Tribe's Legal Woes, Will the Brockton Casino Plan Get Another Shot?*, Taunton Gazette (Oct. 23, 2016, 4:41 PM).

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have been rejected are not "entitled" to further review, M.G.L. c. 23K, § 17(g), nothing in the Act forecloses the Commission from exercising its discretionary authority to engage in reconsideration.

Fourth, the Commission's own regulations contemplate that the Commission has the procedural flexibility to grant reconsideration. For instance, while the regulations, 205 CMR § 101.01(8), foreclose "further review" of "determinations of suitability," there is no similar prohibition on reconsideration on the merits. Furthermore, although the regulations do not explicitly provide for reconsideration, they authorize the Commission to exercise "reasonable discretion" to address reconsideration as a "[m]atter not specifically provided for" pursuant to 205 CMR § 102.06.

In short, the Commission has solid legal authority to reopen the discussion of the future of Region C, and to reconsider MG&E's proposal.

**E. Approval Of MG&E's Application Would Be In The Best Interests, Short And Long-Term, Of Southeastern Massachusetts And The Commonwealth.**

We request that you not only reconsider MG&E's application, but that you approve it as well. In our view, doing so would be in the best short and long-term interests of Southeastern Massachusetts and the Commonwealth. Of course, to the extent the Commission believes modifications would improve MG&E's application, MG&E would be happy to discuss and consider any and all proposals made by the Commission.

That the approval of MG&E's application, with agreed-upon modifications as may be proposed, would be in the best short-term interest of the Southeast region and the Commonwealth is beyond dispute. After all, MG&E is the only prior applicant in the region that was found suitable, went through the entire RFA-1 and RFA-2 applications process, and whose proposal was found "sufficient" in every category evaluated by the Commission. Approving the Brockton license for MG&E would translate into an \$85 million license fee; hundreds of construction jobs; regional economic development; a minimum of \$70 million in taxes paid to the Commonwealth annually once the casino development opens; thousands of permanent jobs in the casino, hotel, and retail establishments (for a region where the unemployment rate remains higher than the state average). Put simply, reconsideration and approval of MG&E's application would mean over \$100 million dollars in the Commonwealth's coffers and thousands of jobs for Massachusetts residents during the next 2-3 years as opposed to zero revenue and zero jobs for at least the next 2-3 years or more if any other potential bidder is considered. A Region C casino would provide a dedicated revenue stream both to the Commonwealth and to Brockton, both of which are wrestling with serious budget challenges. This is the very definition of short-term benefit.

With regard to the long-term best interest of Region C and the Commonwealth, there is a sense in which it is no different from the short-term best interest. After all, if there is a delay of what would be, at a minimum, another two or three years before a casino license is issued in Region C, there likely would never be a viable casino built in that region because of the market penetration and first-mover advantage of the Tiverton, Rhode Island casino, and the continued marketing in Southeastern Massachusetts by the two tribal casinos in Connecticut.



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The window to build a viable resort casino in Region C is quickly closing. Analyses that have been done by Rush Street and MG&E have convinced them that they can still build a profitable resort casino in Brockton, provided it is built soon. But further delay, particularly one that lasts at least two or three more years and continues to allow the out-of-state casinos to build customer loyalty from Region C residents, would change the economics of the investment.

Independent of whether a delay of another two or three years (and likely much more) would permanently kill any chance of anyone ever building a viable casino development in the Southeast region, we are confident that the short-term approval of MG&E's renewed application would yield long-term benefits to the region and to the Commonwealth. As you know, Neil Bluhm, the driving force behind MG&E, has a long history of success in reviving distressed communities throughout the country, including Massachusetts. Indeed, one need look no further than Faneuil Hall and Copley Place to see iconic examples of great work in the Commonwealth by Neil Bluhm and his prior real estate companies. The resort casino project that Rush Street now envisions for Brockton will do for that city and surrounding Southeastern Massachusetts communities what the Faneuil Hall project did for Boston's downtown, and Copley Place did for what was a rundown section of the Back Bay bordering the South End. Under Mr. Bluhm's leadership, the Region C casino project in Brockton promises to result in the long-term transformation of Brockton.

On the merits, the Commission found MG&E's prior application "sufficient" in every category (overview; finance; economic development; building and site design; and mitigation). But the Commission denied the application because MG&E had purportedly not "presented convincing evidence" that its "proposed gaming establishment [would] provide value to Region C and to the Commonwealth."<sup>13</sup> Of course, the principal reason, if not the only reason, for the denial of MG&E's application was the Commission's belief at the time of its vote that the Mashpees would retain land-in-trust status, and would be able to build a casino in Taunton.

As noted above, the Commission's prior denial of MG&E's application, as well as the ongoing delay in Commission action vis-à-vis Region C, fuel constitutional due process and equal protection concerns, and suggest, rightly or wrongly, that the goal of the Commonwealth has always been for there to be a Tribal casino, and only a Tribal casino, in Southeastern Massachusetts. Even when the Region C RFA process for commercial bids was first opened in April 2013, Chairman Crosby stated that, if the Mashpees were to perform as they said they would "with the compact and land in trust, . . . they very likely will get what they want, no matter what else anybody does."<sup>14</sup> It now appears as if, even by *not* performing, the hope and design of the process is (and has always been) to make sure the Mashpees "get what they want, no matter what else anybody does."

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<sup>13</sup> Draft Decision Denying a License to Operate a Category I Gaming Establishment in Region C at 10, *In re Application of Mass Gaming & Entertainment*, available at <http://massgaming.com/wp-content/uploads/Commissioners-Packet-5-26-16.pdf>.

<sup>14</sup> 4/18/13 Tr. at 104.

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These concerns easily could have led Rush Street and MG&E to pursue litigation. But they have not done so. Instead, they have chosen to respond in a constructive way. They hope to raise MG&E's proposal to a level which the Commission will recognize as going beyond the "merely" sufficient. They hope to demonstrate to the satisfaction of the Commission that MG&E's proposed project "would maximize revenue to the Commonwealth," and "offer the highest and best value to create a secure and robust gaming market in Region C and the Commonwealth."<sup>15</sup>

If you agree to reopen the public discussion regarding Region C, and reconsider MG&E's proposal, MG&E will, without question, consider any and all substantive concerns the Commission may have with its proposal, discuss those concerns with the Commission and its staff, and make reasonable modifications to its proposal as need be.

In the words of former Commissioner Lloyd Macdonald:

So, we've got a city [Brockton] that desperately needs economic development, workforce development, and the infusion of capital in order to be able to serve its citizens. And then we have in the form of Rush Street, a private party, not a government entity, a private party that is committed to invest almost \$700 million into the community with a proven track record in three other highly competitive urban areas.

So, I go back to the question let's look at what a no vote means. A no vote means Brockton we're sorry, you can't have it....

4/29/16 Tr. at 98-99.

Now is the time for the Commission to say "yes" to Brockton, and to state unequivocally "you can have it." MG&E's application should be reconsidered and granted without further delay.

**F. Reconsideration And Approval Of MG&E's Application Without Opening Up A New RFA Process Is Lawful And Appropriate.**

At the same time that we ask you to reconsider MG&E's renewed proposal, we request that you *not* reopen the RFA process to new applicants or to prior applicants that withdrew their applications. A broader reopening would be unfair to Region C as it would inevitably cause years of delay during which much of the prospective Region C market would be ceded to Rhode Island (Twin River/Tiverton) and other regional casinos in Connecticut. Likewise, a broader reopening would be unfair to MG&E, which is the only prior applicant that saw the initial process through to conclusion. As the Commission well knows, there was ample opportunity over a three-year period for other applicants to submit Region C license bids. Indeed, in its effort to promote competition, the Commission permitted KG Urban three

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<sup>15</sup> See M.G.L. c. 23K, s. 18(11) & (13). See also Draft Decision Denying A License to Operate A Category 1 Gaming Establishment in Region C at 5.



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extensions for a proposed casino development in New Bedford so that KG Urban could develop its proposal, which, ultimately, it decided to abandon.

The Mashpees/Genting chose a different path. Rather than pursuing the Region C commercial license to compete with the Brockton proposal, which they had every right and ability to do, they chose what they hoped would be an easier, less expensive, and less time-consuming option than the Commission's rigorous process, and one that, if successful, was destined to be far more profitable for them (and less profitable for the Commonwealth). While we have no evidence that Genting/Mashpees have any intent to seek a commercial license, in the name of basic fairness and equity, we believe that they should not be given an opportunity to benefit from their prior choice. They should not get a second bite at the apple. If Genting/Mashpees were to request, let alone be given, the opportunity to submit a commercial casino application, we would aggressively oppose any consideration of their request, not simply on grounds of equity and fairness, but also because there are serious questions regarding the Tribe's suitability to obtain a license.

Our request for a limited reopening of the process is not only fair and equitable, and in the best interest of Region C and the Commonwealth, it is consistent with and supported by the Expanded Gaming Act and procurement law more generally. For instance, the Expanded Gaming Act contemplates a single application process for each Region, with definite deadlines. The Act specifically instructs the Commission to "establish deadlines for the receipt of all applications for a gaming license," and it contemplates an end to the process, as it expressly bars the Commission from entertaining "[a]pplications received after the deadline." M.G.L. c. 23K, § 8(c). The deadline in Region C has come and gone. And reopening the process to newcomers would be an end-run of the statutory bar on reviewing "[a]pplications received after the deadline." We ask that the Commission reconsider MG&E's application based on the initial process sanctioned by statute. Although the Commission has discretion to decide whether to reconsider an application submitted and considered within the deadline, its discretion cannot bypass the limits set forth in the Act of a single application process. See *Moe*, 444 Mass. at 1009 (agency discretion subject to "statutory limitations").

Independent of limitations on the RFA process imposed by the Expanded Gaming Act, well settled procurement law also strongly disfavors any "broad reopening of discussions" where, as here, the reopening would "cause more harm than good," would "unfairly harm" qualified offerors, and "would cause more delay to the procurement." *Caddell Constr. Co. v. United States*, 125 Fed. Cl. 30, 56 (Ct. Fed. Cl. 2016). As we have noted above, MG&E would be unfairly harmed if it were compelled to begin the RFA process afresh, re-do all the work it has already done, and compete, once again, with others who chose not to apply during the RFA process, or bowed out of the competition before the Commission considered their plans on the merits. See *Sys. Applications & Techs., Inc. v. United States*, 100 Fed. Cl. 687, 708 (Ct. Fed. Cl. 2011) (a company suffers a "nontrivial competitive injury" if it is "forced to re-compete for a contract"); *Carahsoft Tech. Corp. v. United States*, 86 Fed. Cl. 325, 345 (Ct. Fed. Cl. 2009) (decision to reopen should "recognize the agency's interest in preserving its resources and the resources of the parties" (emphasis added)). More importantly, Southeastern Massachusetts would be harmed, potentially irreparably, by the *at least* two or three years of additional delay that would inevitably result from a complete reopening of the RFA process. Regardless of how one looks at the matter, a reopening of the RFA process to all bidders would "cause more harm than good."



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Where a winning bidder fails to perform or drops out of an RFA process after it has been selected, procurement law favors limiting reconsideration of other bids to the next most qualified bidder, as that bidder "stands to receive the contract in lieu of the challenged awardee." *See, e.g., United States v. Int'l Bus. Machine Corp.*, 892 F.2d 1006, 1011 (Fed. Cir. 1989). Here, since there was no winning bidder, this principle of procurement law would be served by reopening the process to MG&E which was the only "suitable" and qualified bidder in the completed RFA process. Furthermore, in connection with reconsideration, it is legally appropriate and standard to give the next most qualified bidder the opportunity to modify and enhance its prior bid, just as MG&E is prepared to consider doing here if need be. *See, e.g., Carahsoft*, 86 Fed. Cl. at 345.

Furthermore, procurement law specifically bars those who fail to participate in contract/licensing award processes from the outset from seeking a resolicitation that would include them. *MCI Telecommc'ns Corp. v. United States*, 878 F.2d 362, 365 (Fed. Cir. 1989). The "opportunity to qualify either as an actual or prospective bidder" ends "when the proposal period ends." *Id.* Here, this principle should bar any prospective bid from any candidate, including the Mashpees/Genting, who chose not to participate in the original RFA. Indeed, entertaining any bid for a commercial license from the Mashpees/Genting would be particularly inappropriate and unlawful, as it would implicate constitutional equal protection concerns (discussed above) as well as state prohibitions on bias and favoritism in the procurement process. *See, e.g., Bowman v. Drewry*, No. 942576, 1996 WL 178441, at \*12 (Mass. Super. Ct. Jan. 11, 1996) (pursuant to Massachusetts Uniform Procurement Act, ordering town to award contract to "a reasonable and responsive proposal" and admonishing town for rejecting all applicants so as to continuously reopen the RFP process to permit a favored vendor to enter a satisfactory bid).

Procurement law likewise disfavors allowing prior bidders who have withdrawn from the bidding process from seeking resolicitation. *See, e.g., Federal Data Corp. v. United States*, 911 F.2d 699, 705 (Fed. Cir. 1990). Those bidders are barred from seeking review of award decisions because they could have, but deliberately declined to, "continue to compete for the . . . award." Here, this principle should preclude the Commission from reopening the RFA process to accommodate KG Urban and Crossroads, the two bidders who submitted initial applications but then withdrew from the process after each was unable to assemble a viable financing package.

In sum, the law uniformly favors reconsideration of MG&E's prior application, and disfavors permitting those who failed to participate in, or withdrew from, the completed RFA process from being given a second chance. Reconsideration of MG&E's application is not just the right thing to do for the Southeast region and the Commonwealth, it also is the legal thing to do.

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We request that the Commission, as soon as possible, schedule a public discussion of the future of Region C, and then hold a meeting at which MG&E would be provided the opportunity to present its Brockton proposal, and address any questions or concerns the Commission may have. In the



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meanwhile, if you have questions regarding any of the points articulated in this letter, please do not hesitate to contact either of us.

We look forward to your response.

Very truly yours,

A handwritten signature in blue ink, appearing to read 'David J. Apfel'.

David J. Apfel

A handwritten signature in blue ink, appearing to read 'Roberto M. Bracerias'.

Roberto M. Bracerias

ACTIVE/95515757.1

# **EXHIBIT A**

Chairman Cedric Cromwell  
Mashpee Wampanoag Tribe  
483 Great Neck Road  
Mashpee, Massachusetts 02649

Dear Chairman Cromwell:

In 2012, the Mashpee Wampanoag Tribe (Mashpee Tribe or Tribe) submitted an amended fee-to-trust application to the Bureau of Indian Affairs (BIA) to acquire approximately 321 acres of lands in the Towns of Mashpee and Taunton, Massachusetts in trust for the Tribe pursuant to Section 5 of the Indian Reorganization Act (IRA or Act). Having been federally acknowledged in 2007 pursuant to 25 C.F.R. Part 83, the Tribe sought the land as its initial reservation for purposes of tribal government, tribal housing, and economic development, including Indian gaming. Section 5 of the IRA (Section 5) authorizes the Secretary of the Interior (Secretary) to acquire land in trust for "Indians."<sup>1</sup> The IRA, in Section 19, defines "Indian" in three ways:

The term "Indian" as used in this Act shall include [1] all persons of Indian descent who are members of any recognized Indian tribe now under Federal jurisdiction, and [2] all persons who are descendants of such members who were, on June 1, 1934, residing within the present boundaries of any Indian reservation, and [3] shall further include all other persons of one-half or more Indian blood.<sup>2</sup>

On September 18, 2015, the Department of the Interior (Department) determined that the Tribe satisfied the IRA's second definition of "Indian" as descendants of members of a recognized tribe occupying an Indian reservation in 1934.<sup>3</sup> The Department based its determination in part on the Tribe's long and continuous occupation of tribal lands in what is today Mashpee, Massachusetts. The Department also determined that phrase "such members" in the IRA's second definition of "Indian" was ambiguous and was properly construed as referring only to the phrase "members of any recognized Indian tribe" in the first definition, but not the entire phrase, "members of any recognized Indian tribe now under Federal jurisdiction." Accordingly, the Department's reading did not incorporate the phrase "now under federal jurisdiction" from the first definition which,

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<sup>1</sup> 25 U.S.C. § 5108. Prior to the 2016 reclassification of Title 25 by the Office of Law Revision Counsel, Section 19 had been codified as 25 U.S.C. § 465.

<sup>2</sup> 25 U.S.C. § 5129 (bracketed numerals added). Prior to the 2016 reclassification of Title 25 by the Office of Law Revision Counsel, Section 19 had been codified as 25 U.S.C. § 479.

<sup>3</sup> U.S. Dept. of the Interior, Bureau of Indian Affairs, Record of Decision, Trust Acquisition for 151 Acres in the City of Taunton, Massachusetts, and 170 Acres in the Town of Mashpee, Massachusetts, for the Mashpee Wampanoag Tribe (Sept. 18, 2015) (2015 Decision).

based on the Supreme Court's ruling in *Carcieri v. Salazar*,<sup>4</sup> requires a tribe seeking land in trust under the IRA to show it was under federal jurisdiction in 1934.

Residents of Taunton, Massachusetts filed suit challenging the 2015 Decision.<sup>5</sup> On July 28, 2016 the United States District Court for the District of Massachusetts ruled that the phrase "such members" in the IRA's second definition of "Indian" unambiguously incorporates the entire antecedent phrase "members of any recognized Indian tribe now under Federal jurisdiction," thereby incorporating the temporal limitation of the first definition.<sup>6</sup> Because the Department's decision had not considered that issue, the District Court remanded to the Department for consideration in the first instance whether the Tribe was under federal jurisdiction in 1934.<sup>7</sup> The Department thereafter established procedures by which the Tribe and the *Littlefield* plaintiffs (Littlefields) could submit evidence and arguments on the issue of whether the Tribe was under federal jurisdiction in 1934. The submission period closed on February 28, 2017.

I have assessed the parties' submission under the Department's two-part framework for interpreting "under federal jurisdiction" for purposes of the IRA, as set forth in M-37029.<sup>8</sup> Having completed my review of the submissions and supporting documentation provided by the parties, and as explained in more detail below, I conclude that the Tribe's evidence does not demonstrate that the United States took an action or series of actions in or before 1934 that sufficiently establishes or generally reflects federal obligations, duties, responsibility for or authority over the Tribe. Based on the record before the Department I cannot conclude that the Tribe was under federal jurisdiction in 1934.<sup>9</sup> I therefore regret to inform you that I cannot acquire land in trust for the Tribe under the IRA's first definition of "Indian," nor under the second definition as it has been interpreted by the United States District Court for the District of Massachusetts.

## I. BACKGROUND

In 1975, the Tribe petitioned the Department for federal acknowledgment.<sup>10</sup> Thirty-two years later, in 2007, the Department determined that the Tribe was entitled to acknowledgment as a federally recognized Indian tribe pursuant to the administrative

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<sup>4</sup> 555 U.S. 379 (2009) (*Carcieri*).

<sup>5</sup> *Littlefield v. United States DOI*, 199 F.Supp.3d 391 (D.Mass. 2016).

<sup>6</sup> *Littlefield*, 199 F.Supp.3d at 399.

<sup>7</sup> The district court decision contained language to the effect that the Tribe was not under federal jurisdiction in 1934. *See, e.g., Littlefield*, 199 F.Supp.3d at 397. The district court subsequently issued an order on October 12, 2016 clarifying that the 2015 Decision contained no such finding concerning the Tribe's jurisdictional status in 1934 and that the Secretary had presented no such argument to the court. *See Littlefield v. United States DOI*, No. 16-cv-10184, Dkt. 121 at 2 (D. Mass. Oct. 12, 2016).

<sup>8</sup> The Meaning of 'Under Federal Jurisdiction' for Purposes of the Indian Reorganization Act, Op. Sol. Interior M-37029 (Mar. 12, 2014) (M-37029).

<sup>9</sup> As of April 6, 2017, the authority for off-reservation land-into-trust acquisitions for gaming lies with the Acting Deputy Secretary of the Department of the Interior. *See Delegated Authority for Off-Reservation Fee to Trust Decisions*, Acting Assistant Secretary – Indian Affairs to All Regional Directors (Apr. 6, 2017).

<sup>10</sup> Proposed Finding for Federal Acknowledgment of the Mashpee Wampanoag Indian Tribal Council, Incorporated of Massachusetts, 71 Fed. Reg. 17,488 (Apr. 6, 2006).



procedures set forth at 25 C.F.R. Part 83.<sup>11</sup> That determination was based on the research and analysis of the historians, anthropologists, and genealogists in the Department's Office of Federal Acknowledgment, who supported the conclusion that the Tribe satisfied the criteria for federal acknowledgment.<sup>12</sup> The Department based its decision on evidence showing that the Tribe's members and ancestors had maintained consistent interaction and significant social relationships since the time of first sustained contact with Europeans in the seventeenth-century, through the colonial and Revolutionary eras up until the present time. The Tribe presented evidence showing that nearly all the Tribe's members lived in a defined geographical area, namely, the Town of Mashpee (or "Marshpee" as it was formerly known), which was inhabited almost exclusively of the Tribe and its members.<sup>13</sup> The decision also relied on evidence showing that the Tribe had also continued to maintain an autonomous political existence as a tribe from the time of first sustained contact to the present.<sup>14</sup> Moreover, the Tribe had shown that nearly all of its members (97%) descended from the historical Tribe identified by outside observers in the nineteenth-century.<sup>15</sup> The Department published a proposed finding in favor of federal acknowledgment in 2006<sup>16</sup> and its final determination in 2007.<sup>17</sup> The Tribe's acknowledgment became effective on May 23, 2007.<sup>18</sup>

#### **A. Fee-to-Trust Application**

In 2007, the Tribe submitted applications seeking to have the Department acquire certain lands in trust for the Tribe's benefit pursuant to the authority of Section 5 of the IRA, including a parcel totaling approximately 170 acres in Mashpee, Massachusetts (Mashpee parcel). It later amended its application in March 2012 so as to remove certain parcels and add a 150-acre parcel near the Town of Taunton, Massachusetts (Taunton parcel).

The Tribe sought trust land in order to meet the present and future needs of its members by providing land for self-determination and self-governance, housing, education, and cultural preservation.<sup>19</sup> The Mashpee parcel included culturally significant sites such as the Mashpee Old Indian Meeting House and historic Tribal burial grounds that have been used by the Tribe and its members for centuries.<sup>20</sup> Revenue from economic development would be used to enhance the Tribe's ability to preserve its history and community by funding the preservation and restoration of culturally significant sites.<sup>21</sup> The Tribe showed a need for economic development to create sufficient revenue to meet the needs of tribal members, many of whom are unemployed with incomes below the poverty

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<sup>11</sup> Final Determination for Federal Acknowledgment of the Mashpee Wampanoag Indian Tribal Council, Inc. of Massachusetts, 72 Fed. Reg. 8007 (Feb. 22, 2007).

<sup>12</sup> 2015 Dec. at 59.

<sup>13</sup> MWT FD at 9.

<sup>14</sup> MWT FD at 18.

<sup>15</sup> MWT FD 30, 34; 72 Fed. Reg. at 8,009.

<sup>16</sup> 71 Fed. Reg. 17,488 (Apr. 6, 2006).

<sup>17</sup> See 72 Fed. Reg. 8,007 (Feb. 22, 2007); 73 Fed. Reg. 18,553, 18553-54 (Apr. 4, 2008).

<sup>18</sup> 72 Fed. Reg. at 8,009.

<sup>19</sup> 2015 Dec. at 7.

<sup>20</sup> 2015 Dec. at 6, 15, 110.

<sup>21</sup> 2015 Dec. at 8.



level.<sup>22</sup> Because the Tribe's members also face serious needs for housing, the Tribe would use revenue for economic development to fund construction of tribal housing and programs such as the Wampanoag Housing Program and the Low Income Home Energy Assistance Program.<sup>23</sup> The Tribe intended to use the Mashpee parcel for tribal administrative purposes, tribal housing, and cultural purposes. It intended to use the Taunton parcel for economic development by the construction and operation of a gaming facility under the Indian Gaming Regulatory Act.<sup>24</sup>

1. *Carcieri v. Salazar*, 555 U.S. 379 (2009)

While the Tribe's 2007 application was pending, the U.S. Supreme Court rendered its decision in *Carcieri v. Salazar*,<sup>25</sup> which considered the Secretary's trust-acquisition authority under Section 5 of the IRA. Section 5 provides the Secretary discretionary authority to acquire land in trust for "Indians." As noted above, Section 19 of the IRA includes the following three definitions of "Indian":

The term "Indian" as used in this Act shall include [1] all persons of Indian descent who are members of any recognized Indian tribe now under Federal jurisdiction, and [2] all persons who are descendants of such members who were, on June 1, 1934, residing within the present boundaries of any Indian reservation, and [3] shall further include all other persons of one-half or more Indian blood.<sup>26</sup>

*Carcieri* held that the word "now" in the first definition of "Indian" refers to the time of the IRA's passage in 1934. The Court did not further address the meaning of the phrase "under federal jurisdiction," however, finding no need to do so in the context of the case.<sup>27</sup> As a result, it was left to the Department to utilize its expertise in interpreting and applying Section 19's temporal qualification and the meaning of "under federal jurisdiction."

2. Department's *Carcieri* Framework

To continue implementing the IRA in accordance with the holding in *Carcieri*, the Department was required to determine the meaning of the phrase "under federal jurisdiction" and to consider what evidence could demonstrate it.<sup>28</sup> The Department

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<sup>22</sup> 2015 Dec. at 7.

<sup>23</sup> 2015 Dec. at 8.

<sup>24</sup> 25 U.S.C. § 2701 et seq.

<sup>25</sup> 555 U.S. § 379 (2009).

<sup>26</sup> 25 U.S.C. § 5129.

<sup>27</sup> *Carcieri* also did not address the Secretary's authority to acquire land in trust for groups that fall under other definitions of "Indian" in Section 19 of the IRA.

<sup>28</sup> The Meaning of 'Under Federal Jurisdiction' for Purposes of the Indian Reorganization Act, Op. Sol. Interior M-37029 at 4 (Mar. 12, 2014) (M-37029). The Department announced its framework for interpreting "now under federal jurisdiction" in a December 2010 record of decision to acquire land in trust for another tribe, the Cowlitz Indian Tribe. U.S. Dep't of the Interior, Bureau of Indian Affairs, Record of Decision, Trust Acquisition of, and Reservation Proclamation for the 151.87-acre Cowlitz Parcel in Clark

considered the text of the IRA and concluded the Act did not establish the meaning of “under federal jurisdiction” and that the phrase itself had no plain meaning.<sup>29</sup> A review of its legislative history suggested only that Congress intended the phrase to qualify the expression “recognized Indian tribe” in some manner.<sup>30</sup> Based on this, the Department determined that the phrase “under federal jurisdiction” had no clear and unambiguous meaning and that Congress had left an interpretive gap for the agency to fill.<sup>31</sup>

The Solicitor closely considered the IRA’s text, remedial purpose, and legislative history, as well as the Act’s early implementation by the Department and concluded that “under federal jurisdiction” requires a tribe to show that the United States exercised jurisdiction over the tribe at some point in or before 1934 and that such jurisdictional status remained intact as of 1934.<sup>32</sup> By requiring evidence of particular exercises of federal jurisdictional authority, the Solicitor rejected the assertion that the phrase “under federal jurisdiction” has a plain meaning that is synonymous with Congress’ plenary authority over tribes pursuant to the Indian Commerce Clause.<sup>33</sup> Under that view, every Indian tribe as such could be considered “under federal jurisdiction.”<sup>34</sup> Agreeing that the general principle of plenary authority served as the relevant backdrop to the analysis, the Solicitor determined that *Carciari* required a tribe to do more by showing indicia of federal jurisdiction that demonstrate the federal government’s exercise of responsibility for and obligation toward a tribe and its members in or before 1934.<sup>35</sup>

M-37029 establishes a two-part inquiry for ascertaining whether a tribe was “under federal jurisdiction” as of 1934. The first step requires a tribe to show that the United States took an action or series of actions in or before 1934 that sufficiently established or generally reflected federal obligations, duties, responsibility for or authority over the tribe.<sup>36</sup> The second step of the inquiry is to ascertain whether that jurisdictional status continued through 1934.

M-37029 describes the types of evidence that may be used at step one of the “under federal jurisdiction” analysis.<sup>37</sup> A tribe might provide evidence of a course of dealings or

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County, Washington, for the Cowlitz Indian Tribe (Dec. 17, 2010). Issued while the Mashpee Tribe’s own fee-to-trust application was pending, the Cowlitz analysis formed the basis for the framework in M-37029.

<sup>29</sup> M-37029 at 18.

<sup>30</sup> M-37029 at 17.

<sup>31</sup> M-37029 at 17, citing *Chevron v. Natural Resources Defense Council*, 467 U.S. 837, 840-843 (1984).

<sup>32</sup> M-37029 at 18-19.

<sup>33</sup> M-37029 at 17.

<sup>34</sup> See *United States v. Holliday*, 70 U.S. 407, 419 (1866) (tribes, as such, are placed by the Constitution within the control of Congress); William Wood, “Indians, Tribes, and (Federal) Jurisdiction,” 65 KANSAS L. REV. 415, 422 (2017) (whether federal jurisdiction exists with respect to a particular people involves a singular inquiry into whether they continue to exist as a distinct Indian community such that the federal Indian affairs jurisdiction attaches to them). See also *United States v. Sandoval*, 231 U.S. 28, 46 (1913) (Congress may not arbitrarily bring a body of people within its plenary authority by arbitrarily calling them an Indian tribe).

<sup>35</sup> M-37029 at 17.

<sup>36</sup> M-37029 at 19.

<sup>37</sup> The broad range of the Solicitor’s non-exclusive list of evidence reflects that the federal government applied its Indian policies “to numerous tribes with diverse cultures” and necessarily “fluctuate[d]

other relevant acts by the federal government for or on behalf of the tribe or, in some instances, its members.<sup>38</sup> In some cases, one federal action can, in and of itself, conclusively establish that a tribe was under federal jurisdiction in 1934, obviating the need to consider the tribe's broader history.<sup>39</sup> In other cases a variety of federal actions, when viewed together, can demonstrate that a tribe was under federal jurisdiction. This might include, for example, guardian-like actions taken by the United States, or a continuous course of federal dealings with a tribe.<sup>40</sup> Such evidence may include federal approval of contracts between a tribe and non-Indians or enforcement of the Trade and Intercourse Acts (Indian trader, liquor laws, and land transactions).<sup>41</sup> Such evidence might also consist of actions by the Office of Indian Affairs or other federal officials with respect to the tribe and its affairs<sup>42</sup> evidencing the Federal Government's obligations, duties to, acknowledged responsibility for, or power or authority over a particular tribe.<sup>43</sup>

Once having identified that the tribe was under federal jurisdiction prior to 1934, the second question is to ascertain whether the tribe's jurisdictional status remained intact in 1934. For some tribes, the circumstances or evidence will demonstrate that the jurisdiction was retained in 1934.<sup>44</sup> In some instances, it will be necessary to explore the universe of actions or evidence that might be relevant to such a determination or to ascertain generally whether certain acts are, alone or in conjunction with others, sufficient indicia of the tribe having retained its jurisdictional status in 1934.<sup>45</sup>

### 3. Tribe's Prior *Carciari* Submissions

In September 2012, the Tribe submitted a detailed discussion of its statutory eligibility with supplementary exhibits totaling more than 300 pages.<sup>46</sup> The Tribe's 2012

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dramatically as the needs of the Nation and those of the tribes changed over time." *United States v. Lara*, 541 U.S. 193, 202 (2004).

<sup>38</sup> M-37029 at 19.

<sup>39</sup> See e.g., *Shawano County v. Acting Midwest Regional Director, Bureau of Indian Affairs*, 53 I.B.I.A. 62 (2011) (Secretarial calling of vote to accept or reject IRA necessarily recognizes tribe as under federal jurisdiction). See generally Theodore H. Haas, *Ten Years of Tribal Government Under I.R.A.* (1947) (specifying, in part, tribes that either voted to accept or reject the IRA).

<sup>40</sup> M-37029 at 19.

<sup>41</sup> M-37029 at 19.

<sup>42</sup> The OIA had responsibility for the administration of Indian reservations and the implementation of Indian legislation. M-37029 at 19.

<sup>43</sup> M-37029 at 19.

<sup>44</sup> M-37029 at 19.

<sup>45</sup> M-37029 at 19.

<sup>46</sup> Letter, MWT Chairman Cedric Cromwell to Assistant Secretary Donald "Del" Laverdure (Sept. 4, 2012) (MWT 2012 Letter). The Tribe elaborated on the arguments and evidence contained in its September 2012 submission with follow-up submissions in 2012 and 2013. See Chairman Cedric Cromwell to Assistant Secretary – Indian Affairs Donald "Del" Laverdure (Sept. 4, 2012); Arlinda Locklear, Esq. to Bella Wolitz, Esq. Dep't of the Interior, Knoxville Field Solicitor's Office (Nov. 5, 2012); *same* (Nov. 29, 2012). The Tribe had included a discussion of the Secretary's statutory authority to take land in trust for the Tribe in light of *Carciari* when it amended its application in 2010. 2010 App. The Tribe asserted that *Carciari* did not impair the Secretary's authority to acquire land in trust for the Tribe but deferred providing supplementary evidence or detailed discussion of the issue. 2010 App. at 9. The Tribe also claimed that amendments to the IRA in 1994 prohibited the Department from making any decision or determination that

submission offered two different views of why the Tribe should be considered to have been “under federal jurisdiction” in 1934 for purposes of the IRA’s first definition of “Indian.”

The Tribe first argued that, by operation of law, it had been under federal jurisdiction since 1789.<sup>47</sup> This argument relied on three separate claims. First, that by reserving specific rights to the Tribe in the colonial era, the British Crown had created “functional treaty” obligations to which the United States later succeeded.<sup>48</sup> Second, that the Tribe had always exercised and maintained aboriginal fishing and other usufructuary rights on lands the Tribe had ceded over time.<sup>49</sup> Third, a federal trust relationship had always existed by virtue of federal common law and the Indian Trade and Intercourse Act regardless of attempts by Massachusetts to extinguish the Tribe’s title to its lands.<sup>50</sup> Next the Tribe argued that it was under federal jurisdiction in 1934 by virtue of particular, affirmative acts of federal supervision from before 1934, which included the federal government’s consideration and ultimate rejection of whether to subject the Tribe to the federal Removal Policy in the 1820s; federal supervision of Mashpee students at the Carlisle Indian school at the turn of the twentieth century; and the inclusion of Mashpee Indians in both general and Indian-specific Federal censuses.<sup>51</sup>

In addition to arguing that the Tribe satisfied the IRA’s first definition of “Indian,” however, the Tribe’s 2012 submission argued that the Tribe independently satisfied the second definition of “Indian,” which defines “Indian” to include “all persons who are descendants of such members who were, on June 1, 1934, residing within the present boundaries of any Indian reservation.”<sup>52</sup> The Tribe argued that the lands in the Town of Mashpee that it had continuously occupied for centuries constituted a “reservation” for purposes of the IRA’s second definition of “Indian.”<sup>53</sup> It did not, however, address the other components of the second definition.

## **B. Department’s September 2015 Decision**

On September 18, 2015, Assistant Secretary – Indian Affairs (AS-IA) Kevin K. Washburn issued a record of decision (2015 Decision) to acquire the Mashpee and Taunton parcels in trust for the Tribe.<sup>54</sup> The Department determined that it had statutory authority to acquire the lands in trust for the Tribe under the second definition of “Indian”

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disadvantaged or diminished its rights as a federally recognized tribe relative to other recognized tribes. *Id.*, citing 25 U.S.C. § 5126(f) [476(f)].

<sup>47</sup> MWT 2012 Letter at 2.

<sup>48</sup> MWT 2012 Letter at 2.

<sup>49</sup> MWT 2012 Letter at 3.

<sup>50</sup> MWT 2012 Letter at 3.

<sup>51</sup> MWT 2012 Letter at 3.

<sup>52</sup> MWT 2012 Letter at 3; 25 U.S.C. § 5129.

<sup>53</sup> MWT 2012 Letter at 31-36.

<sup>54</sup> U.S. Dept. of the Interior, Bureau of Indian Affairs, Record of Decision, Trust Acquisition for 151 Acres in the City of Taunton, Massachusetts, and 170 Acres in the Town of Mashpee, Massachusetts, for the Mashpee Wampanoag Tribe (Sept. 18, 2015) (2015 Dec.).



set forth in IRA Section 19.<sup>55</sup> As a result, the Department found it unnecessary to decide whether the Tribe could also qualify under the first definition.<sup>56</sup>

The 2015 Decision detailed the Department's interpretation and application of Section 19's second definition of Indian, that is, "all persons who are descendants of such members who were, on June 1, 1934, residing within the present boundaries of any Indian reservation." The Department found that the phrases "descendants," "such members," and "any Indian reservation" to be ambiguous, compelling the Department to review the statutory language and legislative history, and to consider the Department's prior implementation of the Act.<sup>57</sup>

#### 1. Interpretation of Ambiguous Terms

The Department found it unclear whether the phrase "such members" in the second definition referred only to the expression "members of any recognized Indian tribe" or to "members of any recognized Indian tribe *now under Federal jurisdiction*."<sup>58</sup> Among other things, the Department concluded that "such members" was ambiguous and was properly construed as referring back to the phrase "members of any recognized Indian tribe" in the first definition of "Indian," and not the entire phrase "members of any recognized now under federal jurisdiction." The Department reasoned that incorporating all of the requirements of the first definition would render the second definition largely redundant of the first definition.<sup>59</sup>

The Department found that the IRA does not define "Indian reservation"<sup>60</sup> and that Section 19 left unclear whether its residency requirement applied to the members of a recognized Indian tribe or to their "descendants." The Department concluded that Congress apparently removed the definitions of these terms contained in the original draft bill of the IRA<sup>61</sup> so as to leave such determinations to the Department's expertise in order

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<sup>55</sup> 2015 Dec. at 79.

<sup>56</sup> 2015 Dec. at 79. *See* 80 Fed. Reg. 57,848 (Sept. 25, 2015). The BIA accepted title to the parcels in trust on behalf of the United States for the benefit of the Tribe on November 10, 2015, and proclaimed them the Tribe's initial reservation.

<sup>57</sup> 2015 Dec. at 80.

<sup>58</sup> 2015 Dec. 93-95 (emphasis added for clarity). The Department also found ambiguous the phrase "descendants of such members who were, on June 1, 1934, residing...on an Indian reservation." Neither the Act's language nor its legislative history made clear whether it was the members or their descendants who had to be in residence on June 1, 1934. If the former, then the category of individuals eligible for trust acquisitions under the second definition of "Indian" would be open to all descendants. If the latter, however, eligibility would be limited to the closed class of descendants alive and residing on the reservation in 1934.

<sup>59</sup> 2015 Dec. at 93. The Department additionally determined that Congress intended the second definition to be independent of the first as shown by the use of the conjunction "and" to link the two definitions. *Id.* Further, it would have been redundant for Congress to incorporate "under federal jurisdiction" into the second definition at a time when it was well-established that Indian residents of a reservation were automatically under federal authority. 2015 Dec. at 94.

<sup>60</sup> 2015 Dec. at 81.

<sup>61</sup> 2015 Dec. at 82. While Congress did not explain its emendation, Commissioner John Collier elsewhere emphasized that the bill was designed to be flexible to meet unique problems arising across Indian country. *Id.* at 83.

to accommodate the particular circumstances of each tribe and reservation.<sup>62</sup> The Department's later implementation of the IRA showed that reservations established and primarily regulated under state law could be considered "reservations" for purposes of the second definition.<sup>63</sup> This was consistent with the historical evolution of the concept of a "reservation," which evolved alongside federal policy.<sup>64</sup> Current federal regulations contain different definitions of the term "reservation,"<sup>65</sup> while the Department's own Handbook on Federal Indian Law described the different forms a reservation may take and the different methods by which they are created.<sup>66</sup> The Department ultimately concluded that at the time Congress enacted the IRA, the generally accepted understanding of "Indian reservation" meant lands set aside for Indian use and occupation through a variety of ways,<sup>67</sup> which in turn required a case-by-case evaluation to determine whether a specific tract qualifies as such and what its "present boundaries" might be.<sup>68</sup>

The Department conducted a comprehensive, fact-intensive legal analysis of the Tribe's eligibility under Section 19 in light of the Department's interpretation of "reservation."<sup>69</sup> The Department examined the Tribe's continuous history in the Town of Mashpee from before European contact until modern times,<sup>70</sup> relying on extensive historical documentation, including materials assembled before the Office of Federal Acknowledgment when considering the Tribe's petition for federal acknowledgment. The record showed the Tribe's long-standing relationship with the lands now comprising the Town of Mashpee and the intertwined relationship between the Tribe, the British Crown and Province of Massachusetts before the United States was founded.<sup>71</sup> The record showed the recognition and protection of that relationship by the Crown and Colonial governments and by the Commonwealth of Massachusetts, separate and apart from protections later enacted by the United States, such as the Non-Intercourse Act.<sup>72</sup> It further showed that the federal government had considered the Tribe as inhabiting a reservation in the 1820s when considering implementation of the federal removal policy.<sup>73</sup>

The Department determined that the historical record showed that a reservation had been set aside for the Tribe's occupation and use under the protection of the colonial court and government, and that such reservation continued to exist and continued to be occupied by Mashpee tribal members through 1934.<sup>74</sup> Based on this information, the Department found that the Tribe was composed of descendants of members of a recognized Indian

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<sup>62</sup> 2015 Dec. at 83.

<sup>63</sup> 2015 Dec. at 87-88.

<sup>64</sup> 2015 Dec. at 95.

<sup>65</sup> 2015 Dec. at 95, comparing 25 C.F.R. §§ 151.20 and 292.2.

<sup>66</sup> 2015 Dec. at 96-97.

<sup>67</sup> 2015 Dec. at 98.

<sup>68</sup> 2015 Dec. at 98-99.

<sup>69</sup> See 2015 Dec. at 101-120.

<sup>70</sup> 2015 Dec., at 101 ff.

<sup>71</sup> 2015 Dec. at 102.

<sup>72</sup> 2015 Dec. at 110-112. 25 U.S.C. § 177.

<sup>73</sup> 2015 Dec. at 104-105.

<sup>74</sup> 2015 Dec. at 113-119.



tribe.<sup>75</sup> Accordingly, the Department determined that it had the authority to acquire land in trust for the Tribe's benefit under the IRA's second definition of "Indian."

### C. *Littlefield* Litigation

On February 4, 2016, certain residents of the City of Taunton brought suit in the United States District Court for the District of Massachusetts under the Administrative Procedure Act<sup>76</sup> challenging the Department's decision to acquire land in trust for the Tribe.<sup>77</sup> In addition to challenging the Department's interpretation of the IRA's second definition, the Littlefields claimed, among other things, that the Department erred by concluding that the Tribe satisfied the second definition.<sup>78</sup> The parties subsequently filed cross-motions for summary judgment on that claim.<sup>79</sup>

On July 28, 2016, the District Court ruled, contrary to the Department's position, that the phrase "such members" as it appears in the IRA's second definition of "Indian" unambiguously incorporates the entire antecedent phrase "members of any recognized Indian tribe now under Federal jurisdiction" in the first definition and remanded the matter to the Secretary for further proceedings consistent with the court's opinion.<sup>80</sup> The district court's decision included language suggesting that the Court further concluded that the Tribe was not under federal jurisdiction in 1934. Because the Department had expressly declined to reach that issue in the 2015 Decision, however,<sup>81</sup> the Department sought reconsideration or clarification by the court of its July 28, 2016 order.<sup>82</sup>

On October 12, 2016, the district court clarified its July 28, 2016 decision.<sup>83</sup> The court explained that its previous ruling had held that in order to qualify as an eligible beneficiary under the IRA's second definition of "Indian," the Tribe must have been under federal jurisdiction in 1934.<sup>84</sup> The court noted that the 2015 Decision included no such finding based on the Department's conclusion that the second definition did not incorporate the "under federal jurisdiction" phrase.<sup>85</sup> The court therefore clarified that it

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<sup>75</sup> 2015 Dec. at 112. Since the Tribe had also shown that its current members included persons who had resided on the Mashpee reservation in 1934 as well as descendants thereof, the Department found no need to address whether the second definition's residency requirement applied to "descendants" or "members." 2015 Dec. at 100.

<sup>76</sup> 5 U.S.C. §§ 701-706.

<sup>77</sup> *Littlefield, et al. v. United States Dep't of the Interior*, Case No. 16-CV-10184 (D. Mass.).

<sup>78</sup> Plaintiffs' remaining causes of action challenged the Department's conclusions that the Tribe had significant historical connection to the City of Taunton; that the distinct Mashpee and Taunton parcels could together form the Tribe's "initial reservation"; and that the Tribe's Mashpee lands constituted a "reservation" for purposes of the IRA. Plaintiffs' fifth cause of action challenged Section 5 of the IRA as an unconstitutional delegation of legislative authority. Plaintiffs further sought to collaterally attack the Tribe's federal acknowledgment. See Complaint at ¶¶ 91-96.

<sup>79</sup> *Littlefield v. United States Dep't of the Interior*, 16-CV-10184 (D. Mass.), Dkt. Nos. 55, 59 (July 7, 2016).

<sup>80</sup> *Littlefield v. United States DOI*, 199 F.Supp.3d 391, 400 (D. Mass. 2016).

<sup>81</sup> Dkt. 87 at 22.

<sup>82</sup> Dkt. 99 (Aug. 24, 2016).

<sup>83</sup> Dkt. 121 (Oct. 12, 2016).

<sup>84</sup> Dkt. 121 at 2.

<sup>85</sup> Dkt. 121 at 2.

would be “no violation of the Court’s [July 28] order should the agency wish to analyze the Mashpees’ eligibility under the first definition of ‘Indian’” or to “reassess the Mashpees’ eligibility under the second definition consistent with the Court’s ruling on the proper interpretation of that definition.”<sup>86</sup>

Although the Department initially filed a notice of appeal challenging the district court’s interpretation of the IRA, the Department ultimately moved for voluntary dismissal of its appeal.<sup>87</sup> The United States Court of Appeals for the First Circuit granted the Department’s motion for voluntary dismissal on May 8, 2017. Because the Department is bound to apply the district court’s interpretation of the IRA’s second definition in this remand proceeding, I therefore may grant the Tribe’s land-into-trust application under the IRA’s second definition only if I find that the Tribe was under federal jurisdiction in 1934.

#### **D. Remand Proceedings**

On December 6, 2016, the Department notified the parties to the *Littlefield* litigation of the procedures to be followed on remand.<sup>88</sup> The Department invited the Tribe to submit by January 6, 2017, any evidence or argument it wished the Department to consider in determining whether the Tribe was under federal jurisdiction in 1934 for purposes of the IRA. The Department provided Plaintiffs with a thirty-day window in which to respond to the Tribe’s submission, and it provided the Tribe with a final 15-day window in which to reply. The Tribe provided its opening submissions on December 21, 2016 and January 5, 2017. Plaintiffs requested and received an extension of time to submit their response, which Plaintiffs ultimately filed on February 14, 2017. The Tribe’s reply was timely submitted to the Department on February 28, 2017. On April 19, 2017, the Department notified the parties that its decision would issue by June 19, 2017.<sup>89</sup>

## **II. DISCUSSION**

I first summarize the arguments presented by the Tribe and the Littlefields on remand. I next address the Littlefields’ request for the “vacatur” of M-37029 and its two-part framework and explain why M-37029 governs my analysis. I then set out the standard of review under M-37029 and discuss the parties’ interpretations thereof. Applying the M-37029 framework to the record before me, I conclude that the evidence submitted by the Tribe fails to show particular exercises of federal authority sufficient to conclude that the Tribe was under federal jurisdiction in or before 1934.

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<sup>86</sup> Dkt. 121 at 2.

<sup>87</sup> Motion to Voluntarily Dismiss Appeal, *Littlefield, et al. v. U.S. Dep’t of the Interior*, No. 16-2481 (1st Cir. Apr. 27, 2017).

<sup>88</sup> See Letters, Principal Deputy Assistant Secretary- Indian Affairs Lawrence Roberts to Adam Bond, Cedric Cromwell, Matthew Frankel, David Tennant (Dec. 6, 2016).

<sup>89</sup> Email, Associate Solicitor – Indian Affairs Eric Shepard to the parties (Apr. 19, 2017).

**A. Summary of Arguments**

**1. Mashpee Tribe Opening Brief**

Part one of the Tribe's opening submissions addresses the single legal question of whether the historical relationship between the Tribe and the Commonwealth of Massachusetts (State) precludes the possibility of federal jurisdiction over the Tribe.<sup>90</sup> The Tribe argues that the federal government's authority over Indian affairs is paramount throughout the United States, including within the original thirteen states. While some of the original thirteen states exercised authority over tribes within their borders, the federal government assumed plenary authority over tribes everywhere upon ratification of the United States Constitution in 1788. Assertions of state authority over tribes within a state cannot and do not oust paramount federal authority, which may be exercised at any time and which can only be terminated by Congress. Based on these principles, the Tribe argues that Massachusetts's treatment of the Tribe and its members could not, as a matter of law, oust the federal government's supreme jurisdictional authority. The Tribe explained that by 1882 the State had ceased treating the Tribe as Indians, having enacted legislation making Tribal members state citizens and making Tribal lands into alienable fee property. The Tribe asserts that federal officials erred in and around 1934 in claiming that the Tribe remained under state jurisdiction. Instead, the Tribe argues, the Tribe at that time was solely within the federal government's Indian affairs authority.

Part two of the Tribe's opening submissions addresses the evidence of the Tribe's federal jurisdictional status before and in 1934. The Tribe claims that, viewed in totality, its evidence indisputably shows exercises of federal jurisdiction over the Tribe.<sup>91</sup> Largely repeating its 2012 arguments (*see above*), the Tribe offers general and particular grounds why it was "under federal jurisdiction" in 1934. Broadly, the Tribe argues for being under federal jurisdiction as a matter of law based on "treaty-like" obligations of the British Crown to which the United States later succeeded; federal restraints against alienation of the Tribe's aboriginal lands; and the continuing existence of usufructuary rights into the twentieth-century. More particularly, the Tribe claims it was placed under federal jurisdiction through specific federal activities, including considering the Tribe for removal in the 1820s; federal policy recommendations concerning Massachusetts tribes in the 1850s; mention of the Tribe on federal censuses between 1850 and 1910; and the enrollment of Tribal students at the Carlisle Indian Industrial School in the early decades of the 1900s. The Tribe offered as further evidence of specific federal acts including references to the Tribe and its history in federal reports or studies in 1888, 1890 and 1935.

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<sup>90</sup> Mashpee Wampanoag Tribe, "The Early Relationship Between The Mashpee Wampanoag Tribe And The Commonwealth Of Massachusetts Cannot Preclude Federal Jurisdiction Under The IRA" (Dec. 21, 2016).

<sup>91</sup> Mashpee Wampanoag Tribe, "The Mashpee Wampanoag Tribe Is Eligible For Land Into Trust Under the Indian Reorganization Act As A Tribe Under Federal Jurisdiction In 1934" (Jan. 5, 2017) (MWT Op. Br.).

## 2. Littlefield Response

The Littlefields submitted a 112-page response to the Tribe's submission on February 14, 2017.<sup>92</sup> They devote nearly half to arguing for the "vacatur" of Solicitor's Opinion M-37029. The remainder offers several arguments to refute the Tribe's claims and show that the Tribe could not be under federal jurisdiction under any test. The Littlefields first contend that the United States is judicially estopped from finding that the Tribe was recognized and under federal jurisdiction in 1934, based on 1970s litigation finding that the Tribe lacked standing to bring claims under the Nonintercourse Act. They next argue that the Tribe cannot show it was under federal jurisdiction because its history of state jurisdiction cannot meaningfully be distinguished from that of the Narragansett Tribe, which *Carciari* concluded was not under federal jurisdiction in 1934. The Littlefields also reject the particular forms of evidence submitted by the Tribe, arguing that *Carciari* requires evidence of federal actions akin to a treaty, legislation, or formal benefits enrollment with the Office of Indian Affairs. The Littlefields conclude by arguing that Office of Indian Affairs officials disclaimed responsibility for the Tribe in and around 1934, conclusively showing the Tribe could not then have been under federal jurisdiction.

## 3. Mashpee Tribe Reply

The Tribe submitted its reply to the Littlefield Response on February 28, 2017.<sup>93</sup> The Tribe's Reply includes a new argument not raised in the Tribe's opening submissions.<sup>94</sup> The Tribe in its Reply additionally argues that because the Tribe occupied a reservation in 1934, as the Department in its 2015 Decision determined, it was automatically eligible to conduct a vote under IRA Section 18 to approve the IRA, and that such eligibility alone should be dispositive of its jurisdictional status.

Second, the Tribe argues that its 2007 federal acknowledgment entailed a finding of continuous tribal existence for all purposes of federal law. Based on this, the Tribe also claims that the Littlefields' argument for collateral estoppel amounts to an improper collateral attack on the acknowledged status of the Tribe.

Third, the Tribe presents arguments showing why the Narragansett Tribe's history is not relevant. The Tribe contends that Narragansett's jurisdictional status was never at issue in the *Carciari* litigation, which turned instead on the meaning of "now" in the IRA's first definition of "Indian." The Tribe further argues that unlike with Mashpee, the federal government retroactively disclaimed jurisdiction over the Narragansett in 1934.

The Tribe also challenges the evidentiary standard relied on by the Littlefields. The Tribe contends that the test does not require an active guardian-ward relationship in effect in 1934 or even specific evidence from the year 1934. The Tribe further contends that the Littlefield Response confuses two distinct issues, namely, whether Massachusetts'

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<sup>92</sup> Citizens Group, "Submission on Remand, *Littlefield, et al. v. Department of the Interior*, No. 16-10184 (D. Mass 2016) (Littlefield Resp.).

<sup>93</sup> Mashpee Wampanoag Tribe, "Reply to Citizens' Group Submission on Remand, *Littlefield, et al. v. Department of the Interior*, No. 16-10184 (D. Mass., 2016) (Feb. 28, 2017) (MWT Reply).

<sup>94</sup> The Littlefields raised no objection to the Tribe's new argument.



exercise of jurisdiction over the Tribe could preclude federal jurisdiction, and whether federal officials in 1934 could waive federal jurisdiction in favor of state jurisdiction over a tribe. The Tribe concludes that state jurisdiction cannot, as a matter of law, preclude federal jurisdiction over Indian affairs and, separately, that M-37029 specifically states that once federal responsibility to a tribe attaches, only Congress may terminate it.

The Tribe concludes by denying that its evidence is episodic or insubstantial, as the Littlefields claim. The Tribe further notes the Littlefields' purported failure to address the Tribe's continued occupation of its aboriginal territory and the unique legal consequences thereof.<sup>95</sup> According to the Tribe, this forms a "fundamental feature" of the Tribe's interaction with the United States that must be viewed with the Tribe's other evidence of federal jurisdiction.

## B. Littlefield "Vacatur" Request

The Littlefields devote nearly half of their Response to argue for the "vacatur" of M-37029 for being contrary to law and for lacking any meaningful test for determining when a tribe is *not* under federal jurisdiction in 1934.<sup>96</sup> While signed M-opinions are binding on Departmental offices and officials, including the Assistant-Secretary – Indian Affairs,<sup>97</sup> they may be modified by the Secretary, Solicitor, or Deputy Secretary.<sup>98</sup> The courts to have thus far assessed its interpretive framework have upheld its interpretation of IRA Section 19 and its two-step procedure for determining when a tribe was under federal jurisdiction in 1934.<sup>99</sup>

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<sup>95</sup> MWT Reply at 31 ff.

<sup>96</sup> See Littlefield Resp. at 2, 8-49. Despite being aimed at M-37029, the Littlefields include numerous arguments in this section of their Response that in fact challenge the merits of the Tribe's submissions, not M-37029.

<sup>97</sup> U.S. Dep't of the Interior, Departmental Manual, Part 209, ch. 3.2(A)(11), available at <http://elips.doi.gov/elips/>. See also *Rocky Mountain Oil & Gas Ass'n v. Andrus*, 500 F. Supp. 1338, 1341-42 (D. Wyo. 1980), *rev'd on other grounds and remanded*, 696 F.2d 734 (10th Cir. 1982) (Solicitor's opinions considered the "law of the Department"). The Secretary has delegated the authority to perform all the legal work of the Department to the Solicitor, 209 DM 3.1(A), who has responsibility for issuing final legal interpretations in the form of published M-Opinions on all matters within the jurisdiction of the Department. 209 DM 3.2(A)(11).

<sup>98</sup> 209 DM 3.2(A)(11).

<sup>99</sup> See *Confederated Tribes of the Grande Ronde Cmty. of Or. v. Jewell*, 75 F.Supp.3d 387 (D.D.C. 2014), *aff'd*, 830 F.3d 552 (D.C. Cir. 2016), *cert. den. sub nom. Citizens Against Reservation Shopping v. Zinke*, 137 S.Ct. 1433 (2017); *Cent. N.Y. Fair Bus. Ass'n v. Jewell*, No. 6:08-cv-0660 (LEK/DEP), 2015 U.S. Dist. LEXIS 38719 (N.D.N.Y. Mar. 26, 2015), *aff'd*, 2016 U.S. App. LEXIS 21965 (2d Cir. 2016), *petition for cert. filed*, (U.S. Mar. 9, 2017) (No. 16-1135) (deferring to Department's reasonable interpretation of "under federal jurisdiction"); *Citizens for a Better Way v. United States DOI*, No. 2:12-cv-3021-TLN-AC, 2015 U.S. Dist. LEXIS 128745, at \*54 (E.D. Cal. Sep. 23, 2015) (upholding Department's reliance on IRA Section 18 vote in 1935 as dispositive evidence of being "under federal jurisdiction" for purposes of IRA Section 5); *Stand Up for Cal. v. United States DOI*, 204 F. Supp. 3d 212, 282 (D.D.C. 2016) (same); *No Casino in Plymouth and Citizens Equal Rights Alliance v. Jewell*, 136 F. Supp. 3d 1166 (E.D. 2015), *appeal docketed*, No. 15-17189 (9th Cir. Nov. 3, 2015); *County of Amador v. Jewell*, 136 F. Supp. 3d 1193 (E.D. 2015), *appeal docketed*, No. 15-17253 (9th Cir. Nov. 13, 2015).

Many of the Littlefields' arguments for vacatur in addition seem misdirected, going as they do to the merits of the Tribe's remand submissions.<sup>100</sup> Such arguments have less to do with M-37029's interpretive framework than with how the Littlefields think it should be applied to the Tribe's submissions. The actual vacatur arguments the Littlefields proffer have two targets. The first is M-37029's interpretation of "under federal jurisdiction," which the Littlefields challenge as contrary to the IRA's purpose, intent, and historical context. The Littlefields claim that Congress intended to limit the IRA's benefits only to "restricted" Indians who were impoverished, uncivilized, and not state citizens. As explained below, such views have no support in the text or legislative history of the IRA.

The Littlefields' second aim is the two-step test for assessing jurisdictional status under M-37029. The Littlefields claim the test is inadequate since it can be satisfied easily by virtually any tribe, contrary to the decision in *Carciari*. They further attack the kind of evidence M-37029 suggests may be used as insufficient. The Littlefields separately challenge the second step of M-37029's jurisdictional test, which considers whether a tribe's pre-1934 jurisdictional status (if any) continues or not through 1934. This includes two extraordinary claims: first, that Congress does not have sole authority to terminate a tribe; and second, that the courts may also terminate a tribe's acknowledged status when a tribe fails to continuously maintain a "tribal" status. These arguments find no support in judicial precedent or congressional enactments, and they run counter to the Constitutional foundations of the federal Indian affairs authority. I briefly address and reject the Littlefields' criticisms of M-37029 before turning to the question whether the Tribe's submissions meet its two-part framework, concluding that they unquestionably fall short.

#### 1. Meaning of "UFJ"

The Littlefields claim that the interpretation of UFJ in M-37029 is contrary to law for several reasons. They first argue that UFJ must be interpreted narrowly to include only "restricted Indians" having a guardian-ward relationship with the United States who (1) had financial need; (2) were "unassimilated"; and (3) were not state citizens. Ignoring M-37029's exhaustive analysis of the legislative history behind the IRA, the Littlefields derive the requirement of financial need from the IRA's general "historical context." They assert that the Act was a "Depression-era" statute intended to limit benefits to Indians who "truly needed the Federal Government's ... support."<sup>101</sup> The Littlefields' suggested "restricted Indian" and "unassimilated" criteria derive from the Meriam Report, a *pre*-Depression study of the history and status of the federal government's implementation of the General Allotment Act. The plain language of the IRA, however, provides no support for the criteria suggested by the Littlefields, who do not dispute that the phrase "under federal jurisdiction" is ambiguous and subject to more than one interpretation. Neither the Act's plain terms nor its legislative history suggest that its

<sup>100</sup> See, e.g., Littlefield Resp. at 15 (arguing legal effect of Massachusetts' extension of state citizenship to Tribe in 1869); 30 (significance of federal correspondence with Tribe in 1930s); 44-45 (discussing effect Mashpee land-claim litigation); 25-32 (arguing similar historical circumstances means that *Carciari*'s finding of no federal jurisdiction for Narragansett Tribe renders Mashpee ineligible as well); 39-40 (challenging reliance on Carlisle Indian School records).

<sup>101</sup> Littlefield Resp. at 11.



benefits are conditioned by financial need, much less “civilizational” status. Nor would that make sense, since the Act’s benefits are not directly financial, but instead meant to assist Indians in reorganizing their communities and replacing lost opportunities for economic development in the wake of the discredited General Allotment Act.

Next, the Littlefields argue that M-37029 is an “administrative nullification” of *Carcieri* that ignores the benchmark the Supreme Court set for the Narragansett Tribe.<sup>102</sup> This argument goes to the substance of the evidence submitted by the Tribe on remand, not the Solicitor’s interpretation of UFJ in M-37029. It further misrepresents *Carcieri*, which did not offer an interpretation of UFJ, much less establish a “benchmark” for use by other tribes, finding instead that the parties had already conceded that the Narragansett were not under federal jurisdiction in 1934.<sup>103</sup>

## 2. Test of Federal Jurisdiction

### a. Criteria

In addition to attacking M-37029’s legal foundation generally, the Littlefields challenge its two-part framework for assessing federal jurisdiction particularly.<sup>104</sup> The Littlefields offer broad, conclusory assertions about the test while offering no evidence in support of their claims. For example, they claim that M-37029’s two-step test is “too loosely structured”; may be satisfied by any listed evidence “*or, remarkably, without any of them*” (emphasis original); “basically any historical facts can count”; offers no meaningful guidance; amounts to “we know it when we see it” test; and is an “absurdity” that thwarts judicial review.<sup>105</sup> Courts, after considering arguments such as these, have consistently upheld the test set forth in M-37029 as reasonable,<sup>106</sup> and the Littlefields’ own arguments rely on examples of its prior application.<sup>107</sup>

Consistent with their misunderstanding of the IRA’s legislative intent, the Littlefields argue that the test under M-37029 should be narrower. The Littlefields inaccurately assert that M-37029 does not address “a key limiting principle” of the IRA, namely, “living under federal tutelage,” which the Littlefields do not otherwise define.<sup>108</sup> To the contrary, M-37029’s exhaustive review of the IRA’s legislative history<sup>109</sup> expressly noted that it includes references to “more limiting terms such as ‘federal supervision,’ ‘federal guardianship,’ and ‘federal tutelage.’”<sup>110</sup> Nevertheless the Solicitor concluded in M-37029 that, by relying “on the *broader* concept of under federal jurisdiction,” Congress chose not to rely on those terms.<sup>111</sup> The Littlefields assert that the jurisdictional analysis

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<sup>102</sup> Littlefield Resp. at 25, 47.

<sup>103</sup> M-37029 at 5. See *Carcieri*, 555 U.S. at 399.

<sup>104</sup> Littlefield Resp. at 32-39.

<sup>105</sup> Littlefield Resp. at 32, 38, 39.

<sup>106</sup> See, *supra*, n. 97.

<sup>107</sup> Littlefield Resp., App. A (table detailing evidence relied on by the Department in prior determinations of “under federal jurisdiction” status).

<sup>108</sup> See, e.g., Littlefield Resp. at 8.

<sup>109</sup> M-37029 at 6-12 (analyzing legislative history).

<sup>110</sup> M-37029 at 11, n. 71.

<sup>111</sup> M-37029 at 11-12, n. 71 (emphasis added).

should rely on criteria including financial need,<sup>112</sup> Indian service enrollment,<sup>113</sup> and “assimilated”<sup>114</sup> or civilizational status<sup>115</sup> (which the courts might evaluate at any time<sup>116</sup>), including state citizenship.<sup>117</sup> The Littlefields offer no authority for limiting the meaning of “under Federal jurisdiction” in this way, nor do they offer any examples of the type of records that might be used to satisfy their criteria.

I conclude that the Littlefields’ interpretation runs counter to the plain text and legislative history of the IRA. Though they claim to derive their criteria from the IRA’s historical context as a “Depression-era law,”<sup>118</sup> they rely primarily on a pre-Depression study of the General Allotment Act’s implementation published six years before the IRA’s enactment.<sup>119</sup> Further, as even the Littlefields note, Congress added the phrase “now under federal jurisdiction” to restrict the IRA’s *first* definition of “Indian.”<sup>120</sup> Its other provisions contain no reference to “assimilation” or state citizenship, and nowhere does the IRA require means-testing.<sup>121</sup> The remaining provisions of Section 19 make plain that the benefits of the IRA may extend to Indians based on their degree of Indian ancestry or on their status as Eskimos or aboriginal peoples of Alaska.<sup>122</sup>

#### b. Evidence

The Littlefields favorably offer Justice Breyer’s view that the “under federal jurisdiction” requirement implies an obligation that is “jurisdictional in nature.”<sup>123</sup> Under Justice Breyer’s view, they claim, evidence to show a jurisdictional act must be more than a casual contact with a tribe. It must be dispositive, “something like a federal treaty, congressional appropriation, or direct supervision through the Indian Office,” and must generally go beyond contacts with individuals.<sup>124</sup> Yet M-37029 already takes this approach. It rejects any test of under federal jurisdiction that relies only on Congress’ plenary authority as inconsistent with the decision in *Carcieri*. Far from the

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<sup>112</sup> Littlefield Resp. at 11.

<sup>113</sup> See Littlefield Resp. at 16, n. 7.

<sup>114</sup> Littlefield Resp. at 11 (IRA distinguishes unassimilated “long hairs” from Indians “assimilated as state citizens”).

<sup>115</sup> See, e.g., Littlefield Resp. at 11ff. (purpose of IRA is to provide emergency relief to unassimilated Indians).

<sup>116</sup> Littlefield Resp. at 35.

<sup>117</sup> Littlefield Resp. at 16.

<sup>118</sup> Littlefield Resp. at 11, 15.

<sup>119</sup> See M-37029 at 6, n. 40, citing The Institute for Govt. Research, Studies in Administration, *The Problem of Indian Administration* (1928).

<sup>120</sup> See Littlefield Resp. at 13-14, citing *To Grant to Indians Living under Federal Tutelage the Freedom to Organize for Purposes of Local Self-Government and Economic Enterprise: Hearing on S. 2755 Before the Senate Committee on Indian Affairs*, 73<sup>rd</sup> Cong. at 237 (May 17, 1934); see also M-37029 at 10. The District Court has since determined, contrary to the Department’s interpretation of Section 19, that the second definition of “Indian” incorporates the jurisdictional requirement of the first.

<sup>121</sup> The IRA provides no direct financial benefits, but is instead intended to restore measures of political economic self-determination.

<sup>122</sup> The Littlefields err in their description of the IRA’s third definition of “Indian,” which does not, on its face, require a showing of “more than ½ [Indian] blood.” Littlefield Resp. at 13 (emphasis added).

<sup>123</sup> Littlefield Resp. at 29, citing *Carcieri*, 555 U.S. at 399.

<sup>124</sup> Littlefield Resp. at 30.

“administrative nullification” the Littlefields claim,<sup>125</sup> M-37029 instead expressly acknowledges that *Carcleri* counsels the Department to point to “some indication...*beyond* the general principle of plenary authority to show that a tribe was under federal jurisdiction in 1934.”<sup>126</sup>

M-37029 includes a discussion of the kinds of historical evidence that can show federal jurisdiction over a tribe, including treaties, congressional appropriations, and direct federal supervision.<sup>127</sup> But it also notes that a one-size-fits-all list of evidence types would not reflect the changing nature of federal Indian policy over time, from treaty-making to legislation to assimilation and allotment.<sup>128</sup> As a result, the types of federal actions that might show that a tribe was under federal jurisdiction may differ depending on the tribe and when first contact with non-Indians occurred.<sup>129</sup> However, my determination that the Tribe fails to satisfy the two-part analysis set forth in M-37029 eliminates any need to address the Littlefields’ hypothetical claims whether a reasonable alternative analysis exists.

Finally, I note that the view that only Congress may terminate a tribe’s government-to-government relationship with the United States, which the Littlefields characterize as “extreme,”<sup>130</sup> is in fact the view of Congress itself. In 1994 Congress expressly stated that a tribe acknowledged by Congressional legislation, administrative procedures, or judicial decision “may not be terminated *except by an Act of Congress*.”<sup>131</sup>

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<sup>125</sup> Littlefield Resp. at 47.

<sup>126</sup> M-37029 at 18 (emphasis added).

<sup>127</sup> M-37029 at 14-16; 19-21.

<sup>128</sup> M-37029 at 14. See also *Confederated Tribes of the Grand Ronde Cmty. of Or. v. Jewell*, 830 F.3d 552, 565 (D.C. Cir.), cert. denied sub. nom. *Citizens Against Reservation Shopping v. Zinke*, 137 S.Ct. 1433 (2017) (contextual analysis takes into account the diversity of kinds of evidence a tribe might be able to produce, as well as evolving agency practice in administering Indian affairs and implementing the statute).

<sup>129</sup> The Littlefields also reject the jurisdictional significance of elections called by the Secretary pursuant to Section 18 of the IRA. Littlefield Resp. at 38. They equate a tribe’s vote to reject the IRA with a rejection of federal jurisdictional authority. That mistakes the exercise of tribal self-determination for the federal exercise of Indian affairs jurisdiction, however, and neglects that the Indians who vote in a Section 18 election only do so *after* federal officials determine their eligibility – that is, conclude that they are eligible Indians over whom the federal government has jurisdiction. The Littlefields’ view is also contrary to federal law. In 1983, Congress enacted the Indian Land Consolidation Act (ILCA), Pub. L. N. 97-459, 96 Stat. 2517, as amended. ILCA expressly directs that Section 5 of the IRA “shall apply to *all* tribes” notwithstanding the opt-out provisions of Section 18. 25 U.S.C. § 2202. As the majority in *Carcleri* stated, “[Section] 2202 by its terms simply ensures that tribes may benefit from [Section 5] *even if they opted out of the IRA pursuant to [Section 18]*.” 555 U.S. at 394-95 (emphasis added). See also *Upstate Citizens for Equal., Inc. v. United States*, 841 F.3d 556, 572 (2d Cir. 2016) (emphasis original), citing 25 U.S.C. § 2202.

<sup>130</sup> Littlefield Resp. at 36. M-37029 relies on this settled principle of law in pointing out that the failure by federal officials to take actions on behalf of a tribe or their disavowal of legal responsibility toward a tribe may not, in themselves, necessarily reflect a termination or loss of jurisdictional status “absent express congressional action.” M-37029 at 20.

<sup>131</sup> Pub. L. No. 103-454, § 103, 108 Stat. 4791 (Nov. 2, 1994) (emphasis added). See, e.g., *United States v. Zepeda*, 738 F.3d 201, 211 n.11 (9th Cir. 2013) (“Congress has declared that it alone has the authority to terminate a tribe’s federally recognized status”); *Stand Up for Cal. v. United States DOI*, 204 F. Supp. 3d 212, 301 (D.D.C. 2016) (tribe recognized through legislation, part 83 or by US court decision may not be terminated without an Act of Congress); *Muwekma Tribe v. Babbitt*, 133 F. Supp. 2d 30, 37 (D.D.C. 2000). See also *Baker v. Carr*, 369 U.S. 186, 216 (1962), citing *United States v. Sandoval*, 231 U.S. 28, 46 (1913)

### C. Standard of Review

As already explained,<sup>132</sup> the Department construes the phrase “now under federal jurisdiction” in light of *Carciari* as requiring a two-part inquiry.<sup>133</sup> The first part considers whether a tribe can show that the United States took an action or series of actions in or before 1934 that establish, or that generally reflect, federal obligations, duties, responsibility for or authority over the tribe by the federal government.<sup>134</sup> Such actions could include a course of dealings or other relevant acts for or on behalf of the tribe or, in some instances, its tribal members.<sup>135</sup> Evidence of such action might be specific to the tribe, such as treaties and treaty negotiations; the approval of contracts between a tribe and non-Indians; enforcement of the Trade and Intercourse Acts (Indian trader, liquor laws, and land transactions); or the provision of health or social services to a tribe. Other evidence might include actions by the Office of Indian Affairs, which exercised administrative jurisdiction over tribes, individual Indians, and their lands.

Where a tribe can establish it was historically under federal jurisdiction, the second part of the test ascertains whether there exists evidence or circumstances sufficient to demonstrate that the tribe’s jurisdictional status remained intact as of 1934.<sup>136</sup> The lack of federal actions following the original establishment of jurisdiction does not, in itself, necessarily reflect a termination or loss of the tribe’s jurisdictional status since in some instances a tribe’s federal jurisdictional status may have continued even where federal officials thought otherwise.<sup>137</sup>

### D. Analysis

M-37029 requires that I first determine whether the Tribe’s submissions demonstrate a federal action or series of actions establishing or reflecting federal obligations, duties,

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(settled that Congress has right to determine for itself when guardianship over Indians shall cease); *Shinnecock Indian Nation v. Kempthorne*, No. 06-CV-5013 (JFB) (ARL), 2008 U.S. Dist. LEXIS 75826, at \*28 (E.D.N.Y. Sep. 30, 2008) (federal recognition of Indian tribes poses a political question for Congress -- or, by delegation, the BIA -- to decide in the first instance and for federal courts to review pursuant to the APA only after a final agency determination), citing *Golden Hill Paugussett Tribe of Indians v. Weicker*, 39 F.3d 51, 60 (2d Cir. 1994); *Kahawaiolaa*, 386 F.3d at 1276; *Miami Nation of Indians of Ind., Inc. v. Dep’t of Interior*, 255 F.3d 342, 346-48 (7th Cir. 2001); *Western Shoshone Business Council v. Babbitt*, 1 F.3d 1052, 1057 (10th Cir. 1993); *James v. United States Dep’t of Health & Human Servs.*, 824 F.2d 1132, 1137 (D. C. Cir. 1987); *Samish Indian Nation v. United States*, 419 F.3d 1355, 1372-73 (Fed. Cir. 2005). As this further suggests, there is no basis in law for the Littlefields’ unusual claim that the courts may *revisit* acknowledgement determinations from time to time to ensure a tribe’s continuing adherence to recognition criteria. Littlefield Resp. at 35 (“Should the facts on the ground change with respect to an Indian group’s organizational status and ability to satisfy the Montoya test, as may happen over time, nothing would preclude a court from reaching a different decision at a later date, again without any need for congressional approval”).

<sup>132</sup> See Sec. I.A.2 above.

<sup>133</sup> M-37029 at 18-19.

<sup>134</sup> M-37029 at 19.

<sup>135</sup> M-37029 at 19.

<sup>136</sup> M-37029 at 19-20.

<sup>137</sup> M-37029 at 20, citing Stillaguamish Memo.



responsibility for or authority over the Tribe at or before 1934.<sup>138</sup> The Tribe claims that its evidence shows it was under federal jurisdiction before 1934 by operation of law and by virtue of specific exercises of federal authority that include federal acknowledgment of the Tribe's collective rights in land and natural resources; federal acknowledgment of its jurisdiction over the Tribe; federal management of tribal funds; inclusion of the Tribe in federal censuses; enrollment of Tribal children at an off-reservation federal Indian school; agency jurisdiction over the Tribe; and the federal provision of healthcare to the Tribe. As explained in more detail below, however, I conclude that the Tribe's submissions fail to provide evidence to satisfy the first step of M-37029's two-part inquiry.

#### 1. Jurisdiction by Operation of Law

In stating the standard of review under M-37029,<sup>139</sup> the Tribe accurately notes that tribes lacking dispositive jurisdictional evidence in 1934 may show that their jurisdictional status arose before then. In doing so the Tribe further states that the analysis under M-37029 may look to federal obligations as well as activities, "since federal jurisdiction can exist as a matter of law" even if the government is unaware that it does.<sup>140</sup> The Tribe appears to do so in order to suggest that it came under federal jurisdiction as a matter of law in the early constitutional period.<sup>141</sup> The Tribe argues that after the American Revolution, the United States automatically succeeded to "treaty-like" obligations of the British Crown to the Tribe.<sup>142</sup> As evidence of these obligations the Tribe points to seventeenth-century colonial deeds from Wampanoag sachems conveying lands to the Tribe in perpetuity. The Tribe also cites a 1763 law by the Massachusetts Bay Province recognizing Mashpee as a self-governing Indian district.<sup>143</sup>

I disagree, however, that these title deeds and legislative acts are comparable to treaties. They are not "contracts between governments" and do not evidence mutual commitments between the Tribe and Crown, much less any reciprocal grant of rights by the Tribe to the

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<sup>138</sup> M-37029 at 18-19.

<sup>139</sup> MWT Op. Br. at 3. The Littlefields' objections to M-37029's analytic framework are addressed in Section II.B above.

<sup>140</sup> MWT Op. Br. 4-5, citing M-37029 at 18, 19, 23.

<sup>141</sup> MWT Op. Br. at 10-21.

<sup>142</sup> The Littlefields claim that any British obligations to the Tribe could only have been assumed by Massachusetts, since "[n]o Federal Government existed before 1789." Littlefields Resp. at 62. Yet the Supreme Court has held that when Britain's colonial sovereignty ceased, its powers in respect of external affairs passed to the American colonies "in their collective and corporate capacity as the United States of America." *United States v. Curtiss-Wright Exp. Corp.*, 299 U.S. 304, 317 (1936). As the Court noted, the purpose of the Constitution was to make "more perfect" that already existing Union. *Id.* See also *United States v. Lara*, 541 at 202 (in first century of America's national existence, Indian affairs were aspect of military and foreign policy, not domestic or municipal law).

<sup>143</sup> MWT Op. Br. at 13, citing Ex. E. By its terms, the 1763 Act incorporated the Mashpee Indians and their lands and provided for governance by five elected overseers, two of whom were to be Englishmen, with sole power to regulate the fishery at Mashpee and the allotment and leasing of Mashpee lands. See ACTS AND RESOLVES OF THE PROVINCE OF THE MASSACHUSETTS BAY. VOL. IV at 639-641 (1890).

Crown.<sup>144</sup> Further, while the Tribe characterizes the 1763 Act that established Mashpee as an Indian district to be the result of a “negotiated relationship” with the Crown,<sup>145</sup> the Office of Federal Acknowledgment showed it was the result of Tribal appeals to the Provincial legislature and Crown.<sup>146</sup> The Province passed the 1763 Act in response to “diplomatic pressure” from the King, not a treaty between Crown and Tribe.<sup>147</sup> The absence of any evidence of federal action in acknowledging or relying on the deeds or provincial acts, though not dispositive, diminishes the significance for our purposes.

Though the Mashpee Tribe asserts otherwise, the absence of any federal action with respect to its “treaty-like” rights distinguishes it from the Tunica-Biloxi Tribe, for whom the Department issued a favorable *Carciari* analysis in 2011.<sup>148</sup> The Tunica-Biloxi Tribe fell under Spanish colonial authority before the United States acquired the Louisiana Territory through the 1803 Treaty of Paris. The Tribe held rights in its aboriginal lands by grant from Spain, and the Spanish government followed through on their commitment to defend the Tunica and their land by establishing a military post near the Tunica village to protect the Tunica and settlers from English and American colonists.<sup>149</sup> When the United States acquired the Louisiana Territory from France, the United States expressly assumed the same obligations to tribes in the Territory as those held by Spain.<sup>150</sup> To that end, Congress extended the Nonintercourse Act to the Louisiana Territory, and, more importantly, federal agents later used that law to affirmatively protect the Tunica-Biloxi Tribe’s lands.<sup>151</sup>

The Mashpee Tribe elsewhere seeks to rely on the Nonintercourse Act to establish its own jurisdictional status;<sup>152</sup> yet the Tribe’s own evidence shows that the federal government took no action to protect the Tribe’s lands despite invitations to do so.<sup>153</sup> M-37029 makes clear that the *first* step of the jurisdictional inquiry looks to an “action or series of actions” or to “a course of dealings or other relevant acts” by federal officials demonstrating or reflecting the exercise of authority over the tribe at some point in or before 1934.<sup>154</sup> Only when that status is established does the inquiry turn to whether that jurisdictional relationship remained intact in 1934. As a result, the Tribe cannot rely on an inchoate jurisdictional status as the basis for being under federal jurisdiction.

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<sup>144</sup> *United States v. Wash.*, 520 F.2d 676, 684 (9th Cir. 1975), citing *United States v. Winans*, 198 U.S. 371, 381 (1905). See also *BG Grp. PLC v. Republic of Arg.*, 134 S. Ct. 1198, 1208 (2014) (“As a general matter, a treaty is a contract, though between nations.”)

<sup>145</sup> MWT Op. Br. at 14.

<sup>146</sup> MWT PF at 96.

<sup>147</sup> MWT PF 96.

<sup>148</sup> See MWT Op. Br., Ex. D (Letter, Randall Trickey, Acting BIA Eastern Regional Director to Early Barbry, Sr., Chairman, Tunica-Biloxi Tribe of Louisiana (Aug. 11, 2011)).

<sup>149</sup> MWT Op. Br., Ex. D at 8-9.

<sup>150</sup> MWT Op. Br., Ex. D at 9, citing *The Treaty between the United States of America and the French Republic of April 30, 1803* at Art. 6, 8 Stat. 200.

<sup>151</sup> MWT Op. Br. at 6-7 (discussing Tunica-Biloxi); *id.*, Ex. D.

<sup>152</sup> MWT Op. Br. at 16-17.

<sup>153</sup> MWT Op. Br. at 20, citing Exhibits Y, Z (1886-1887 correspondence relating to state allotment of Tribe’s lands); *Mashpee Tribe v. Town of Mashpee*, 447 F.Supp. 940 (D. Mass. 1970), *aff’d sub nom. Mashpee Tribe v. New Seabury Corp.*, 592 F.2d 575 (1<sup>st</sup> Cir. 1979) (Tribe’s Nonintercourse Act claims).

<sup>154</sup> M-37029 at 19.



In its Reply, the Tribe makes a similar argument for jurisdiction by operation of law based on the Department's previous determination that the Tribe occupied a reservation in 1934. The Tribe claims the Department's determination has "legal consequences" for the M-37029 analysis.<sup>155</sup> The Tribe notes that after passage of the IRA, the Department's attorneys interpreted it as permitting any tribe in occupation of a reservation to vote in a Section 18 election, regardless how the tribe's reservation was established.<sup>156</sup> Based on that, the Tribe claims the Department's 2015 Decision entailed the finding that the Tribe was eligible to vote on the IRA in 1934 and was thus also under federal jurisdiction. I reject any claim that the 2015 Decision speaks to whether the Tribe was under federal jurisdiction in 1934 at all. The Department's inquiry there concerned only whether the Tribe occupied a "reservation" for IRA purposes. Based on the Department's understanding of the second definition of "Indian" at that time, it had no need address the Tribe's federal jurisdictional status. Moreover, the Tribe's argument misstates the role of the Secretary in conducting a vote on a tribe's reservation and misunderstands why the Department considers the calling of a Section 18 election to be dispositive evidence of a tribe's under federal jurisdiction status.

Whether the Secretary could have called a Section 18 election for the Tribe around 1934, a question we need not resolve here, the Tribe's eligibility alone would likely not satisfy the first step of the M-37029 analysis. As already noted, M-37029 requires evidence of particular federal acts. Before the Secretary could actually conduct any vote, he had to make an overt determination—i.e., take an action. He had to determine that adults lived on an eligible reservation and met the statute's definition of "Indian" such that they were entitled to the opportunity, provided by Section 18, to vote on whether to accept or reject the IRA. Indeed, the very reason a Section 18 vote is dispositive of a tribe's jurisdictional status is that it required the Secretary to determine the existence of a reservation and that the adult residents met the IRA's definition of "Indian," such that they were under federal jurisdiction and eligible for IRA benefits unless they opted out of the Act. In this way, the calling of a Section 18 election is an unmistakable assertion of federal jurisdiction.<sup>157</sup> As a result, the Tribe's argument in effect begs the question of whether it was under federal jurisdiction.

The parties also submit arguments concerning the import of Massachusetts' historical exercise of authority over Indians.<sup>158</sup> These arguments also do not address the issue of

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<sup>155</sup> MWT Reply at 2, citing Ex. A (2015 Dec.) at 120.

<sup>156</sup> MWT Reply at 2.

<sup>157</sup> M-37029 at 20-21.

<sup>158</sup> The state legislation referenced by the parties demonstrates the scope of authority that Massachusetts exercised over Indians in the Commonwealth. *See, e.g.*, Mass. Gen. L., ch. 148 (Mar. 26, 1793) (settling boundaries of Mashpee Tribe of Indians); Mass. Gen. L., ch. 27 (1798) (appropriating funds to compensate for costs incurred in recovering possession of Mashpee Indian lands); Mass. Gen. L., ch. 89 (1818) (appointing individuals to review Mashpee Indian system of governance); Mass. Gen. L., ch. 105 (1819) (requiring Indian descent to be Mashpee proprietor; granting overseers powers as "Guardians" over Mashpee Indians; penalizing liquor sales to Mashpee Indians; penalizing trespass and felling of timber on Mashpee lands; requiring annual review of overseer accounts by Court of Common Pleas); Mass. Gen. L., ch. 167 (1834) (establishing Mashpee plantation as district; limiting vote to proprietors; exempting proprietors from state and county taxes and prohibiting forfeiture of lands for taxes); Mass. Gen. L., ch. 72

particular exercises of federal authority. The Tribe argues that the United States retained paramount authority over Indian affairs in the original thirteen states, including Massachusetts, though it suggests that its exercise was slow to develop in the early constitutional period. It adds that, in any event, a state's relationship with a tribe does not oust or otherwise limit federal authority.<sup>159</sup> The Littlefields make several arguments in response why Massachusetts' authority over the Tribe precluded any federal jurisdictional relationship in or before 1934. The Littlefields assert that because the Tribe was always under the Commonwealth's care and authority, its members could never have been wards of the federal government.<sup>160</sup> They add that no Massachusetts tribe was ever recognized as a distinct political community by the United States via treaty or other legislative or executive act.<sup>161</sup> The Littlefields also claim that the Tribe's members voluntarily abandoned tribal relations when they acquired state citizenship<sup>162</sup> and that by 1934 they had fully assimilated into non-Indian society.<sup>163</sup>

The discussion by the parties of claimed state assertions of authority and provision of services and whether those assertions and provisions were illegal or improper miss the mark. The M-37029 analysis unfolds against the backdrop of federal plenary authority.<sup>164</sup> The question is not whether such authority exists, but whether federal officials ever exercised it with respect to a particular tribe at or before 1934. The inquiry is not a type of balancing test in which the instances of state assertions or exercises are compared and contrasted with exercises of federal authority. Instead, as M-37029 makes clear, in order to determine whether the Tribe was under federal jurisdiction for purposes of the M-37029 analysis, I must look instead to the arguments and evidence purporting to show specific exercises of federal authority over the Tribe.

## 2. Evidence of Particular Acts

The Tribe claims its submissions evidence particular exercises of federal authority over the Tribe in the years before 1934. These include an 1822 report prepared by the

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(1842) (allotting Mashpee lands in severalty; providing that remaining lands to be held in common exclusively for the use of Mashpee district; restricting alienation of allotted lands); Mass. Gen. L., ch. 463 (1869) (enfranchising all Massachusetts Indians; deeming all state lands held by Indians in severalty to be fee lands; restricting alienation of such lands for debts incurred before date of Act); Mass. Gen. L., ch. 293 (1870) (abolishing Mashpee Indian district; incorporating town of Mashpee; transferring all common lands, funds and all fishing and other rights to the town); Mass. Gen. L., ch. 248 (1878) (incorporating Town of Mashpee; ordering county register of deeds to record land records from prior Mashpee district in separate volume); Mass. Gen. L., ch. 151 (1882) (providing for appraisal and private sale of remaining common lands of Mashpee).

<sup>159</sup> Mashpee Wampanoag Tribe, "The Early Relationship Between The Mashpee Wampanoag Tribe And The Commonwealth Of Massachusetts Cannot Preclude Federal Jurisdiction Under The IRA" (Dec. 21, 2017).

<sup>160</sup> Littlefield Resp. at 2-3.

<sup>161</sup> Littlefield Resp. at 3.

<sup>162</sup> Littlefield Resp. at 15, 45, 52-53, 66. The Littlefields inaccurately assert that the Tribe's members "voted to become citizens of Massachusetts." *Id.* at 46. The enfranchisement of the Tribe's members came about through an act of the Massachusetts legislature aimed at all Indians in the Commonwealth. *See* Mass. Gen. L., ch. 463 (1869).

<sup>163</sup> *See, e.g.*, Littlefield Resp. at 32.

<sup>164</sup> M-37029 at 12-14 (discussing constitutional authorities that form backdrop of federal plenary authority).

Reverend Jedidiah Morse on the condition of Indians in the United States as a prelude to possible removal of eastern tribes;<sup>165</sup> the Office of Indian Affairs' reliance between 1825 and 1850 on statistical tables that referenced the Mashpee;<sup>166</sup> a six-volume work on the tribes of the United States commissioned by Congress and prepared by Henry Schoolcraft, which included a description of the Mashpee Tribe and policy recommendations concerning them;<sup>167</sup> several federal reports prepared between 1888 and 1934 that reference the Tribe and its history; federal censuses from 1910 and 1911 that list Tribal members;<sup>168</sup> the enrollment of Tribal children in the Carlisle Indian Industrial School between 1905 and 1918;<sup>169</sup> and the purported acknowledgment by the United States Navy of the Tribe's usufructuary rights around 1950.<sup>170</sup> I address each in turn.

a. *Morse Report*

The discussion of the Tribe in an 1822 report commissioned by the United States from the Reverend Jedidiah Morse does not evidence the exercise of federal authority over the Tribe. In 1820, Secretary of War John C. Calhoun commissioned Reverend Morse, a reputable geographer, to visit various tribes in the country "in order to acquire a more accurate knowledge of their social and political conditions, and to devise the most suitable plan to advance their civilization and happiness."<sup>171</sup> Morse spent four months traveling from the eastern seaboard to the Northwest Territory gathering information from some tribes himself.<sup>172</sup> Acknowledging the difficulty of personally visiting "the whole territory inhabited by the Indians,"<sup>173</sup> information about other tribes was collected from other materials, including questionnaires.<sup>174</sup> Morse compiled the information in statistical tables "embracing the names and numbers of all the tribes within the jurisdiction of the United States."<sup>175</sup> The Report includes a 400-page appendix detailing the information Morse collected and summarizing it in several tables.

The Tribe fails to show how the Morse Report constitutes a federal action reflecting an exercise of authority over the Tribe. The Tribe characterizes the Morse Report as the "first explicit application of federal Indian policy" – not, however, to the Tribe in particular but "to eastern tribes" generally.<sup>176</sup> Yet as even the Tribe concedes, Congress ultimately took no steps to remove any tribes based on the Morse Report and, despite its

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<sup>165</sup> MWT Op. Br. at 21.

<sup>166</sup> MWT Op. Br. at 25-28.

<sup>167</sup> MWT Op. Br. at 28.

<sup>168</sup> MWT Op. Br. at 29, 30, 38.

<sup>169</sup> MWT Op. Br. at 32.

<sup>170</sup> MWT Op. Br. at 38.

<sup>171</sup> Rev. Jedidiah Morse, A REPORT TO THE SECRETARY OF WAR OF THE UNITED STATES ON INDIAN AFFAIRS 11-12 (1822) (Morse Report).

<sup>172</sup> Morse Report at 13.

<sup>173</sup> Morse Report at 21.

<sup>174</sup> See, e.g., Morse Report at 22 (announcing intent to collect and arrange existing facts and materials presently scattered in books and manuscripts).

<sup>175</sup> Morse Report at 23. See also at 22 (describing task as to "lay before the Government, as full and correct a view of the numbers and actual situation of the *whole* Indian population within their jurisdiction") (emphasis original).

<sup>176</sup> MWT Op. Br. at 21.

deliberations, enacted no national removal policy until the following decade.<sup>177</sup> The Tribe's evidence demonstrates that the federal government did little more than consider the Tribe, along with tribes across the United States, as *potentially* subject to the exercise of the federal Indian authority, in this case for the purpose of removal and resettlement. As this further suggests, the Morse Report only provides evidence of Congress' plenary authority over tribes.<sup>178</sup> This is consistent with the Department's 2015 Decision, which characterized the lands set aside for the Tribe as "subject to federal oversight as part of the Federal Government's larger agenda to remove Indians from their aboriginal territories" based on the Morse Report.<sup>179</sup> While the Morse Report provides evidence that the federal government was cognizant of the existence of the Tribe and its lands,<sup>180</sup> it does not further demonstrate any exercise of federal authority over any tribe, much less the Tribe itself. The Morse Report's compilation of general information about tribes in the United States, without more, does not amount to an action or course of dealings for purposes of the first part of M-37029's two-part analysis.<sup>181</sup>

The same is true of the subsequent use made of the Morse Report by Executive officials and Congress. The Tribe notes that the Morse Report was circulated to Congress and the Executive Branch for use in considering the development and application of federal trade and removal policies.<sup>182</sup>

The Tribe asserts that Congress "debated" the Morse Report, noting an express reference to Indians that "reside on their respective reservations" in Massachusetts, including the Mashpee Tribe.<sup>183</sup> But the House Report cited shows that the Morse Report was referred to the House Committee on Indian Affairs so its members could "know something of the situation of [the Indian tribes], and of their numbers" in considering proposed amendments to the Trade and Intercourse Act.<sup>184</sup> The passage relied on by the Tribe further shows that Representative Metcalf recited passages verbatim from the Morse Report.<sup>185</sup> As the full House Report makes clear, the Committee's concern was whether the government's plans for the "civilization of the Indians" was appropriately within the scope of federal authority generally. While such use of the Morse Report shows that the existence of certain tribes and their lands, including the Mashpee, was made known to Congress, it fails to demonstrate that Congress or the Executive Branch took any further action with respect to the Tribe in response.

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<sup>177</sup> MWT Reply at 36, n. 33; *see also* Littlefield Resp. at 73. It thus also remains unclear what "course of dealings between the Tribe and the United States" the Morse Report initiated. MWT Op. Br. at 21.

<sup>178</sup> MWT Reply at 22 (Administration's authority to consider Mashpee for removal based on federal jurisdictional authority over tribal lands wherever located).

<sup>179</sup> 2015 Decision at 115.

<sup>180</sup> *See* MWT PF at 40 (discussing Morse Report for evidence of Tribe's existence as a distinct community from historical times to the present).

<sup>181</sup> *See* MWT Op. Br. at 25-28 (describing federal government's use of statistical information). *Cf.* MWT Reply at 38 (federal jurisdictional inquiry "is not limited to federal actions but the presence of federal jurisdiction").

<sup>182</sup> MWT Op. Br. at 23 ff.

<sup>183</sup> MWT Op. Br. at 23, citing Ex. ZB (House of Representatives Report on Indian Trade, 17th Cong., 1st Sess., at 1794 (remarks of Rep. Metcalf)).

<sup>184</sup> MWT Op. Br., Ex. ZB at 1792.

<sup>185</sup> MWT Op. Br., Ex. ZB at 1793.



Similarly, the transmittal by Secretary of War John Calhoun of statistical information compiled by Colonel Thomas McKenney and based in part from the Morse Report reflects no exercise of federal authority over the Tribe. Indeed, when transmitting the information to President Monroe, Secretary Calhoun does not even mention the Tribe, but instead refers to “the small remnants of tribes in Maine, Massachusetts, Connecticut, Rhode Island, Virginia, and South Carolina.”<sup>186</sup> He does so, moreover, for the limited purpose of reporting his presumption that any arrangement for the removal of Indians “is not intended to comprehend” those tribes.<sup>187</sup> President Monroe’s transmittal to Congress is even less specific, as the Tribe notes.<sup>188</sup> It broadly recommends the removal of Indian tribes “from the lands they now occupy, within the limits of the several States and Territories,”<sup>189</sup> and it transmits the Department of War’s best estimate of the number of Indians “within our States and Territories, and of the amount of lands held by the several tribes within each.”<sup>190</sup> The Tribe concedes that this simply shows that the Tribe was “deemed subject to federal Indian policy, that is, within the jurisdiction of the United States,”<sup>191</sup> not that it was ever subjected to such authority by the federal government. The same is true of the subsequent uses of such statistical information noted by the Tribe.<sup>192</sup> For these reasons, the federal government’s use of information compiled by Reverend Morse and Colonel McKenney do not, in and of themselves, satisfy the first-step of the M-37029 analysis.<sup>193</sup>

*b. Schoolcraft Report*

The Tribe submits for the first time on remand a survey of tribes in the United States published in 1851. The Tribe does so as particular evidence that federal Indian agents treated the Mashpee Tribe as subject to federal jurisdiction.<sup>194</sup> The report was prepared by Henry R. Schoolcraft, a United States Indian Agent, using funds appropriated by Congress in 1847 for that purpose.<sup>195</sup> His six-volume Report includes historical and statistical information on the condition and prospects of tribes in the United States and it totaled several thousand pages. The Schoolcraft Report refers to the Mashpee Tribe only

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<sup>186</sup> MWT Op. Br., Ex. ZC at 542.

<sup>187</sup> MWT Op. Br., Ex. ZC at 542; *see also* MWT Op. Br. at 24.

<sup>188</sup> MWT Op. Br. at 25.

<sup>189</sup> MWT Op. Br. Ex. ZC at 541.

<sup>190</sup> MWT Op. Br. Ex. ZC at 542.

<sup>191</sup> MWT Op. Br. at 25 (quoting Morse Report) (internal quotations omitted).

<sup>192</sup> MWT Op. Br. at 25-26.

<sup>193</sup> MWT Op. Br. at 25-28. The Tribe’s evidence shows that McKenney later provided copies of the table in response to requests by Congress, the Executive, and private scholars for information about tribes in the United States.

<sup>194</sup> MWT Op. Br. 38-39. Henry R. Schoolcraft, HISTORICAL AND STATISTICAL INFORMATION RESPECTING THE HISTORY, CONDITION AND PROSPECTS OF THE INDIAN TRIBES OF THE UNITED STATES: COLLECTED AND PREPARED UNDER THE DIRECTION OF THE BUREAU OF INDIAN AFFAIRS. PT. I at 524 (1851) (Schoolcraft). The Schoolcraft Report did not form part of the evidence evaluated by the Department in preparing the 2015 Decision.

<sup>195</sup> MWT Op. Br. at 27, citing Act of March 3, 1847, ch. 66, § 6, 9 Stat. 263.

twice, once in a consolidated table listing the combined population of tribes existing within Massachusetts,<sup>196</sup> and later as part of a list of tribes residing in Massachusetts.<sup>197</sup>

The Schoolcraft Report describes a proposed plan of improvement for the Massachusetts Indians generally,<sup>198</sup> which includes the enactment of a uniform system of laws for the Indians, merging certain tribes (excluding the Mashpee) into one community, and appointing an Indian commissioner for the Indians' supervision and improvement.<sup>199</sup> The Tribe claims that these recommendations evidence "a clear exercise of federal jurisdiction by the Office of Indian Affairs." because made by Schoolcraft himself.<sup>200</sup> A closer examination reveals that Schoolcraft was merely reporting recommendations contained in an 1849 report of state commissioners to the Massachusetts legislature on the condition of Indians in the state.<sup>201</sup> While the recommendations suggest that Massachusetts considered the Tribe and its lands within the state's authority, in and of themselves the recommendations do not demonstrate any federal activity, and the Tribe offers no other evidence that the United States adopted or approved them. As with the Morse Report, the Schoolcraft Report at best suggests federal awareness of the existence of the Tribe and its lands, but does not demonstrate any exercise of federal authority over the Mashpee Tribe.<sup>202</sup>

*c. Federal Reports*

The Tribe also submits several reports prepared by or for federal officials between 1888 and 1934 as evidence of a continuing federal acknowledgment of the Tribe's collective rights in its tribal lands. These reports do not formally acknowledge Tribal rights as such, but rather provide accounts of the Tribe's historical and contemporary circumstances. None provides evidence of any exercises of federal authority by officials over the tribe. While M-37029 points to "annual reports, surveys, and census reports" produced by the Office of Indian Affairs as evidence of federal authority, it makes clear that such material may provide evidence of federal authority when produced "as part of the exercise of [the Office of Indian Affairs'] administrative jurisdiction" over a tribe.<sup>203</sup> While the reports might reflect that the federal government's authority to act persisted during this period, none of the reports submitted by the Tribe reflect that they were prepared as an exercise of administrative jurisdiction over the Tribe. Neither does the Tribe suggest that the

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<sup>196</sup> Schoolcraft at 524.

<sup>197</sup> Schoolcraft at 287.

<sup>198</sup> Schoolcraft at 287.

<sup>199</sup> Schoolcraft at 287.

<sup>200</sup> MWT Op. Br. at 29; MWT Reply at 30.

<sup>201</sup> See House No. 46, *Report of the Commissioners Relating to the Condition of the Indians in Massachusetts* at 24-38, 54-57 (Mass. 1849).

<sup>202</sup> The Tribe further argues that the Department has already determined that inclusion in a federal survey "for federal Indian policy purposes" is probative evidence of a tribe's jurisdictional status, relying on a record of decision prepared for the Tunica-Biloxi Tribe of Louisiana. MWT Reply at 38, citing Ex. D (Dept. of the Interior, Bureau of Indian Affairs, Record of Decision for the Tunica-Biloxi Tribe of Louisiana (Aug. 11, 2011)). The Tunica-Biloxi ROD relied instead on a federal agent's defense of the Tribe's aboriginal title under the Non-Intercourse Act, which "clearly demonstrated the Tribe's jurisdictional relationship with the Federal Government." *Id.* Ex. D at 11.

<sup>203</sup> M-37029 at 16.



reports provide evidence demonstrating a course of dealings over time that, when viewed as a whole, demonstrates a federal obligation to the Tribe beyond the general principle of plenary authority.

The 1888 report prepared by Alice C. Fletcher is a nearly 700-page account of the history and current state of administration of Indian affairs and Indian education on federal Indian reservations in the United States.<sup>204</sup> Prepared in response to a Senate resolution and under the direction of the Department's Commissioner of Education, it includes a brief, two-page account of the seventeenth-century history of Massachusetts tribes, including the Mashpees, and an account of contemporary state legislation affecting the Mashpees based on information from a Tribal member.<sup>205</sup> The 2015 Decision relied on Mrs. Fletcher's report as evidence of the existence of the Mashpee reservation and the external recognition of the Town's "reservation-like" character.<sup>206</sup> On remand the Tribe also argues that, "acting effectively as an Indian agent," Mrs. Fletcher "confirmed the Tribe's tenacious ties to its land."<sup>207</sup> While the Fletcher report does describe the Tribe's historical ties to its lands, it makes no assertion as to the federal government's role, if any, in establishing or maintaining such ties, and thus offers no evidence of the exercise of federal authority over the Tribe or its members beyond the general principle of plenary authority.

The 2015 Decision relied on a draft report on New England tribes prepared by Gladys Tantaquidgeon for the Office of Indian Affairs to show the Tribe's continuing occupation of its lands through 1934.<sup>208</sup> The 2015 Decision described the Tantaquidgeon report as providing "details on their 'reservation,' subsistence practices, education facilities, health needs, arts and language, and governance."<sup>209</sup> The 2015 Decision noted that though the BIA commissioned Tantaquidgeon's report, the BIA never officially published it.<sup>210</sup> On remand the Tribe now also claims that the Tantaquidgeon report demonstrates "federal treatment of the Tribe has having collective rights."<sup>211</sup> The Tribe relies on Tantaquidgeon's description of the Tribe as "in occupation of an Indian town, also referred to by [Tantaquidgeon] as a reservation."<sup>212</sup> Though the Tribe describes the contents of the Tantaquidgeon report, it does not address how the report demonstrates any exercise of federal authority over the Tribe. The 2015 Decision relied on the report for its contemporary and historical account of the Tribe's lands and its occupancy thereof. While such information supports the Department's earlier determination that the Tribe

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<sup>204</sup> MWT Reply at 39; MWT Op. Br. at 30.

<sup>205</sup> S. Ex. Doc. No. 48-95, *Indian Education and Civilization. A Report Prepared in Answer to Senate Resolution of February 23, 1885* at 59-60 (1888). Fletcher's account relied on information provided by a Mashpee tribal member who was also a sitting member of the Massachusetts state legislature. *Id.* at 60, n. 1.

<sup>206</sup> 2015 Decision at 114; *see also id.* at 106.

<sup>207</sup> MWT Op. Br. at 30.

<sup>208</sup> 2015 Decision at 109.

<sup>209</sup> 2015 Decision at 109.

<sup>210</sup> 2015 Decision at 109, n. 340. The 2005 Proposed Finding in favor of the Tribe's federal acknowledgment noted that Tantaquidgeon's findings were summarized in an Office of Indian Affairs newsletter. MWT PF at 23.

<sup>211</sup> MWT Op. Br. at 6.

<sup>212</sup> MWT Op. Br. at 38.

could be considered to have occupied a reservation for IRA purposes in 1934, it does not show any formal action by a federal official determining any rights of the Tribe. Neither does the Tribe offer any arguments or evidence demonstrating what use, if any, Department officials made of Tantaquidgeon's report. While the Tantaquidgeon report offers historical evidence of the Tribe's long-standing historical use and continued occupation of Tribal lands, it provides little if any demonstration of the exercise of federal jurisdictional authority over the Tribe.<sup>213</sup>

In finding that the Tribe occupied a reservation for IRA purposes, the 2015 Decision also relied on the 1890 Annual Report of the Commissioner of Indian Affairs (ARCIA) to show external recognition of the fact that the Tribe historically occupied lands set aside for its use.<sup>214</sup> On remand the Tribe argues that the ARCIA "unambiguously acknowledges collective rights [on the part of the Tribe] in tribal land"<sup>215</sup> which, the Tribe claims, gives "rise to federal responsibilities toward the Tribe."<sup>216</sup> While the 1890 ARCIA plainly notes the existence of the Tribe's Massachusetts reservation, that does not amount to an acknowledgment of federal responsibility for, or an exercise of federal authority over, the Tribe. The passage the Tribe cites occurs in a discussion of Indian title generally. It states that "only in Massachusetts, New York, and North Carolina are Indians found holding a tribal relation and in possession of specific tracts." However the Commissioner's statement follows his assertion that as of the early nineteenth century, "no Indians within the limits of the thirteen original States retained their original title of occupancy."<sup>217</sup> As noted in the 2015 Decision, the Commissioner explained that the Tribe had a State-appointed board of overseers that governed the Tribe's internal affairs and held the Tribe's lands in trust.<sup>218</sup> The Tribe's claim that the 1890 ARCIA constitutes an express acknowledgment of *federal* responsibility is also inconsistent with the remainder of the Commissioner's report, which describes the federal government's pursuit at that time of "a uniform course of extinguishing the Indian title."<sup>219</sup> A table showing the population of Indians by state and the areas of Indian reservations contained later in the 1890 ARCIA omits any reference to Massachusetts or to Massachusetts tribes.<sup>220</sup> The Commissioner concluded his discussion of Indian title with a statement of then-applicable federal policy: "The sooner tribal relations are broken up and the reservation system done away with the better it will be for all concerned."<sup>221</sup> These statements weigh heavily against the Tribe's interpretation of the 1890 ARCIA as acknowledging or assuming federal responsibilities for the Tribe.

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<sup>213</sup> MWT PF at 23.

<sup>214</sup> 2015 Decision at 106, 114.

<sup>215</sup> MWT Reply at 39; MWT Op. Br. at 30-31.

<sup>216</sup> MWT Op. Br. at 31.

<sup>217</sup> MWT Op. Br. at 30. *See also* H. Ex. Doc. No. 51-1, Pt. 5, *Report of the Secretary of the Interior*, vol. II at XXVI (1890).

<sup>218</sup> 2015 Decision at 106, 114; MWT Op. Br. at 30-31.

<sup>219</sup> 1890 ARCIA at xxix.

<sup>220</sup> 1890 ARCIA at xxxvii, Table 10.

<sup>221</sup> 1890 ARCIA at xxxix.

*d. Federal Acknowledgment of Usufructuary Rights*

The Tribe relies on a title report prepared for condemnation proceedings brought by the Department of the Navy in the late 1940s against lands in which a Mashpee Tribal member had interests as evidence showing “clear federal knowledge of, and acquiescence to” aboriginal hunting, fishing and gathering rights of the Tribe.<sup>222</sup> A title report<sup>223</sup> prepared in connection therewith indicated that some of the lots in question were subject to the reserved right of the Proprietors of Mashpee to cross over the lots for the purpose of gathering seaweed and marsh hay.<sup>224</sup> The title report states that the reservations of rights originated in deeds prepared by the Mashpee Commissioners.<sup>225</sup> The Tribe states that the deeds were prepared pursuant to laws enacted by the State of Massachusetts for the purpose of allotting the Tribe’s lands in the late nineteenth century.<sup>226</sup> The Tribe claims the deeds “confirm” the existence of aboriginal usufructuary rights that “are subject to federal protection.”<sup>227</sup> This neglects several things. As noted above, the evidence of action by the State of Massachusetts with respect to the Tribe’s property under state law does not provide evidence of federal action or authority, either expressly or by operation of law. Moreover, while the deeds on which the Tribe relies reserve to the Tribe’s members the right to cross over the subject parcels to gather seaweed and marsh hay elsewhere, they nowhere indicate whether such rights arise as a matter of common law or aboriginal right. Even if the Tribe retained aboriginal rights at the time of the condemnation proceedings, rather than common law property rights under state law, that fact alone would not satisfy the M-37029 analysis because it would not show any exercise of federal authority with respect to such rights.

The absence of any federal actions with respect to Mashpee’s usufructuary rights distinguishes the Tribe from the case of the Stillaguamish Tribe.<sup>228</sup> In 1976, the Department declined to take land into trust for Stillaguamish based on doubts whether it was under federal jurisdiction in 1934. In 1980, the Department found that the Tribe was a beneficiary of fishing rights acknowledged and protected under the 1855 Treaty of Port Elliott, to which the Stillaguamish Tribe was a signatory.<sup>229</sup> For purposes of the M-37029 analysis, the issue is not whether aboriginal usufructuary rights are subject to federal protection as a matter of law<sup>230</sup> or whether they exist absent a tribe’s federal acknowledgment.<sup>231</sup> The issue instead is whether the federal government took any action or series of actions in the exercise of its plenary power over a tribe.<sup>232</sup> The reservation

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<sup>222</sup> MWT Op. Br. at 38 ff.

<sup>223</sup> MWT Op. Br., Ex. ZZD.

<sup>224</sup> MWT Op. Br., Ex. ZZD at 3-4.

<sup>225</sup> MWT Op. Br., Ex. ZZD at 3-4.

<sup>226</sup> MWT Op. Br. at 39-40; *see also* MWT Reply at 46.

<sup>227</sup> MWT Op. Br. at 42; *see also id.* at 6, 11, 16-17.

<sup>228</sup> MWT Reply at 47.

<sup>229</sup> M-37029 at 20, 23; *see also Carciari*, 555 U.S. at 398 (Breyer, J., concurring).

<sup>230</sup> MWT Reply at 47, citing *Mitchel v. United States*, 34 U.S. 711, 748 (1835); *United States v. Michigan*, 471 F. Supp. 192, 256 (W.D. Mich. 1979), *aff’d as modified*, 653 F.2d 277 (6th Cir. 1981).

<sup>231</sup> MWT Reply at 47, citing *Timpanogo Tribe v. Conway*, 286 F.3d 1195, 1203 (10th Cir. 2002); *United States v. Suquamish Indian Tribe*, 901 F.2d 772, 776 (9th Cir. 1990).

<sup>232</sup> M-37029 at 17-19.

under state law of usufructuary rights for tribal members does not, standing alone, provide such evidence.

*e. Censuses & School Enrollment*

The Tribe on remand argues that by admitting Mashpee children as students to the Carlisle Indian School between 1905 and 1918, the federal government “explicitly acknowledged its jurisdiction over the Tribe.”<sup>233</sup> The Tribe appears also to suggest that the direct supervision of Mashpee students by federal officials at Carlisle constitute indicia of federal jurisdiction over the Tribe. The Tribe’s claim that the enrollment of students constituted an explicit acknowledgment of federal jurisdiction over Tribe appears to rely on several things. These include funding of Carlisle through congressional appropriations; the federal government’s use of Carlisle as an instrument of Indian educational policy; Departmental regulations governing non-reservation Indian schools; and school records for individual Mashpee students.<sup>234</sup> While such evidence clearly demonstrate exercises of federal authority over Indians generally and individual Indians specifically, none suffice to show an exercise of federal authority over the Mashpee Tribe as distinct from some of its members.

The Tribe asserts that the provision of federal services to individual tribal members, such as health or social services, can be the basis for finding of federal jurisdiction over a tribe,<sup>235</sup> and it notes that the provision of educational services was used to demonstrate federal jurisdiction over other tribes like the Cowlitz Tribe.<sup>236</sup> While that is true, it neglects that the Cowlitz determination also relied on a wide range of other evidence covering an extended period of time. This included a history of the BIA regularly providing services to the Cowlitz Indians such as “supervising allotments, adjudicating probate proceedings, providing education services, assistance in protecting fishing activities, investigating tribal claims to aboriginal lands, and approving attorney contracts,”<sup>237</sup> none of which the Tribe has shown here.

The evidence of Mashpee student enrollment at Carlisle does not unambiguously demonstrate that such enrollment was predicated on a jurisdictional relationship with the Tribe as such. Without any other evidence that the federal government provided services to the Tribe, the Mashpee student records fall short of demonstrating that Tribe itself came under federal jurisdiction. Even if it could, however, the Tribe also offers no argument or evidence that any such jurisdictional status continued after Carlisle closed in 1918. Thus while the evidence of enrollment Carlisle is plainly relevant to the M-37029

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<sup>233</sup> MWT Op. Br. at 36.

<sup>234</sup> MWT Op. Br. at 32-36.

<sup>235</sup> MWT Reply at 44, citing M-37029 at 16, 19.

<sup>236</sup> MWT Reply at 44, citing *Confederated Tribes of the Grand Ronde Community v. Jewell*, 75 F. Supp.3d 387, 403 (D.D.C.) *aff’d* 830 F.3d 552, *cert. denied sub nom. Citizens Against Reservation Shopping v. Zinke*, 137 S.Ct. 1433 (2017).

<sup>237</sup> U.S. Dep’t of the Interior, Bureau of Indian Affairs, Record of Decision, Trust Acquisition of, and Reservation Proclamation for the 151.87-acre Cowlitz Parcel in Clark County, Washington, for the Cowlitz Indian Tribe at 97-103 (Apr. 22, 2013) (describing course of dealings between Cowlitz Tribe and federal government between 1855 and 1932).



inquiry, without more it is insufficient to show that the Tribe “was subjected to...clear, federal jurisdiction.”<sup>238</sup>

The Tribe also argues that inclusion on a 1910 Indian census “reflects the existence of a federal-Indian relationship and demonstrates that the federal government acknowledged responsibility for the tribes and the Indians identified therein.”<sup>239</sup> Yet as with the nineteenth-century federal reports referencing the Tribe and its lands, the listing of Tribal members on a federal census, though it may be probative of federal jurisdiction over the Tribe, in and of itself is inconclusive,<sup>240</sup> and the Tribe provides no argument or evidence to suggest otherwise.<sup>241</sup>

## CONCLUSION

As explained in Section II.B above, the framework contained in M-37029 for determining whether a tribe was under federal jurisdiction for purposes of Section 19 of the IRA governs my analysis. Applying that framework here, I must conclude that the evidence submitted by the Tribe on remand provides insufficient indicia of federal jurisdiction beyond the general principle of plenary authority. The evidence does not demonstrate that the United States had, at or before 1934, taken an action or series of actions that sufficiently establish or reflect federal obligations, duties, responsibilities for or authority over the Tribe. As a result I conclude that the evidence does not show that the Tribe was under federal jurisdiction in 1934 for purposes of the IRA.

Based on that finding, I must also conclude that the Tribe cannot meet the IRA’s first definition of “Indian,” or its second definition as interpreted by the United States District Court for the District of Massachusetts in the *Littlefield* litigation. I therefore cannot grant the Tribe’s land-into-trust application under either of those definitions. As discussed above, the Court’s reading of the second definition of “Indian” in the IRA incorporates the “under Federal jurisdiction” requirement. Because I have concluded that the Tribe was not under federal jurisdiction in 1934, I need not reconsider or reevaluate whether

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<sup>238</sup> MWT Op. Br. at 34. The same is true of the listing of Mashpee students on a 1911 census entitled “Census of Pupils Enrolled at Carlisle Indian School.” MWT Op. Br. at 32.

<sup>239</sup> MWT Reply at 41, citing Memorandum, Michael J. Berrigan, Associate Solicitor, Division of Indian Affairs to Pacific Regional Director, *Determination of Whether Carcieri v. Salazar or Hawaii v. Office of Hawaiian Affairs limits the authority of the Secretary to Acquire Land in Trust for the Santa Ynez Band of Chumash Indians*, 9 (May 23, 2012).

<sup>240</sup> MWT Op. Br. at 31. The Tribe notes it members were listed as “Wampanoag.” It further notes that a number of Indian families in Mashpee were shown on the general federal census in 1900, not the Indian census, an omission the Tribe describes as an error. MWT Op. Br. at 31, n. 25.

<sup>241</sup> The 1910 Indian census was prepared by the Director of the Census, not the Office of Indian Affairs as the Tribe suggests. See Act of March 3, 1899, ch. 419, 30 Stat. 1014; Act of March 6, 1902, ch. 139, 32 Stat. 51 (Permanent Census Act). Neither was it prepared under authority of the 1884 Act directing Indian agents to submit an annual census of the Indians at the agency or on the reservation under their charge. See MWT Op. Br. at 32, citing Act of July 4, 1884, ch. 180, § 9, 23 Stat. 76, 98.

DRAFT shared with the Mashpee Wampanoag Tribe on June 19, 2017

the Tribe meets the other requirements of the second definition of "Indian," nor do I need to reconsider any other determinations made in the 2015 Decision.

Respectfully,

James E. Cason  
Associate Deputy Secretary



**North Baptist Church of Brockton, MA**  
**Where Jesus Christ is Lord**

**Richard D. Reid, Pastor**

Sunday, June 10, 2018

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

Dear Chairman Crosby and Commissioners,

It is not really much of a surprise at the news on this past Wednesday that Rush Street Gaming has filed a request to have the Region C casino reconsidered. The facts have not changed for Brockton. A casino is not the solution for Brockton.

Once again I want to thank the commission for the diligence you took in coming to your decision in April of 2016. The churches of Brockton, Stand Up for Brockton and I all encourage you to simply decline the reconsideration of the Rush Street Gaming proposals. Since your decision they have not changed, nor have the consequences to Brockton should it have a casino next to the Brockton High School.

Here in Brockton we are dealing with many different crisis situations including the opioid problem, a recent upturn in gun violence and murders and are dealing with the recreational marijuana businesses that the Mayor of Brockton wants to attach the future of Brockton to as the savior to our city's woes.

In 2016 he used Destination Brockton as his theme and he dusted it off this year for the marijuana industry. I know this industry is not of concern to the Gaming Commission, but it is to Brockton.

Should you proceed with a reconsideration of Rush Gaming, I would appreciate a notification from you as I will and others will want to be there for any hearings and present our position and evidence before you.

Sincerely,



Pastor Richard Reid  
North Baptist Church

**899 North Main Street -- Brockton, MA 02301 -- (508)580-1400**

**<http://www.jesussavesinbrockton.com> -- [pastor@jesussavesinbrockton.com](mailto:pastor@jesussavesinbrockton.com)**

*That if thou shalt confess with thy mouth the Lord Jesus, and shalt believe in thine heart that God hath raised him from the dead, thou shalt be saved. - Romans 10:9*



The Commonwealth of Massachusetts  
MASSACHUSETTS SENATE

SENATOR MICHAEL D. BRADY  
Second Plymouth and Bristol District

STATE HOUSE, ROOM 519  
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Chairman  
JOINT COMMITTEE ON REVENUE

Vice Chairman  
JOINT COMMITTEE ON TELECOMMUNICATIONS,  
UTILITIES AND ENERGY

JOINT COMMITTEE ON PUBLIC SERVICE

JOINT COMMITTEE ON VETERANS  
AND FEDERAL AFFAIRS

JOINT COMMITTEE ON PUBLIC SAFETY  
AND HOMELAND SECURITY

JOINT COMMITTEE ON CONSUMER PROTECTION  
AND PROFESSIONAL LICENSURE

June 28, 2018

Mr. Stephen Crosby, Chairman  
Massachusetts Gaming Commission  
101 Federal Street, 12<sup>th</sup> Floor  
Boston, MA 02110

Dear Chairman Crosby,

I am writing to express my support for Mass Gaming & Entertainment's (MG&E) proposed casino in the City of Brockton.

I have expressed support for this project in the past due to its potential economic impact on the city.

MG&E is prepared to make an investment of more than \$675 million in Brockton, which will create 1,800 permanent, good-paying jobs, as well as 2,000 temporary union construction jobs. MG&E 's commitment to providing more than \$12 million in annual payments to our city will enable the city to improve our public schools, public safety, and infrastructure for years to come.

The casino will help revitalize downtown Brockton, and will attract visitors from all over the region to Brockton's restaurants and shops. Local businesses, including businesses that focus on construction and operations, will feel a huge boost, as MG&E has pledged to utilize local workers as much as possible.

This resort casino represents a once in a lifetime opportunity to improve our community.

Thank you in advance for your consideration.

Sincerely,

Michael D. Brady  
State Senator  
2<sup>nd</sup> Plymouth & Bristol District



*The Commonwealth of Massachusetts*

HOUSE OF REPRESENTATIVES  
STATE HOUSE, BOSTON 02133-1054

**GERRY CASSIDY**  
STATE REPRESENTATIVE  
NINTH PLYMOUTH DISTRICT

STATE HOUSE, ROOM 136  
TEL. (617) 722-2396  
Gerard.Cassidy@MAhouse.gov

COMMITTEES:  
Ways and Means  
Labor and Workforce Development  
Global Warming and Climate Change  
Technology and Intergovernmental Affairs

July 25, 2018

Massachusetts Gaming Commission  
101 Federal Street, 12<sup>th</sup> Floor  
Boston, MA 02110

Dear Chairman Crosby and fellow Commissioners,

Thank you for the chance to submit written testimony in support of the proposed resort casino in Brockton. I thank you for your reconsideration of Mass Gaming & Entertainment's request to establish and operate a casino in Region C. Respectfully, I request, in light of current events, that the Gaming Commission reconsider and approve Mass Gaming & Entertainment's proposal.

In May of 2015, Brockton held a Special Election and the residents of Brockton voted in favor of the casino. As a representative of this community, I support my constituents and their opinions; a casino in Brockton would greatly benefit the city. The proposed casino would create an influx of jobs, an increase of visitors to the city, and much needed revenue for our schools and public safety. As a member of the Legislative Gateway Cities Caucus, I recently had the opportunity to tour Everett's Wynn Casino and was impressed by the impact the unfinished casino was already having in the community.

The resort casino would greatly benefit the economy of not only Brockton, but also the surrounding communities. Mass Gaming & Entertainment has promised preferential hiring to Brockton residents, who are in dire need of increased job opportunities. They are ready to make an investment in Brockton, contributing 1,800 permanent jobs, plus an additional 2,000 temporary union construction jobs. Furthermore, the casino will provide entertainment to the residents of Brockton and other communities in the area. The influx of visitors to the city will create an opportunity for economic development and growth. Local businesses will benefit from the tourist attraction.

In addition to the economic benefits that the casino will provide, Mass Gaming & Entertainment will make annual payments of more than \$12 million to Brockton. This much needed revenue will allow Brockton to invest in the future of the city. The additional money would greatly benefit the school system, infrastructure and public safety in the city.

Thank you for your consideration.

Sincerely,

A handwritten signature in blue ink that reads "Gerard Cassidy".

Gerard Cassidy  
State Representative  
Ninth Plymouth District





**PENN NATIONAL**  
GAMING, INC.

November 26, 2018

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

Re: Request for Public Comments: Request to Reconsider Region C

Dear Commissioners:

Plainville Gaming and Redevelopment, LLC (“PGR”) submits this letter in response to the Commission’s Request for Public Comment: Request to Reconsider Region C. The Commission asked for comments on a number of issues arising out of the request by Mass Gaming and Entertainment, LLC (“MGE”) that the Commission reconsider its 2015 application for a category 1 gaming license in Region C. Specifically, PGR responds below to the Commission’s request for comments on: (A) a request to re-open Region C for the award of a Category 1 gaming license; (B) whether the Commission should revise its application process for Region C; (C) the status of the gaming market in the Northeast and Mid-Atlantic (including the expected demand for gaming and the value of the overall gaming market in Massachusetts, the status of online gaming, sports betting, and daily fantasy sports and their potential impact on casino gaming), and the status of the Mashpee Wampanoag tribe’s litigation regarding land in trust and proposed federal legislation on the issue; and (D) the role of horse racing in considering a Region C application.

PGR respectfully submits that its comments, summarized below, demonstrate that MGE’s request to reconsider its application should be denied, and that any request to reopen the Region C application process at this time is premature given the continued uncertainty in the market.

- A. MGE’s request for reconsideration of the denial of its application is expressly prohibited by G.L. c. 23k, section 17(g), which states that “[a]pplicants have no legal right or privilege to a gaming license and *shall not be entitled to any further review if denied by the commission.*” (Emphasis added.) As the Commission previously has noted, even if the statute permitted reconsideration, it would be necessary to promulgate regulations governing the process by which reconsideration may occur before MGE’s request could be considered.
- B. In asking that the Commission reconsider its application without reopening the RFA process to other applicants, MGE ignores both the letter and the spirit of the competitive process set forth in G.L. 23K sections 8 and 9 as well as the governing regulations promulgated by the Commission. MGE inexplicably insists that entities which did not file Region C applications in 2015 should “not get a second bite at the apple,” while insisting that *it* however is entitled to a second bite at the apple despite the Commission having already rejected its proposal on the merits. If the Commission *were* to reopen Region C

(which PGR does not believe it should do at this time given the significant and continuing uncertainty in the regional gaming market), the statute and regulations mandate an open, robust competitive process to ensure that the Commonwealth receives the highest quality proposals.

- C. The continued uncertainty in the regional gaming market strongly militates against MGE's rush to reopen Region C. MGE speculates that the prospect of further competition from a Mashpee tribal casino is "dead," and dismisses the proposed federal legislation as "futile." To the contrary, the proposed legislation has garnered support from twenty cosponsors, including seven members of the Massachusetts congressional delegation, and from the National Indian Congress. Further, the legislation may have a greater likelihood of success given the imminent change in control of the House of Representatives. MGE acknowledges that the Mashpee issue will likely not be resolved for another 2-3 years, yet urges the Commission to rush to judgment before it receives clarity on that issue, based solely on MGE's own opinions regarding the strength of the Mashpee's legal and political prospects.

Even setting aside the Mashpee issue, there remains significant uncertainty in the regional gaming market given (1) that only two of the three current licensees are currently operating in the Commonwealth (one of which has only been open for a few months), (2) the uncertain market effects of legalization efforts with respect to online gaming, sports betting and daily fantasy sports; and (3) that the Commonwealth already faces fierce competition from neighboring states, including the newly-opened Twin Rivers in Tiverton, Rhode Island, just minutes over the Massachusetts border. Despite these many variables, MGE asks the Commission to pursue the short-term revenue from a licensing fee without first determining whether the market can actually sustain another casino in the long term, and is thus contrary to the statutory objective of "maximizing revenues received by the commonwealth." G.L. c. 23K, § 18(11) – all in lieu of a patient wholistic approach.

- D. A fourth casino threatens to cannibalize revenues from existing licensees including PGR, the main generator of purse revenues to the state's horse racing industry and one of only two remaining horse racing facilities in the Commonwealth, undercutting a key legislative objective of preserving the horse racing industry.

**A. Chapter 23K, Section 17(g) Prohibits Reconsideration of MGE's Application.**

PGR respectfully submits that the Commission lacks statutory authority to reconsider the denial of MGE's application. Section 17(g) provides that:

The Commission shall have full discretion as to whether to issue a license. Applicants shall have no legal right or privilege to a gaming license and shall not be entitled to any further review. Applicants shall have no legal right or privilege to a gaming license and **shall not be entitled to any further review if denied by the commission.** (Emphasis added.)

MGE's request for reconsideration amounts to nothing more than a request for "further review" of the denial of its application and thus contravenes the plain meaning of § 17(g).

MGE is not the first entity to seek reconsideration of the denial of an application. In all prior cases, the applicant was advised that the Commission may lack authority to reconsider applications after

a denial and that, even were it otherwise, the Commission would be required to promulgate regulations governing the reconsideration process before any reconsideration request could be processed. MGE has not demonstrated why it is entitled to special treatment not afforded other unsuccessful applicants. It had a full and fair opportunity to develop and present its application to the Commission, yet failed to “articulate a clear vision or provide any well-developed plans as to how it would achieve the same quality of results in Brockton as it has at its properties in other jurisdictions.” Under these circumstances, giving MGE a second bite at the apple would be contrary to the governing statutes and regulations and fundamental principles of fairness.

**B. Any Consideration of Applications for Region C Must Follow the Open, Competitive Process Set Forth in Chapter 23K and Governing Regulations.**

MGE does not just seek reconsideration of the denial of its application. It also asks the Commission to consider what it says will be a new and improved application outside of the competitive process set forth in the statute, free of competition from other applicants. In its August 13, 2018 letter, MGE stated that it is fully prepared to make changes to its original application, has studied the Commission’s concerns about its initial application, and is working with its architects and local government to improve the overall design of the project. Allowing one applicant to improve its proposal while excluding all others from the application process is both inequitable and plainly contrary to both the letter and the spirit of the statute and the regulations that the Commission has promulgated. G.L. c. 23k, § 8 expressly provides that “the commission shall issue a request for applications for category 1 and category 2 licenses[.]” There is no mechanism by which the Commission can simply invite a single applicant to (re) apply for a license. The public, competitive process set forth in the statute and regulations advances the overriding statutory objective of “maximizing revenues received by the commonwealth” by ensuring that the Commonwealth receives the strongest possible proposals from the strongest interested applicants. G.L. c. 23K, § 18(11); *see also* 205 CMR 110.02. These statutory and regulatory requirements are not optional, and prohibit the relief requested by MGE.

This competitive process is all the more important given the uncertainty surrounding Region C and the regional gaming landscape. As just one example, the level of interest from other applicants might reflect an informed judgment about the sustainability another casino under the current market conditions. In addition, as the Commission Staff clearly noted in its July 26, 2018 memorandum, MGE’s application suffered from considerable deficiencies, receiving merely “sufficient” ratings where other applications had received many “very good” and “outstanding” ratings. *See* July 26, 2018 Staff Memo at p.3, n.3. Those ratings demonstrate a need for *more*, not less, competition in order to maximize revenue for the Commonwealth and achieve the highest and best value to create a secure and robust gaming market in Region C and throughout the Commonwealth.

**C. Economic Uncertainties in the Regional Market Strongly Militate Against Prematurely Reopening the Region C Application Process.**

MGE initially contended that “the principal reason, if not the only reason, for the denial of MG&E’s application was the Commission’s belief at the time of its vote that the Mashpee would retain land-in-trust status, and would be able to build a casino in Taunton.” June 6, 2018 Request at p. 9. But as several Commissioners noted in their public comments at the July 26, 2018 meeting, and as General Counsel Blue noted in her September 27, 2018 letter to MGE, the Commission’s written decision held that MGE’s application:



failed to demonstrate that the proposed project would maximize revenue to the Commonwealth (citation omitted) or that it would offer the highest and best value to create a secure and robust gaming market in Region C and the Commonwealth. (citation omitted). Ultimately the Applicant did not articulate a clear vision or provide any well-developed plans as to how it would achieve the same quality of results in Brockton as it has at its properties in other jurisdictions.

September 27, 2018 letter to MGE, at p. 2 (citing Commission's written denial of MGE's application).

Although MGE subsequently acknowledged that the Commission did in fact have "other concerns with MG&E's application in 2016," the only purported change in circumstances cited as justification for its request remains its speculative predictions about the future of a Mashpee casino in Region C. MGE's request is replete with conclusory assertions that the Mashpee's current legal and political strategies are "futile" and "doomed to failure," and that the prospect of a tribal casino in Taunton is "dead." *See, e.g.*, June 6, 2018 request at p. 4. But MGE's confidence in its ability to divine future legal and political developments does not, and cannot, eliminate the continued uncertainty about the future of the Mashpee casino, uncertainty which will continue as long as the Tribe pursues legislative and political remedies.<sup>1</sup>

For example, MGE expresses confidence that "[a]s a practical and political matter, there is little chance that federal legislation will be passed this term or any time in the near future," because "[n]either the Republican-controlled House or Senate, nor the Trump Administration is likely to support legislation filed by the Massachusetts Democratic delegation, particularly in an election year." *Id.* at p. 5. Even in the months since MGE submitted this request, its predictions have been disproved by the midterm elections, as the Democrats took control of the House of Representatives.

MGE baldly speculates that "the legislation is unlikely to garner support, because it will be seen [as] a bill that would not so much help a Native American Tribe, as it would protect and fund the interest of the Genting Corporation, a multinational corporation and casino developer based in Malaysia." *Id.* Contrary to MGE's speculation, however, the legislation has received support from twenty cosponsors, including seven members of the Massachusetts congressional delegation. It also has garnered support from the National Indian Congress, reflecting the judgment of one of the leading advocates for Native American interests that the legislation would in fact "help a Native American Tribe."

The prospect of a Mashpee casino is not the only element of uncertainty in the regional gaming market. Of the three gaming licensees in the Commonwealth, only two are currently operating,

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<sup>1</sup> As the Commission is well-aware, and as PGR has emphasized in prior comments on the Region C process, awarding a Category 1 Region C license could have significant tax consequences for the Commonwealth. Under the Mashpee Wampanoag Tribe-Commonwealth of Massachusetts Tribal-State Compact, a tribal casino would pay a 17% tax on gross gaming revenue if a category 1 licensee has commenced operations in either Region A or Region B (as MGM already has and as Encore plans to do). Compact, §§ 9.2.1.2, 9.2.1.3. If a category 1 licensee commences operations in Region C, however, the tax rate is reduced to zero percent. *Id.* § 9.2.1.4.

Given the terms of the Compact, a decision to license a Category 1 facility in Region C would not just provide the tribal casino with a significant competitive advantage against the other gaming facilities in Massachusetts. It also would permit the tribal casino to dramatically cannibalize revenues from tax-paying licensees. This would lead to a significant decrease in the Commonwealth's overall tax collections, a result at odds with the statutory objective of "maximizing revenues received by the commonwealth." G.L. c. 23K, § 18(11).

with MGM Springfield, the Commonwealth's first Category 1 licensee, having just opened its doors in late August of 2018, and the Encore not scheduled to open until June of 2019. There is no reason to rush to reopen the process for a fourth casino before the Commonwealth has had an opportunity to assess whether the market can sustain the three that have already been licensed.

These existing licensees also face fierce competition from neighboring states, including the newly-opened Twin River Casino in Tiverton, Rhode Island, just across the Massachusetts-Rhode Island border. MGE speculates that it will be able to compete with Twin River Tiverton, but only if it is able to open its doors in the immediate future. *See* June 6, 2018 request at pp. 8-9. But fast-tracking the application of a previously-rejected applicant amidst such uncertainty in the market would put the long-term health of *all* of the Commonwealth's gaming facilities at risk, and jeopardize the long-term revenue for a potential short-term gain. PGR respectfully submits that it makes far more sense to delay any decision on whether to reopen Region C until the Commission has collected and analyzed the data to needed to assess the viability of a fourth casino in the Commonwealth.

Finally, there is additional uncertainty in the market given developments and legalization efforts around sports betting, online gambling, and daily fantasy sports. These developments may cannibalize revenues from brick-and-mortar casinos, and caution against opening a fourth casino in the Commonwealth, which may prove to be an oversaturated market. The impact of these forms of gaming remains to be seen, and could play a significant role in the Commission's determination regarding the value and potential success of a fourth casino.

**D. Prematurely Re-opening Region C Before Assessing Whether the Market Can Sustain a Fourth Casino Could Endanger Horse Racing in the Commonwealth.**

The potential for cannibalization of revenues from existing licensees also undercuts a key legislative objective behind the Expanded Gaming Act: the preservation of horse racing in the Commonwealth. If a fourth casino is opened prematurely and begins to cannibalize revenues from PGR, the current revenues generated from slot machine revenue at PGR for the Race Horse Development Fund (totaling \$14.2 million in FY2017) and benefiting both Standardbred and Thoroughbred purses, breeding funds and horsemen benefits would significantly suffer. If this occurs, PGR will be in a compromised position in supporting and sustaining its horse racing facility, which is one of only two remaining in the Commonwealth and the only one conducting a live racing meet of any significant duration (108 live racing dates are scheduled in 2019.). The Commission should consider that any risk posed to PGR's financial health also risks endangering the overall health of horse racing in the Commonwealth.

**Conclusion**

The Gaming Act provides that the Commission may award a license in a given region only if it is convinced that the applicant, besides meeting the eligibility criteria, will provide "value to the region in which the gaming establishment is proposed to be located" and "create a secure and robust gaming market in the region and the commonwealth." G.L. c. 23k, §§ 18(13), 19 (emphasis added). The Act also requires that the Commission "take into consideration the physical distance in selecting the locations of the gaming establishments as they relate to each other and how they

maximize benefits to the commonwealth.” *Id.* at § 19(d).<sup>2</sup>

The plain meaning of these statutory and regulatory requirements is that the Commission must carefully consider all of the relevant facts and circumstances as they exist at the time a licensing decision is made. Nevertheless, MGE’s now requests that the Commission (a) assume that the Mashpee’s legislative efforts to open a tribal casino will fail, (b) reopen the Region C process for the exclusive benefit of MGE without sufficient data to assess market saturation, run afoul of G.L. c. 23K and 205 CMR 118.06(2), and (c) not wait to measure and assess the impact of new competition. The status of the Tribal process, the evolving regional gaming market, the impact of sports betting, online gaming, and daily fantasy sports, and the need to preserve racing deserve meaningful analysis and study prior to considering a request to reopen the Region C application process. The Commission repeatedly has informed applicants (and the public) that it is under no obligation to issue *any* license in *any* Region.<sup>3</sup> The absence of any obligation to issue a license (let alone any deadline by which a license must issue) underscores the wisdom of considering all information available at the time a licensing decision is made.

Because there is no statutory or regulatory authority for the Commission to reconsider MGE’s application, and because there is no permissible mechanism other than the open, competitive process set forth in the statute and regulations, PGR respectfully requests that the Commission deny MGE’s request. PGR further urges the Commission to defer any consideration of new applications for a Region C license until such time as the Mashpee casino proposal has been resolved and the existing licensees have been operating long enough to allow the Commission to fully assess whether the market can sustain a fourth casino.

Thank you for considering these comments.

Very truly yours,



Carl Sottosanti  
Executive Vice President, General Counsel and Secretary

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<sup>2</sup> See also 205 CMR 118.06(2) (“Within any region, if the commission is not convinced that there is an applicant that has both met the eligibility criteria and provided convincing evidence that the applicant will provide value to the region in which the gaming establishment is proposed to be located and to the commonwealth, no gaming license shall be awarded in that region.”).

<sup>3</sup> See, e.g., Transcript of August 18, 2015 Public Meeting at 202:12-19; 202:16-203:9; 203:11-20; 204:7-12; 204:14-24; 205:4-7.

# Old Colony Planning Council



Frank P. Staffier  
President

70 School Street  
Brockton, MA 02301-4097

Pasquale Ciaramella  
Executive Director

Telephone: (508) 583-1833

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Website: [www.ocpcrpa.org](http://www.ocpcrpa.org)

November 27, 2018

Interim Chair Gayle Cameron  
Massachusetts Gaming Commission  
101 Federal Street, 12<sup>th</sup> Floor  
Boston, MA 02110

RE: Region C Category 1 License

Dear Interim Chair Gayle Cameron:

On behalf of the Old Colony Planning Council (OCPC), please accept this letter of support for the Reconsideration by the Massachusetts Gaming Commission of Mass Gaming & Entertainment, (MG&E) Application to construct a \$650-million hotel and destination resort casino on the Brockton Fairgrounds in the City of Brockton, Massachusetts. Old Colony Planning Council fully supports the MG&E proposed hotel and destination resort casino and encourages the awarding of the Region C Category 1 License to Mass Gaming & Entertainment (MG&E).

With backing from Rush Street Gaming, MG&E proposes to construct a destination resort casino that will complement the ongoing economic growth and revitalization occurring in the City of Brockton and beyond. Old Colony Planning Councils believes that the project is a tremendous economic development opportunity not only for the City of Brockton, but also for southeastern Massachusetts and the Commonwealth as well. The project will catalyze economic development in the greater area, as it is very likely that the surrounding area will attract additional businesses who seek to draw upon the business of the large number of patrons who will visit the casino.

Furthermore, the resort casino is expected to create thousands of new jobs. In particular, construction of the resort casino is expected to create approximately 1,500 construction jobs and provide approximately 1,500 permanent jobs. MG&E will provide hiring preference for construction and permanent jobs first to qualified Brockton residents and then to qualified residents of Surrounding Communities.

Importantly, in the Host Community Agreement between the City of Brockton and MG&E, MG&E has committed to making Annual Payments to the City in a total amount equal to the greater of \$10,000,000 or 2.25% of the Project's annual Gross Gaming Revenue. In addition, MGE has committed to funding Impact Studies to address traffic and public safety concerns.

In closing, the Old Colony Planning Council extends its complete support for the Mass Gaming & Entertainment resort casino, and the awarding of the Region C Category 1 License to MG&E. Should you have any questions, please contact me at 508-583-1833 Extension 202.

Sincerely,



Pasquale Ciaramella  
Executive Director

cc:

Mayor Bill Carpenter, City of Brockton



THE ARGUMENT

# Should the state Gaming Commission issue a license for a casino in Southeastern Massachusetts?

NOVEMBER 16, 2018

**YES**

**Dennis Eaniri**

*Brockton City Council President, former School Committee member*

As a lifelong Brockton resident and a longtime city official, I believe it is high time that the Massachusetts Gaming Commission moves forward with issuing a casino license for the Southeast region.

A resort casino would provide a much-needed economic boost to a region that needs it. We hear a lot about how well the economy is doing, but I



Dennis Eaniri



am not seeing that boom in this region. Some of our cities and towns — mine included — continue to struggle. A new casino would bring potentially thousands of jobs, business opportunities, and for financially-strapped municipalities — new revenues.

Like everywhere else, there are also people in this region who like to gamble. Why not give them the opportunity to do it in a place where they can also enjoy a nice meal and if they so choose, stay overnight, without having to travel a long distance?

This is also a matter of equity. Let's face it: Southeast Massachusetts has always been shortchanged by the state. Just look at how long the New Bedford area has had to wait for a restoration of train service to Boston. Or look at how difficult it is to go by public transit from Brockton to Plymouth. Allowing this region to enjoy the benefits of a casino is one way to redress that unfairness.

I understand the Gaming Commission has wanted to proceed slowly in licensing a casino in this region while Mashpee Wampanoag tribe continues its battle to open a casino in Taunton. But we've waited a long time. If we can make a decision now to move forward with a casino, why not do it?

Along with other city leaders in 2015, I fully supported the proposal to build a casino at the Brockton Fairgrounds. And I would again support that plan if the developer is able to bring it forward again. The proposal was and remains attractive to me because of the needed revenue it would bring our city.

But whether Brockton lands the casino or not, I believe as a region we would all benefit from a casino development. I hope the state acts now to make that happen.

**NO**

**Jill Wiley**

*Retired minister, anti-gambling advocate,  
Brockton resident*

While state law may allow a third resort casino license for Region C — an area comprising Bristol, Plymouth, Nantucket, Dukes and Barnstable counties — there appears to be little groundswell for one. Some like me believe the whole matter of awarding a third license in Massachusetts should be consigned to history. Enough is enough.



**Jill Wiley**

Until Nov. 30, the Massachusetts Gaming Commission is seeking public response to a range of questions the Commission set forth about the future of a Region C license. It has been inspired by a renewed proposal for a Brockton regional casino.

For the Gaming Commission, the biggest economic question is: When is “enough”? At what point does market saturation begin to create diminishing returns for all casinos? I’d say, “Now.”

When there are already seven existing or planned casinos within a 100-mile radius of Region C, it doesn’t take an economics degree to see the wisdom of not adding another. Where will Region C casino customers come from if not from those already tapped by Mohegan Sun, Foxwoods Resort Casino, MGM

Springfield,, the coming Encore Boston Harbor, Plainridge Park Casino, Twin River Casino, and Tiverton Casino?

What prompts this stir of casino license action is the rejected-now-resurrected application of a billionaire casino developer who three years ago sought the Region C license in order to build a property in Brockton. Local opposition to the project was swift — and lasting — because of the terrible choice for the proposed site: right next to the city’s high school.

The same could be said of the overall Southeast Massachusetts region: It would be a terrible place for a resort casino. Or rather the coming of a resort casino would be a terrible thing to happen to this unique area. A casino would alter forever the character of this corner of the Commonwealth, an area known worldwide for its blend of natural beauty and US cultural heritage.

No, we don’t need any more casino licenses awarded in Massachusetts because we don’t need any more casinos. Let’s hope commissioners put their Region C briefs into a file marked “Closed” and keep Region C casino-free.

*This is an informal poll, not a scientific survey. Please vote only once.*

**Should the state Gaming Commission issue a license for a casino in Southeastern Massachusetts?**

Yes

No

[Vote](#) [View results](#) [PollDaddy.com](#)



**Brockton**  
**Fire Fighters Union**  
**LOCAL NO. 144**



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*President*  
**WILLIAM E. HILL**  
CELL: (508) 930-2785

**P.O. Box 868**  
**Brockton, MA 02303**  
**(508) 586-9111**

---

*Secretary*  
**JAMES NEE**  
CELL: (508) 269-5263

**Affiliated with:**  
International Association of Fire Fighters  
Professional Fire Fighters of Massachusetts



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**Scott Albanese**  
*Vice President*  
CELL: (508) 889-7812

---

**Michael McKenna**  
*Treasurer*  
CELL: (617) 692-0565

November 8 , 2018

Massachusetts Gaming Commission  
101 Federal Street  
12<sup>th</sup> Floor  
Boston, MA 02110  
[mgccomm@state.ma.us](mailto:mgccomm@state.ma.us)

Dear Interim Chair Cameron and Fellow Commissioners,

I am writing in support of the Resort Casino proposal in Brockton. Brockton Firefighters Union Local 144 is supportive of the proposal of the Resort Casino in Brockton. We believe that Brockton and the surrounding cities and town will see significant benefits with the addition of a resort casino.

This type of project will create many jobs as well as a high demand of goods that the developer has committed to buying locally.

Especially, with the current unstable economic, this is the chance of the lifetime for Brockton businesses. A resort casino will revitalize our city and our region.

We will see a complete revitalization of the area that will create many economic development opportunities. Among the business community, the proposal has overwhelming support because of its ability to drive consumers to the city and create new business opportunities.

I ask for your support of this resort casino license. Thank you for your consideration.

Sincerely,

A handwritten signature in black ink that reads "William E. Hill".

William E. Hill  
President



# Town of Lakeville

Town Office Building

346 Bedford Street

Lakeville, Massachusetts 02347

OFFICE OF  
SELECTMEN

TELEPHONE 508-946-8803

FAX 508-946-0112

November 20, 2018

Massachusetts Gaming Commission  
101 Federal Street  
12<sup>th</sup> Floor  
Boston, MA 02110

RE: Request for Public Comment  
Request to Reconsider Region C

Dear Sir or Madam:

On November 5, 2018, the Lakeville Board of Selectmen discussed the Massachusetts Gaming Commission's request to re-open Region C for the award of a Category 1 Gaming License.

The Selectmen reviewed the twelve questions provided by the Gaming Commission. Of the twelve questions, the Selectmen only had comments on Question #7 – "Should agreements, such as host community agreements, surrounding community impacted live entertainment venue agreements, mitigation agreements, gaming school agreements and other relationships previously established for former applicants for a category 1 gaming license in Region C be deemed to be valid or should such agreements be reviewed again and/or re-negotiated?"

The Selectmen expressed their desire for mitigation money for the surrounding communities, specifically making sure there is clarity on the distance for surrounding communities to receive mitigation money. With the Tribal casino, mitigation money was limited to the Host Community, and the surrounding communities were not considered, which is bad policy because surrounding communities would bear the burdens of casino gaming.

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

Sincerely,

Rita A. Garbitt  
Town Administrator



**TOWN OF WRENTHAM**  
**OFFICE OF THE TOWN ADMINISTRATOR**  
MUNICIPAL BUILDING  
79 South Street  
Wrentham, MA 02093  
Tel: 508-384-5400 Fax: 508-384-5403  
www.wrentham.ma.us

Kevin A. Sweet  
Town Administrator

November 28, 2018

Massachusetts Gaming Commission  
101 Federal St, 12<sup>th</sup> Floor  
Boston, MA 02110

**RE: Public Comment Request to Reconsider Region C**

Dear Chairwoman Cameron, Commissioner O'Brien, Commissioner Stebbins, and  
Commissioner Zuniga:

In response to the Commission's request for comments on the Region C License, I am writing  
today in support of the proposed expansion at Plainridge Park Casino in Plainville, Mass.

Plainridge has had a positive effect in the community in terms of development and employment  
and has been a good neighbor to the Town of Wrentham. The boom of economic activity that  
surrounds Plainridge has benefitted not only local residents and business owners but the scores of  
visitors who come to the region.

Thank you in advance for your consideration of approval of the request for expansion at  
Plainridge Park Casino.

Sincerely,

Kevin A. Sweet, MS, MPA, ICMA-CM  
Town Administrator

KAS/sld

CC: Jennifer Thompson, Town Administrator, Town of Plainville

019040



Michael H. Gallagher  
Town Administrator



**TOWN OF NORTH ATTLEBOROUGH**  
**BOARD OF SELECTMEN**  
43 South Washington Street  
North Attleborough MA 02760  
508-699-0100

November 26, 2018

Massachusetts Gaming Commission  
101 Federal Street, 12<sup>th</sup> Floor  
Boston, MA 02110

RE: Public Comment Request to Reconsider Region C

Dear Chairwoman Cameron, Commissioner O'Brien, Commissioner Stebbins, and  
Commissioner Zuniga:

I am writing in support of the proposed expansion of the Plainridge Park Casino in Plainville, MA. The Town of North Attleborough and the region have benefited from the partnership developed through the existing facility with jobs for our residents and economic activity that has enhanced the Town's revenues.

It is vital that the Commonwealth provide the Plainridge Park Casino the tools it needs to compete with other venues in Rhode Island and Connecticut. Keeping the monies that would otherwise be spent in other states within our borders is beneficial to the Town of Plainville, the surrounding communities and the Commonwealth. To that end I support the Town of Plainville's request for support in this matter.

Sincerely,

A handwritten signature in blue ink, appearing to read "Michael H. Gallagher", is written over a horizontal line.

Michael H. Gallagher  
Town Administrator

CC: Board of Selectmen  
Lyle Pirnie, Economic Development Coordinator

# Town of Franklin

Town Administrator  
Tel: (508) 520-4949

Fax: (508) 520-4903



355 East Central Street  
Franklin, Massachusetts 02038-1352

November 20, 2018

Massachusetts Gaming Commission  
101 Federal Street, 12th Floor  
Boston, MA 02110

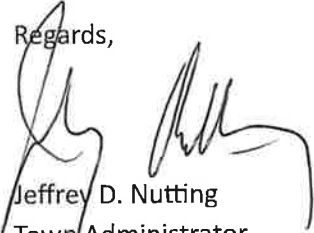
RE: Public Comment Request to Reconsider Region C

Dear Chairwoman Cameron, Commissioner O'Brien, Commissioner Stebbins, and Commissioner Zuniga:

I am writing in support of the proposed expansion of the Plainridge Park Casino in Plainville, MA. The economic "overflow" from the casino has been helpful to Franklin. The casino has helped our restaurant and hotel businesses in town.

Currently a new hotel is in the permit process in Franklin and it will be located 6 miles from the casino. The expansion of the casino is a win/win for the surrounding communities. Your consideration for approval is appreciated.

Regards,



Jeffrey D. Nutting  
Town Administrator

CC: Jennifer Thompson, Town Administrator of Plainville

Lyle Pirnie  
Economic Development Coordinator



**TOWN OF NORTH ATTLEBOROUGH**  
**BOARD OF SELECTMEN**  
43 South Washington Street  
North Attleborough MA 02760  
508-699-0100

November 26, 2018

Massachusetts Gaming Commission  
101 Federal Street, 12<sup>th</sup> Floor  
Boston, MA 02110

RE: Public Comment Request to Reconsider Region C

Ladies and Gentlemen:

My purpose in writing to you is to show my support for expanding the Plainridge Park Casino, located in Plainville, MA. The town of North Attleborough has enjoyed increased business traffic as a result of Plainridge being created. The town will benefit even more if the scope of the casino is expanded. We have documented increased economic activity in town, and have also noted that many North Attleborough residents are currently employed at Plainridge. Activity and employment will grow even more with expansion.

Anecdotally, I can attest to the fact that many town and area residents who used to travel to Rhode Island and Connecticut for gaming are now visiting Plainridge instead. Expanding the array of gambling opportunities at Plainridge will serve to attract even more local and area residents. North Attleborough has been a beneficiary of Plainridge's success thus far; we are hoping that these benefits, enhanced by your approval of increasing the gaming opportunities available, will assist our town even further.

For the sake of the economic well-being of North Attleboro, I urge your support for expanding the gaming experience at Plainridge.

Yours truly,

A handwritten signature in cursive script that reads "Lyle Pirnie".

Lyle Pirnie  
Economic Development Coordinator

Cc: Michael H. Gallagher, Town Administrator  
Board of Selectmen

# **New England Horsemen's Benevolent and Protective Association, Inc**

A National Organization



P.O. Box 388 Revere, MA. 02151 781-549-7501

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

President – Anthony Spadea

Executive Director – Paul Umbrello

Directors Owners- Randy Andrews, Susan Clark, Shirley Dullea, Manfred Roos, Sam Saccardo

Directors Trainers – Jay Bernardini, Matthew Clarke, Kevin McCarthy, George Saccardo

November 29, 2018

## **VIA FEDEX OVERNIGHT**

Commissioner Gayle Cameron  
Massachusetts Gaming Commission  
101 Federal Street  
12th Floor  
Boston, MA 02110

**Re: Request for Public Comment on Region C**

Dear Commissioner Cameron:

The New England Horseman's Benevolent Protective Association submits this letter in response to the Commission's request for public comment on Region C. Specifically, the Board Members respond to question 12:

1. What role should horse racing have in considering a category 1 region C gaming license application?

## **History of Racing in Massachusetts**

As the Commission is well aware, horse racing in Massachusetts was a vibrant and dynamic industry. The industry created thousands of jobs and a large number of Massachusetts residents fed their families and put their children through college from the income they earned working in the industry at Suffolk Downs and/or the fair circuit. The industry generated thousands of farm jobs and preserved hundreds of acres of open space within the Commonwealth. Many prominent breeders, horsemen, sports reporters, racing executives started their careers at Suffolk Downs working on the backside or in the office.

In the late 20<sup>th</sup> century and the early 21<sup>st</sup> century, the industry transitioned. The advent of Advance Deposit Wagering (“ADW’s”) allowed bettors to gamble on their computers or smart phones on races from homes rather than attend live racing. The sport continued to be profitable, but the business model for live racing was changing whereby online betting on thoroughbred racing became the primary revenue generator for the sport. Massachusetts never responded to this change in the industry.

### **Massachusetts Expanded Gaming Act**

In November 2011, Governor Patrick signed the Massachusetts Expanded Gaming Act. The Commission is well aware of the history of the act. As written, the law was intended to be a boon for the racing industry. For the standardbred industry, it has been. For the thoroughbred racing and breeding industry, however, the law had severe unintended consequences.

In September 2014, this Commission made the decision to award the Region A license to Wynn Resorts, Ltd and not Suffolk Downs. Immediately, Suffolk Downs announced that it would be liquidating its assets and shutting its doors. Suffolk Downs wanted to retain its simulcasting revenue, so as the former dog tracks did, it successfully lobbied the legislature to codify its existing simulcasting license as long as it conducted one single live day of racing. Suffolk also successfully acquired the Wonderland Greyhound Park simulcasting license which had no live racing requirement. Suffolk also signed lucrative agreements with the main ADW’s in the country, whereby Suffolk is paid by the ADW’s millions of dollars in fees for operating in the Commonwealth.

In essence, the New England horsemen have been shut out of any of the ADW/simulcasting revenue their labor generates. The result of the aforementioned events has had a dramatic impact on the horsemen and breeders. Many breeding farms shut down and many horsemen left the Commonwealth. It resulted in economic hardship, divorce and families being separated from each other for large parts of the year. Left with little recourse and little negotiating power, the NEHBPA successfully negotiated racing festivals at Suffolk Downs for the past four years to keep the sport alive in the Commonwealth and give the breeders/horsemen an opportunity to earn some income. Many horsemen objected due to these festivals out of a sense of fairness arguing, but not understanding the leverage those codified simulcasting licenses gave Suffolk Downs in negotiations with the horsemen/breeders. It resulted in the dissolution of friendships and unnecessary animosity between former friends who care and love the sport.

In other states that passed similar legislation to the Massachusetts Expanded Gaming Act, the sport and breeding have flourished. Since 2012, the New York breeding industry has grown by \$1.1 billion and added 10,000 jobs. The industry has had a \$5.3 billion impact on the state and has grown by 121% since 2005. The industry employs over 42,400 New Yorkers. The New York thoroughbred industry preserves 1.3 million acres of open space. Massachusetts has seen none of this growth.

## Region C License

The Commission's 2014 decision to award the Region A license to Wynn over Suffolk Downs is in the past. Whether that decision was right or wrong is irrelevant to the horsemen and breeders now. We have had to deal with the consequences of the 2014 decision for the past five years.

The Commissioners at many meetings have lamented the state of the thoroughbred and breeding industry in the Commonwealth. The Commission does have an obligation to the thoroughbred industry. It has to preserve the industry as it is its steward. That is the mandate from the legislature. The Commission does have the power, however to change the consequences of that 2014 decision. Prior to awarding the Region C license, the Commission has broad regulatory authority to require any potential applicant to make a capital investment in the sport of thoroughbred horse racing and build a thoroughbred racetrack so that our breeders and horsemen can come home. The Commission also has the discretion to ensure that the licensee run a meaningful amount of racing days and negotiate a purse agreement that is fair to the Commonwealth, NEHBPA (the recognized horsemen's group), MTBA (the recognized breeders' group) and the licensee. We would request that the Commission exercise its power and fulfill its duty to the horsemen.

Very Truly Yours,



NEHBPA

Cc: Catherine Blue, Esq.  
Commissioner Eileen O'Brien  
Commissioner Enrique Zuniga  
Commissioner Bruce Stebbins  
Joseph F. Savage, Jr., Esq. (NEHBPA HRC Delegate)



Anne T. Gordon  
85 Ridge Hill Avenue  
Brockton, MA 02301

November 1, 2018

Massachusetts Gaming Commission  
101 Federal Street  
12<sup>th</sup> Floor  
Boston, MA 02110  
[mgccomments@state.ma.us](mailto:mgccomments@state.ma.us)

Dear Interim Chair Cameron and Fellow Commissioners,

Please accept this letter in support of reconsideration of the proposed resort casino project in Brockton by Mass Gaming and Entertainment. As a life-long resident of Brockton, I truly believe that a resort casino will benefit not only our city, but also our region with much needed revenue generation and economic development.

Mass Gaming and Entertainment has proposed a \$675 million investment for this resort casino, which will bring in millions of dollars each year of much needed revenue for our city. This investment will create thousands of good paying permanent and temporary union construction jobs. This is in addition to the more than \$12 million in annual payments Mass Gaming & Entertainment has committed to making to Brockton. This significant investment will bring many benefits to our city as we struggle to lower property taxes, fund school programs, revitalize our high school, and increase public safety among just a few.

In addition to the much needed jobs and increased tax revenue, it would revitalize the area and give us an opportunity to rebrand our city. Not only is the fairgrounds land vacant much of the year, but it is also in very poor condition and rundown. The fairgrounds hosts the Brockton Fair one week a year and sporadic one-off events, but is a host to criminal doings and drug activity due to the lack of occupancy.

A new, state-of-the-art resort casino would transform the vacant lot and help drive out crime with a high level of security and activity that would significantly increase safety.

Brockton is filled with hardworking families who want the best for our great city. By building the proposed resort casino, it would transform the vacant lot and kick off the creation of a downtown entertainment district that will help revitalize the region.

Thank you for your consideration of this letter.

Sincerely,



Anne T. Gordon

October 4, 2018  
123 S. Leyden Street  
Brockton, MA 02302

The Massachusetts Gaming Commission  
101 Federal St., 12<sup>th</sup> Floor  
Boston, MA 02110

Dear Chairman Crosby and your Commissioners:

I just wanted to say "Thank You" for not proceeding with considering Brockton, MA as a casino location. I believe you have assisted us in doing what is wisest for Brockton.

Very sincerely,

A handwritten signature in cursive script that reads "Garland Sieben".

Garland Sieben

**Reilly, Janice (MGC)**

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**From:** snofighter@aol.com  
**Sent:** Monday, December 10, 2018 1:34 PM  
**To:** MGCcomments (MGC)  
**Subject:** Re: MGC Agenda Setting Meeting - December 12, 2018 at 10:00am

Hi Are they ever going to do anything with area C ?  
thank you

-----Original Message-----

**From:** Massachusetts Gaming Commission <[mgccomments@state.ma.us](mailto:mgccomments@state.ma.us)>  
**To:** snofighter <[snofighter@aol.com](mailto:snofighter@aol.com)>  
**Sent:** Mon, Dec 10, 2018 10:05 am  
**Subject:** MGC Agenda Setting Meeting - December 12, 2018 at 10:00am



## MGC Agenda Setting Meeting

**DECEMBER 12, 2018**

### MEETING NOTICE

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The Massachusetts Gaming Commission will hold an Agenda Setting Meeting on Wednesday, December 12, 2018, at 10:00am.

The meeting will take place at the Commission's offices at 101 Federal Street, 12th Floor, Boston, MA.

[VIEW THE FULL AGENDA](#)



[mgccomments@state.ma.us](mailto:mgccomments@state.ma.us) | [MASSGAMING.COM](http://MASSGAMING.COM)

## Reilly, Janice (MGC)

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**From:** Ceil Kahn <ceilwk@gmail.com>  
**Sent:** Saturday, December 01, 2018 2:32 PM  
**To:** MGCcomments (MGC)  
**Subject:** Re: Thank you for your submission

I was informed last evening that you were looking for input regarding the Region C casino proposal with a deadline of 5pm. Had I been notified sooner, I would have reiterated yesterday my reasons for not having this license approved.

I can't stress to you strongly enough how bad an idea this is. By allowing a casino to be built at the Brockton fairgrounds you will be destroying my neighborhood.

I outlined in my last plea to you many reasons why I, along with the majority of Brockton residents, are against this. One of my many concerns involves traffic congestion on West Street and the high volume of foot traffic including kids walking to and from school. Just last week a car driving in the wrong lane heading toward that second most dangerous intersection in the state that I mentioned earlier swerved into and nicking a telephone pole, sideswiped a neighbor's bush and destroyed her front stairway. Imagine if someone had been walking by at the time. Now imagine casino traffic causing more congestion and more opportunities for this kind of event to occur.

Please. I implore you.

Do not approve a license for Region C.

Brockton has many problems, I know.

A casino is not a good solution to any of them.

I hope that I will not be contacting you again to say I told you so after the damage has been done.

On Sat, Nov 24, 2018, 11:48 AM Massachusetts Gaming Commission <[mgcccomments@state.ma.us](mailto:mgcccomments@state.ma.us)> wrote:

Thank you for reaching out to the Massachusetts Gaming Commission. The Commission receives a very high volume of correspondence and we'd like to respond individually as much as possible. But since the volume of correspondence sometimes makes that impossible, I would like to take this opportunity to personally express our appreciation for your input and inquiries. If you have expressed an opinion on a regulatory matter, each Commissioner will read it. If your comment is directed toward a particular Commission department, the appropriate person will receive your submission. And if you have asked a question or requested a speaker, we will be back in touch with you.

The single most important priority for the Commission is that the public and the participants know that the licensing and regulatory process is being conducted with the utmost integrity, transparency and care, and that Massachusetts is establishing a strong foundation for a robust, financially stable and rigorously ethical gaming industry. Your participation and feedback are central to that effort.

MassGaming offers a variety of ways for you to stay informed and connected to this process. We encourage you to stay updated on the latest expanded gaming and regulatory information, by visiting us at [MassGaming.com](http://MassGaming.com) or connecting with us via Twitter ([@MassGamingComm](https://twitter.com/MassGamingComm)), [Facebook](https://www.facebook.com/MassGamingComm), and even [Youtube](https://www.youtube.com/MassGamingComm). And if you would like to receive regular correspondence from us, please use the 'Sign Up' feature on the homepage of our website and we will place you on a distribution list to receive regular email alerts and our monthly newsletter.

Thank you again for your feedback.

Stephen P. Crosby

*Chairman*

Your form submission:

Proposed license for casino Region C

As a Brockton resident, I am adamantly opposed to the renewed proposal of the issuance of a Region C license for a casino to be situated at the fairgrounds. The response of local residents was resoundingly clear the first time: this is a terrible idea. The high school is right next to the site. There is a church across the street. There is another school within walking distance. This is a residential neighborhood that already has traffic congestion as well as one of the most dangerous intersections in the state which will become more problematic should this application be approved for this location. We. Do. Not. Need. A. Casino. In. Southeastern Massachusetts. Certainly not in Brockton which will be negatively impacted by higher crime and lowered property values as well as more dangerous congested streets (West Street has a high volume of foot traffic with kids walking to and from school).

Aside from the fact that on line gambling is trending, Brockton is not a "destination city". And the casino market area is saturated already. The damage of a failed casino here will be permanent and irreparable. The negatives immeasurably outweigh the shortsighted benefits except, perhaps, for the billionaire developer who hopes to further line his pockets at the expense of those of us who will see our neighborhoods held hostage to his greed and disregard for our wellbeing.

## Reilly, Janice (MGC)

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**From:** Mark D'Agostino <markdward3@gmail.com>  
**Sent:** Friday, November 30, 2018 9:30 PM  
**To:** MGCcomments (MGC)  
**Subject:** Region c casino

Good evening

Members of the gaming commission, let me start by thanking you for your careful and thoughtful consideration for the region c casino. I appreciate you taking the time to consider my comments.

I am looking at this issue from several angles. As a member of the Brockton school committee, as a local business owner and as a local resident.

As a school committee member over the last three years we have had to cut over \$32 million dollars from our budget. This has meant eliminating many programs, staff positions, and deferring much needed building maintenance. This has resulted class sizes over of over 30, school buildings in need of maintenance. I realize that the casino in and of itself will not resolve all of these issues but it will certainly help get things moving in a better direction.

As a business owner I see the casino as a boon to our local economy. A safe economically thriving city will benefit every resident and every business in the city. More jobs and steady pay checks for local residents will certainly benefit my clients both commercial and personal and yes my insurance agency will reap some of the benefits of a stronger economy enabling me and other local business to pay better wages give better benefits and make many investments in our businesses that our employees will benefit from. The city would be able to invest in infrastructure and safety that it currently can not invest in. Specifically our aging roads and our aging water system are in need of serious attention. This will also benefit every resident and business. Finally on the business aspect this casino will draw in a clientele with disposable income that is not coming to Brockton now.

As a resident. If I want to play casino games I take my money out of Massachusetts and give it to Connecticut. I would much rather spend that money right here not only in Massachusetts but in my own city. Beyond those of us who like gaming they are also many who would like the opportunity to visit the shops and restaurants that come with a casino again right here in our own town. Currently if I want to take my wife out to a fine dining establishment there are no options in Brockton. My wife who does not support gambling commented that it would be nice to enjoy shows, shopping, and fine dining restaurants right here in Brockton instead of having to spend that money out of town.

Thank you so very much for taking the time to read my comments.

--

Mark S D'Agostino,  
Brockton School Committee, Ward 3  
111 Tosca Dr  
Brockton MA 02301



## Reilly, Janice (MGC)

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**From:** Brian Madden <bjmadd13@aol.com>  
**Sent:** Friday, November 30, 2018 9:08 PM  
**To:** MGCcomments (MGC)  
**Subject:** Region C license for Brockton Fairgrounds

Good day,

I am a Brockton resident and have been most of my life. My perspective regarding the Region C license and the Brockton Fairgrounds site is a positive one. I am aware of the pros and cons of constructing a gambling casino in a community like Brockton. Most of the community is low income and the demographics are very diverse. The city has its problems with crime, as does many communities that mirror Brockton's economic position. The tax revenue to the community will boost the economy in many ways. The funding from the casino directly and the additional spending to local businesses. Some outside communities have a predetermined opinion about Brockton. I believe many will have a change of mind once they experience Brockton hospitality, and visit some of our dining and entertainment venues.

The approval of the license C region to Brockton will provide a benefit to the community in many ways. Supporters argue that the approval will provide jobs. Yes it will in the short term and long term. Through construction, vendors, temporary positions in the short term and positions running the operation in the short and long term. Also businesses near the casino may have a boost in business, warranting additional hiring.

Unfortunately, Brockton's state and government funding continues to decline. Mayor Carpenter and finance committee continue to strive to meet budget goals, despite constant cuts at state levels. Approval of the Region C license for Brockton will benefit not only Brockton but neighboring communities. Rush Street Gaming has a viable plan in place to project success. Without the Region C license approval from the gaming commission the project is defeated without any chance of success.

There will be an adjustment period regarding traffic and the flow in and out of Brockton. This will pass as patrons and residents try to figure out how to reduce the impact on their travel time. Belmont Street is currently under construction, widening the street. This ultimately will help with traffic congestion entering and exiting the area of the Casino site.

Approval of the Region C licensing for Brockton's Fairgrounds will be a win-win for Brockton's residents, businesses, law enforcement, local government and infrastructure.

Residents: job opportunities and less layoffs due to budget cuts, improved infrastructure (street repairs), safer community (more police and firefighters potentially), entertainment (concerts, boxing)

Businesses: with increased jobs people will spend more locally. Increased patronage/ increased spending,

Law enforcement: potential new hires, overtime, new equipment,

Local government: funding, funding, funding. Guaranteed fundings annually.

Thank you,

Brian Madden

16 Ellis Street # 3  
Brockton, MA 02301  
508-484-3834  
[Bmadd613@gmail.com](mailto:Bmadd613@gmail.com)

--

Sent from Gmail Mobile

Sent from my iPhone

## Reilly, Janice (MGC)

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**From:** Cedric Cromwell <Cedric.Cromwell@mwtribe-nsn.gov>  
**Sent:** Friday, November 30, 2018 5:29 PM  
**To:** MGCcomments (MGC)  
**Subject:** REGION C - WRITTEN COMMENTS (MASHPEE WAMPANOAG TRIBE)  
**Attachments:** 11.30.18 Correspondence to Mass Gaming Commission re 6.6.18 MGE RRequest .pdf;  
ATT00001.htm

Good evening. On behalf of the Mashpee Wampanoag Tribe, I hereby submit the attached written comments into the record of the MGC. We submit in response to the letter from MGE dated June 6, 2018 and the MGC's subsequent request for comments.

Thank you for your consideration.



**Mashpee Wampanoag Tribe**  
483 Great Neck Road, South  
Mashpee, MA 02649  
Phone 508.477.0208 Fax 508.477.1218

November 30, 2018

Massachusetts Gaming Commission  
101 Federal Street  
Twelfth Floor  
Boston, MA 02110

**Re: Written Response to the Massachusetts Gaming Commission concerning  
the 6.6.18 MGE Request**

Dear Massachusetts Gaming Commission,

On behalf of the Mashpee Wampanoag Tribe, we hereby submit these comments in response to the Commission's recent request for comment relating to the June 6, 2018 request from Mass Gaming & Entertainment's (MG&E) urging the Commission to re-open Region C (Southeastern Massachusetts) and to award a Category 1 gaming license to MG&E despite the Commission's earlier rejection of MG&E's bid. The Tribe reserves all comment on the series of questions issued by the MGC and deems any response on these items to be premature given the fact that the Tribe's reservation remains in trust. Unless and until the land is taken out of trust, pursuant to a plain reading of the Massachusetts Gaming Act, MGC lacks authority to award a Category 1 license in Region C in the absence of a determination that the United States will not take land in trust for the Tribe.

Although these questions are premature given that the legal status of the Tribe's reservation has not changed, we do very much appreciate the careful and thoughtful approach that the MGC is taking on issues regarding Region C. As such, the Tribe is fully prepared to engage in a fuller discussion of these matters if and to the extent they become ripe in the future and looks forward to long and cooperative relationship with the MGC once its trust land status is properly reaffirmed by the US Congress and/or the federal courts.

Additionally, given the litany of mischaracterizations and outright falsehoods contained in MG&E's correspondence, as well as the insurmountable economic and legal flaws in its proposal, we would urge you to dismiss its request as a proper basis to re-open discussions regarding Region C for the following reasons:

## **I. MG&E's Petition is Based on a False Premise**

Central to MG&E's rationale for reconsideration is a duplicitous argument; namely the erroneous contention that "in the two years since the Commission's decision (to deny MG&E a commercial license), the Mashpees have not been able to do anything in Taunton – and they will not be able to do anything in the future either." The MG&E letter then goes on to cherry-pick several "facts", without context, in an attempt to misrepresent the status of the Tribe's trust lands and MG&E's role in attempting to undermine this trust status and thwart the Tribe's project.

MG&E's deceit is exemplified by the false assertion that the existence of ongoing litigation somehow means that "there is no land in trust." As the MGC is well aware, the United States accepted land in trust for the Mashpee Tribe in Taunton nearly three years ago, and nothing in this litigation has altered this fact. Not only does the Tribe's land remain trust, MG&E's letter glaringly omits the central fact that it has financed a federal lawsuit and an army of lawyers and lobbyists, and that these efforts are responsible for the delay in the construction of the First Light Resort & Casino in the first place. MG&E's falsehoods are especially ironic given that it was MG&E's own law firm (Nixon Peabody) that petitioned the federal court to consider taking the Mashpee Tribe's land out of trust – a request that the court promptly and unceremoniously denied.

These MG&E-initiated delays have caused great harm to the people of Mashpee, the City of Taunton and the Commonwealth of Massachusetts. If not for the litigation financed by MG&E, the Tribe's \$1 billion resort and gaming facility in Taunton would have already been open. According to a recent analysis completed by the Spectrum Group, which we are happy to provide to the MGC upon request, the delays caused by MG&E and its backers Neil Bluhm and George Carney have deprived the Commonwealth of an estimated \$250 million in revenue. In addition to this lost revenue to the Commonwealth, MG&E's delay tactics have resulted in the loss of thousands of construction jobs; and the continued delay of desperately needed infrastructure improvements to Routes 24 and 140 that have been sought by local, state, regional and federal officials for many years — improvements that are critical to the health of the regional economy.

The City of Taunton has suffered as well. The delays caused by MG&E have needlessly deprived the City of \$30 million worth of important public works; a new and enhanced fire station; additional police officers; and funds set aside to improve municipal services. This has been quite harmful to the people of Taunton, a community that overwhelmingly supported the Tribe's project in a city-wide referendum.

The legal battles have also cost the tribe and placed at risk the Tribe's ability to recover a portion of the \$500 million in soft costs that have already been invested in this development.

In short, MG&E's assertion that it has chosen to "respond in a constructive way" rather than to "pursue litigation" is demonstrably false, and its attack on Southeastern Massachusetts and the Mashpee Tribe is – at best – reckless and dishonorable. Accordingly, the MGC should not give any consideration to MG&E's petition. Doing so would reward MG&E's ongoing efforts to misrepresent the record, to dispossess the people of Mashpee from its ancestral homeland, and to deprive Southeastern Massachusetts of

badly needed economic development. These outrageous maneuvers should not be rewarded by the Commonwealth. They should be condemned.

## **II. The MGC Properly Rejected MG&E's Proposal on its Merits**

A second and equally egregious falsehood perpetuated by MG&E and its backers is their mischaracterization of the myriad reasons why their initial bid for a commercial casino license was rejected. They fail to mention just how divisive their proposal was to the City of Brockton. They ignore how vast sums of money were expended to persuade local residents to support a project that failed to meet not only the standards set by the Expanded Gaming Act, but their own community. The local referendum vote in Brockton was passed by less than 150 votes. Clearly, Brockton residents were less than enthusiastic about the proposal.

More to the point, the casual reader of MG&E's letter would surmise that the sole reason for the MGC's 4-1 vote to reject their bid was due to the Tribe's proposed development. But the Commission and any careful observer know better.

Certainly, the presence of two casinos in same region — cannibalizing the market and thus upending the intent of the state's Expanded Gaming Act — would be reason enough to reject the MG&E proposal. However, after an exhaustive analysis, the MG&E bid was, to borrow Chairman's Crosby's words, a "great disappointment," planted "in the middle of a vast parking lot ... completely isolated from any other operating part of the community, with no links or strategies for broader urban renewal or economic development".

Unlike the other destination resort casino proposals in Springfield and Everett, there was no "wow factor" with the MG&E plan. As Chairman Crosby said at the time, "the approach of the applicant seemed to be: 'We will do good things. Just trust us.'"

In the aftermath of MG&E's failure to win broad local, regional or state support, it has chosen to embark on a sustained effort to sever the Tribe from its ancestral land -- land that the Wampanoag people have occupied for 12,000 years -- and to deprive the region of much needed economic development. These efforts are as sad as they are sordid.

To end the delay and local frustration caused by MG&E's efforts, and to protect the Tribe's reservation from further attack, the Massachusetts Congressional delegation, joined by a broad bi-partisan coalition of lawmakers and supported by communities across Massachusetts and tribes across the country, introduced the Mashpee Wampanoag Tribe Reservation Reaffirmation Act. Contrary to MG&E's contentions, this legislation does not "undo" any court decisions. Rather, it relies on established legislative and legal precedent to authoritatively reaffirm the status of the Tribe's trust land and reflects the United States' solemn trust responsibility to tribes.



### III. The MGC Should Dismiss MG&E's Petition

As the Commonwealth approaches the 400<sup>th</sup> Anniversary celebration of the Pilgrims landing—which would not have been possible without the aid of the Tribe's ancestors—we urge the MGC not to reward those who have been actively seeking to take away the Tribe's reservation, thereby undermining the Tribe's ability to timely implement its good faith commitments to the Commonwealth, the City of Taunton, and the Town of Mashpee.

We urge the MGC to dismiss MG&E's petition and join us in calling on Neil Bluhm and George Carney to end their quest and to send their lawyers, architects and lobbyists back to Chicago, so that we can resume the most significant economic revitalization project in southeastern Massachusetts to have come along in decades.

Sincerely,

A handwritten signature in cursive script, reading "Cedric Cromwell". The signature is written in black ink and is positioned above the typed name.

Chairman, Mashpee Wampanoag Tribe

## Reilly, Janice (MGC)

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**From:** Kurt Calderwood <kcmcgc@yahoo.com>  
**Sent:** Wednesday, November 28, 2018 6:54 AM  
**To:** MGCcomments (MGC)  
**Subject:** Casino

Dear commissioner's

My name is Kurt Calderwood and I am a city of Brockton resident and it is my understanding that the commission will be voting on the issue to re-opening Region C for the possible granting of a category 1 license. Please allow this to happen  
Thank you for your time Kurt Calderwood

Sent from my iPhone

## Reilly, Janice (MGC)

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**From:** Margery Giannelli <gianne2@verizon.net>  
**Sent:** Tuesday, November 27, 2018 10:27 PM  
**To:** MGCcomments (MGC)  
**Subject:** Region C

As a resident of the city of Brockton, I am asking that you grant a region C license to the city of Brockton.

A Resort Casino at the Brockton Fairgrounds would benefit the city of Brockton in many ways. I understand that Mass Gaming and Entertainment is prepared to make a \$650 million dollar investment which would create further economic development around the casino such as restaurants, shops, movie theaters, and an arena.

Mass Gaming is expecting to fill about 1800 permanent full time well-paying jobs, also about 1400 construction jobs which will be offered to as many Brockton residents as possible.

The city of Brockton has voted and won by the majority to have a Resort Casino at the Brockton Fairgrounds.. I ask you to "Please Grant the Region C License to the City of Brockton.

Thank you.

Sincerely,

Margery Giannelli  
35 Ida Ave  
Brockton, MA 02302

## Reilly, Janice (MGC)

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**From:** jackie1327@aol.com  
**Sent:** Tuesday, November 27, 2018 9:18 PM  
**To:** MGCcomments (MGC)  
**Subject:** The Brockton Casino

Dear Commission:

I am a Local 7 ironworker and former resident of Brockton Ma. I am a supporter of the Resort Casino in Brockton. I feel the city will benefit and will provide a huge boost to local businesses. This will create jobs for the city as well as over 1,400 union construction jobs. This would lower our unemployment rate and increase revenue.

I am asking that you please approve the Region C application for the Brockton Casino. Thank you for your consideration.

Sincerely,  
Steven P. Dustin

## Reilly, Janice (MGC)

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**From:** linda Johnson <33lindajohnson@gmail.com>  
**Sent:** Tuesday, November 27, 2018 8:00 PM  
**To:** MGCcomments (MGC)  
**Subject:** Region C

Dear Commissioners

As a resident of Brockton I am writing to ask for your approval of a casino on the Brockton Fair Grounds. Brockton is filled with hardworking families who want the best for our great city. A resort casino will bring much needed money and jobs to help our city move forward. This is an important opportunity that will bring 1500 permanent jobs to the city. In addition to those permanent jobs it will create 1400 union construction jobs. These good paying union jobs are a chance for Brockton residents to earn the kind of pay and benefits needed to live in the city we love and take care of our families. This project will have long lasting positive effects on the City's employment rate and will increase revenue that will be used to improve our schools and public safety and will help spur the revitalization of our city. I ask that you approve Region C applications for the Brockton Casino and let us shine once again as the city of champions.

Thank you for your consideration,

Terence Brosnan

**Reilly, Janice (MGC)**

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**From:** maria <mariam971@aim.com>  
**Sent:** Tuesday, November 27, 2018 5:47 PM  
**To:** MGCcomments (MGC)  
**Subject:** Casino

I am a Brockton resident and I would like the casino to come to Brockton.

-Maria



## Reilly, Janice (MGC)

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**From:** Gerald Arneaud <g.arneaud@gmail.com>  
**Sent:** Monday, November 26, 2018 9:03 PM  
**To:** MGCcomments (MGC)  
**Subject:** Region C

Dear Commissioners

I am writing to you in favor of the Region C License to be awarded to the City of Brockton. I am a proud union member of Carpenters Local 346. Mass Gaming and Entertainment and Rush Street Gaming is going to make a \$650 million dollar investment into Brockton which would create 1400 good paying union construction jobs! In addition to that it will create 1500 permanent jobs at the casino and will create the opportunity for further economic development. This project will likely lead to the creation of an "Entertainment Zone" around the casino which would ease the way for further development such as an Arena, Movie theaters, Restaurants and Specialty shops. This will also serve to attract further investments in Brockton such as mixed use and housing around Brockton's three commuter rail stops. These opportunities will be transformational for the local economy. I respectfully ask that you vote to approve Region C applications for the Brockton Casino.

Thank you for your consideration,

Gerald Arneaud

Sent from my iPhone

**Reilly, Janice (MGC)**

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**From:** Tobias Cowans <ttcowans@yahoo.com>  
**Sent:** Monday, November 26, 2018 7:23 PM  
**To:** MGCcomments (MGC)  
**Subject:** City of Brockton/Regency Casino Appeal

Dear Licensing Officials-

Please accept this as an informal introduction. I am a Brockton resident at 337 West Elm Street and have lived here for approximately 15 years. I am a active community volunteer and very concerned about education, community safety and the future of this Brockton community. As a former Human Services program director in Brockton, I have witness the growing community service needs from our public streets into our public schools. The needs are much greater than existing resources. Our community is a very diverse one with over 75 different languages spoken, however, our existing services are extremely limited due to the lack of funding.

Although, I am not a avid gambler....I see the desperate need for additional revenue needed to expand existing city services. For example, additional police officers, additional fire fighters, additional teachers in our public schools, additional crossing guards for our 18,000 students traveling to school on a daily basis.

I appeal to you to please reconsider approving the REGENCY CASINO License for our Brockton area community. This opportunity is a rare one and can be a huge deciding factor in the future of our community.

*Tobias T. Cowans  
337 West Elm St.  
Brockton, MA 02301*

**Reilly, Janice (MGC)**

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**From:** Cathy McAnistan <cathym.neab@gmail.com>  
**Sent:** Monday, November 26, 2018 7:17 PM  
**To:** MGCcomments (MGC)  
**Subject:** Regency License

To whom it may concern:

As a resident of the city of Brockton, I believe the Regency License should be awarded to our city, Brockton, as it will have a positive economic impact not only to us but the surrounding South Shore community.

The continued annual layoff of teachers and public safety personnel can be avoided with the estimated 10 million dollars of revenue from the casino to the city of Brockton.

**A win win situation where you are certain to do well and be successful.**

Thank you for your consideration.

Stephen Curtis  
153 Dixon Road  
Brockton MA 02302

**Reilly, Janice (MGC)**

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**From:** buck1055@aol.com  
**Sent:** Monday, November 26, 2018 5:53 PM  
**To:** MGCcomments (MGC)  
**Subject:** Region C License supporting Brockton's bid  
**Attachments:** Buck;s letter to MGC 112618.docx

To whom It may Concern:

Please find attached a copy of a letter I have written supporting the Brockton's attempt to gain the Region C license for a casino. If you need any other verification, please contact me at 781 820-0231.

Robert F. Buckley

To Whom It May Concern:

I write this letter in support of the proposed Region C casino in Brockton.

I come to this decision from a unique perspective. I have been a teacher in the Brockton School System since 2007 and in that time, I have been given a pink slip notice in five of those years including the past two years. I have been fortunate enough to be recalled each time but some of my younger colleagues have not been as fortunate. I am a proud teacher in the Brockton School System and would challenge the quality of a Brockton education to any in the state. It does not change the fact the Brockton School System is not as strong as it was when I began in 2007. The demands on the schools continue to rise while revenues continue to fall. No school system, regardless of how great its teachers, can maintain the highest standards following that formula.

I also had the honor of serving as Mayor Bill Carpenter's Chief of Staff for the first three years of his administration. I worked closely with the Mayor and Chief Financial Officer John Condon in establishing the city's budget. Quite frankly, I would always be amazed how the budget was balanced year after year as deficits grew and revenues went in the opposite direction. I saw a police department that should have had 250 officers work with 200. I saw a personnel department work with just four workers in a city of 100,000 and a public works department that had been cut to the barebones before our administration had taken control.

The problem is the city is in constant search for revenue and cannot constantly rely on the homeowners and business owners to bear the burden. The casino would supply the city with \$10-12 million in revenue; revenue that could aid in the school budget, the city's various departments as well as improving the visibility of Brockton a destination city. One also must recognize the city is dealing with a 55-year old high school which houses over 4,000 students daily. The school is in a state of decay and needs a bond issue for the renovation. The city would be unable to afford the bond without a revenue source like the casino.

Therefore, I ask you to please vote yes for the Region C casino in Brockton.

Sincerely,

Robert F. Buckley

**Reilly, Janice (MGC)**

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**From:** Andrew Bassett <abassett77@gmail.com>  
**Sent:** Monday, November 26, 2018 5:32 PM  
**To:** MGCcomments (MGC)  
**Subject:** Brockton casino

Please open region C permit process. Brockton could benefit greatly from a casino.  
Thanks,  
Andrew Bassett



**Reilly, Janice (MGC)**

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**From:** patsullivan@lycos.com  
**Sent:** Monday, November 26, 2018 5:25 PM  
**To:** MGCcomments (MGC)  
**Cc:** lawton225@yahoo.com  
**Subject:** Casino Brockton

Dear Commissioners,

My name is Patrick Sullivan. I am the Business Manager of Mass Laborer's Local 1162 which represents over 300 Brockton City Employees. I am aware that your commission will soon be voting on the issue of re-opening Region C for the possible granting of a Category 1 Casino License. The Union urges you to consider Brockton for this license.

Thank you in advance for your consideration.

Best regards,

Patrick Sullivan

**Reilly, Janice (MGC)**

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**From:** Ann Q <amq624@yahoo.com>  
**Sent:** Monday, November 26, 2018 5:25 PM  
**To:** MGCcomments (MGC)  
**Subject:** Brockton casino

Please reopen Region C permit process. I do believe that Brockton would benefit from a casino in our city.  
Thank you

Sent from my iPhone

**Reilly, Janice (MGC)**

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**From:** Ashley Quinlan <quinashley88@gmail.com>  
**Sent:** Monday, November 26, 2018 5:15 PM  
**To:** MGCcomments (MGC)  
**Subject:** Brockton casino

Please reopen the region C permit . Brockton could benefit greatly from the casino . Thank you

Sent from my iPhone

**Reilly, Janice (MGC)**

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**From:** Pat L. <lawtonlaw@gmail.com>  
**Sent:** Monday, November 26, 2018 8:35 AM  
**To:** MGCcomments (MGC)  
**Subject:** A Request to Reconsider Region 'C'

**Dear Commissioners:**

I am writing in full support of the proposed casino project in Brockton, Massachusetts. As a resident of Brockton, I truly believe that a casino will only benefit our region and City with much needed revenue generation and economic development.

This significant investment by Mass Gaming and Entertainment will bring many benefits to our City as we struggle to lower property taxes, fund school sports programs and increase public safety. We can make Brockton a destination City that drives crowds to not only the casino, but also to our local businesses.

*Sincerely,*

**Patrick O. Lawton**

\*\*\*\*\*

**Patrick O. Lawton**

**Lawton & Lawton**  
**157 Belmont Street**  
**Brockton, MA 02301**

**O: (508) 588-3010**  
**M: (508) 232-5858**  
**F: (508) 584-8524**  
**E: [LawtonLaw@Gmail.com](mailto:LawtonLaw@Gmail.com)**

**\*\*\*\*\* E-mail confidentiality notice \*\*\*\*\***

***This message may contain Private and Confidential information. If you have received this message in error, please notify the Law Offices of Lawton & Lawton at #(508) 588-3010 or #(508) 930-4052 and promptly remove it from your system.***

## Reilly, Janice (MGC)

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**From:** Mike Rakoski <miker-2@hotmail.com>  
**Sent:** Sunday, November 25, 2018 4:20 PM  
**To:** MGCcomments (MGC)  
**Subject:** Region C

>

>

> Dear Commissioners

>

> I am writing to you in favor of the Region C License to be awarded to the City of Brockton. I am a proud union member of Carpenters Local 346. Mass Gaming and Entertainment and Rush Street Gaming is going to make a \$650 million dollar investment into Brockton which would create 1400 good paying union construction jobs! In addition to that it will create 1500 permanent jobs at the casino and will create the opportunity for further economic development. This project will likely lead to the creation of an "Entertainment Zone" around the casino which would ease the way for further development such as an Arena, Movie theaters, Restaurants and Specialty shops. This will also serve to attract further investments in Brockton such as mixed use and housing around Brockton's three commuter rail stops. These opportunities will be transformational for the local economy. I respectfully ask that you vote to approve Region C applications for the Brockton Casino.

>

> Thank you for your consideration,

>

> Michael Rakoski

> Local 346

## Reilly, Janice (MGC)

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**From:** 1958pljr <1958pljr@gmail.com>  
**Sent:** Sunday, November 25, 2018 12:31 PM  
**To:** MGCcomments (MGC)  
**Subject:** RE: Casino Brockton

My Name is Paul Lapierre, I'm a life long Brockton resident, bringing a first class Casino to Brockton would be a wonderful asset to our City, all of my friends and family feel the same way!!!! Ty so much for considering Brockton for this great venue.

Sent from my MetroPCS 4G LTE Android Device

----- Original message -----

**From:** "MGCcomments (MGC)" <mgccomments@state.ma.us>  
**Date:** 11/18/18 6:14 PM (GMT-05:00)  
**To:** 1958pljr <1958pljr@gmail.com>  
**Subject:** RE: Casino Brockton

Thank you for reaching out to the Massachusetts Gaming Commission. The Commission receives a very high volume of emails and we'd like to respond individually to as many as possible. But since the volume of correspondence sometimes makes that impossible, I would like to take this opportunity to personally express our appreciation for your input and inquiries. If you have expressed an opinion on the regulatory process, each Commissioner will read it. If you have signed up to speak at a public forum, you will be registered as the emails are received. And if you have asked a question or requested a speaker, we will be back in touch with you.

The single most important priority for the Commission is that the public and the participants know that the licensing and regulatory process is being conducted with the utmost integrity, transparency and care, and that Massachusetts is establishing a strong foundation for a robust, financially stable and rigorously ethical gaming industry. Your participation and feedback are central to that effort.

MassGaming offers a variety of ways for you to stay informed and connected to this process. We encourage you to stay updated on the latest expanded gaming and regulatory information, by visiting us at [MassGaming.com](http://MassGaming.com) or connecting with us via Twitter ([@MassGamingComm](https://twitter.com/MassGamingComm)), [Facebook](https://www.facebook.com/MassGamingComm), and even [Youtube](https://www.youtube.com/MassGamingComm). And if you would like to receive regular correspondence from us, please use the 'Sign Up' feature on the homepage of our website and we will place you on a distribution list to receive regular email alerts. Our various methods for public outreach will continue to provide timely and important gaming information to residents, business owners, and individuals seeking a comprehensive resource to learn more about the status of the regulatory process and our overall efforts to successfully implement The Gaming Act.

Thank you again for your interest in this important issue.



**Reilly, Janice (MGC)**

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**From:** Kristen Osis <kosis28@icloud.com>  
**Sent:** Saturday, November 24, 2018 5:01 PM  
**To:** MGCcomments (MGC)  
**Subject:** Brockton casino

Please reopen the permit for region C. Bring could benefit greatly from a casino. Thank you

Sent from my iPhone

## **Reilly, Janice (MGC)**

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**From:** Alex Bezanson <alexbezanson@yahoo.com>  
**Sent:** Saturday, November 24, 2018 3:56 PM  
**To:** MGCcomments (MGC)  
**Cc:** atslinenman@aol.com  
**Subject:** Casino= Region C

Dear Commissioners

I strongly urge you to approve a destination casino for Region C-City of Brockton. As a former selectman in the town of Abington, I know first hand the benefits this casino would bring to our region. The city of Brockton and Mayor Carpenter have made great strides in redeveloping the city and this casino would enhance all the hard work that has been put into the city in the last few years. This region needs a project like this in order to survive. The surrounding towns have 10% or less of commercial development and we need jobs and the related businesses that a casino would bring. Again, I urge you to support a casino for the city of Brockton.

Best Regards

**Alex Bezanson**  
**781-953-1236**

## Reilly, Janice (MGC)

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**From:** MGC Website <massgamingcomm@gmail.com>  
**Sent:** Saturday, November 24, 2018 11:48 AM  
**To:** MGCcomments (MGC)  
**Subject:** Contact the Commissioner Form Submission

### Name

Ceil Kahn

### Email

[Ceilwk@gmail.com](mailto:Ceilwk@gmail.com)

### Phone

(508) 468-4244

### Subject

Proposed license for casino Region C

### Questions or Comments

As a Brockton resident, I am adamantly opposed to the renewed proposal of the issuance of a Region C license for a casino to be situated at the fairgrounds. The response of local residents was resoundingly clear the first time: this is a terrible idea. The high school is right next to the site. There is a church across the street. There is another school within walking distance. This is a residential neighborhood that already has traffic congestion as well as one of the most dangerous intersections in the state which will become more problematic should this application be approved for this location. We. Do. Not. Need. A. Casino. In. Southeastern Massachusetts. Certainly not in Brockton which will be negatively impacted by higher crime and lowered property values as well as more dangerous congested streets (West Street has a high volume of foot traffic with kids walking to and from school).

Aside from the fact that on line gambling is trending, Brockton is not a "destination city". And the casino market area is saturated already. The damage of a failed casino here will be permanent and irreparable. The negatives immeasurably outweigh the shortsighted benefits except, perhaps, for the billionaire developer who hopes to further line his pockets at the expense of of those of us who will see our neighborhoods held hostage to his greed and disregard for our wellbeing.

**Reilly, Janice (MGC)**

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**From:** Richard Lawton <lawton.richard@comcast.net>  
**Sent:** Friday, November 23, 2018 3:26 PM  
**To:** MGCcomments (MGC)  
**Subject:** [No Subject]  
**Attachments:** Mass Gaming Commission 11-22-2018.pdf

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Richard J. Lawton  
Attorney at Law  
157 Belmont St.  
Brockton, MA 02301

Phone: (508) 588-3010  
Mobile: (508) 942-8239  
Fax: (508) 584-8524  
[lawton.richard@comcast.net](mailto:lawton.richard@comcast.net)

Robert S. Lawton  
406 Rockland Street  
Brockton, Massachusetts 023012  
[rlaw@comcast.net](mailto:rlaw@comcast.net)

November 22, 2018

**The Commonwealth of Massachusetts  
Massachusetts Gaming Commission  
101 Federal Street, 12th Floor  
Boston, MASS 02110  
[mgccomments@state.ma.us](mailto:mgccomments@state.ma.us)**

**Re: Request to re-open Regional C for a category 1 gaming license.**

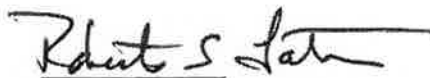
Dear Madam/Sir,

Please accept this letter in support of the Commissions look at a gaming license for Region C. As a lifelong resident of the City of Brockton, I have witnessed the financial decay of this city as its once vibrant manufacturing was exported from this country and small businesses that supported the local industry faded away over the last quarter century. Brockton is the site of Thomas Edison's first ventures into electrifying a city when he created the first power plant which revolutionized the world. The City cannot expect the likes to Thomas Edison to come to the rescue but I hope that the states Gaming Commission can consider being the creator of a resort casino in Brockton that will create a revival.

I grew up in Brockton where many of us sought part time employment with the Brockton Fair and or the Raynham Dog Track. Those significant sources of employment for Brockton regional people stopped with the legislative end of greyhound dog racing.

The City of Brockton is craving a source of economic excitement that will become the start of a comeback which occurred in Worcester in the recent decade. I am confident that if the City of Brockton had an opportunity to have a Resort Casino, it would be just what we need to see a revival of small business and enthusiasm for the future of the city.

Very truly,



Robert S. Lawton

**Reilly, Janice (MGC)**

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**From:** Paul Saab <psaab.1@aol.com>  
**Sent:** Friday, November 23, 2018 2:57 PM  
**To:** MGCcomments (MGC)

Dear Commissioner:

As a longtime resident of Brockton, I am asking for a casino to be approved at the Brockton Fair Ground. A resort casino would bring money and jobs we need to help the city of Brockton to improve.

In addition to jobs, it would also establish a great image for Brockton and bring in revenue. Currently the fairgrounds land is vacant most of the year. A new resort casino would transform the vacant lot. It would help drive out crime and with a high level of security and activity that would significantly increase safety.

Sincerely,  
Paul Saab



## Reilly, Janice (MGC)

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**From:** John Saab <jsaab2@icloud.com>  
**Sent:** Friday, November 23, 2018 2:41 PM  
**To:** MGCcomments (MGC)

Dear Commissioners,

I am writing in support of the Brockton Casino Proposal. A casino will bring in a huge source of revenue and tourism that can further benefit the local businesses. Additionally, the proposal will bring about several new jobs both in the construction and in operation of the casino, as well as, in the purchasing of goods and services of local businesses.

As the owner of a small business in Brockton, I hope you will support myself and the owners of many other businesses of this project.

Sincerely,  
John Saab

Sent from my iPhone

**Reilly, Janice (MGC)**

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**From:** Diana Saab <dianasaab1@yahoo.com>  
**Sent:** Friday, November 23, 2018 2:35 PM  
**To:** MGCcomments (MGC)  
**Subject:** Brockton Casino Project

Dear Commissioners,

A resort casino will bring many economic opportunities to the local businesses and to the city. A sharp increase in tourism will expand business interactions, which further contributes to the developments of several city operations, such as that in education and infrastructure. Additionally, the casino will be in need of employment in both operation and construction sectors, so many Brockton citizens will be in position of a new job, most likely. Overall, this increase in employment will prosper the Brockton families and will drive up the revenue and profits of local businesses.

As the owner of a small business in Brockton, I ask for your support of this resort casino license.

Sincerely,  
Diana C. Saab

**Reilly, Janice (MGC)**

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**From:** GHAZI SAAB <gsaab1@aol.com>  
**Sent:** Friday, November 23, 2018 2:27 PM  
**To:** MGCcomments (MGC)

Dear Commissioners,

As the owner of a small business in Brockton, I ask that you support the Brockton Resort Casino Proposal for the following reasons. Primarily, the casino will attract residents in neighboring cities to Brockton, thus increasing the interactions in many local businesses. This increase in business interactions will increase revenue and profit, which can be used to support the schools, law enforcement, and infrastructure. Second, a resort casino will create several jobs to the residents of Brockton. Not only will there be a need for employees to build the casino, but there will also be a need for employees to run the casino. With an increase in employment, the spending power of residents will increase further helping the cities economy.

Sincerely,  
Ghazi B. Saab

Sent from my iPhone

**Reilly, Janice (MGC)**

---

**From:** jlbcarpen <jlbcarpen@aol.com>  
**Sent:** Monday, November 19, 2018 10:31 PM  
**To:** MGCcomments (MGC)  
**Subject:** Brockton Casino  
**Attachments:** Scan\_0179.pdf

See Attached please,  
James Bragg

COPY



PROBLEM GAMBLING MGC JOBS CONTACT Search...

MISSION NEWS LICENSING REGULATIONS & COMPLIANCE

MASSACHUSETTS GAMING COMMISSION  
COMMISSION NEWS

A Request for Public Comment: Request to Reconsider  
Region C

Blog

BLOG

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A Request for Public Comment:  
Request to Reconsider Region C

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October 03, 2018 by MGC Communications 0 comments

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The Massachusetts Gaming Commission has received a request to re-open Region C (Southeastern Mass.) for the award of a Category 1 gaming license. As part of that process, the Commission is requesting comments on the items listed below. Please submit comments by emailing [mgccomments@state.ma.us](mailto:mgccomments@state.ma.us) with 'Region C' in the subject line, or by mail to:

Massachusetts Gaming Commission  
101 Federal Street, 12th Floor  
Boston, MA 02110

Resident Letters

Dear Commissioners:

As a longtime resident of Brockton I am asking for your approval of a casino on the Brockton Fair Grounds. Brockton is filled with hardworking families who want the best for our great city. A resort casino will bring the money and jobs we need to help move us forward.

In addition to jobs, it would also revitalize the area. Currently the fairgrounds land is vacant much of the year. It is host to crime, drugs and other illicit activities because of its location and lack of activity. A new, state-of-the-art resort casino would transform the vacant lot. It would help drive out crime and with a high level of security and activity that would significantly increase safety.

Sincerely,

Dear Commission:

Brockton needs jobs and we now have the opportunity of a lifetime to bring them to our city. The resort casino proposal will bring 1,500 permanent jobs to the city as well as 1,400 union construction jobs. These would be good paying jobs that many of families need to afford to stay in the city we call home.

In addition to jobs, as we lower our unemployment rate and increase revenue we will improve our schools and public safety and start the effort to revitalize our city. I ask that you please approve the Region C application for the Brockton Casino and give Brockton a chance to once again be the city of champions.

Thank you for your consideration,

Dear Commissioners:

Your decision on the fate of the Region C license could significantly impact Brockton's future for years to come. Mass Gaming and Entertainment has proposed a \$650 million investment into this resort casino that would bring in \$10 million each year in revenue for our city.

As a resident of Brockton, I know that this is much needed revenue that can go toward our schools and public safety. Specifically, I'm worried about crime with growing gang violence and an increasing number of shootings. We need more police officers on the streets to help combat gang violence and protect our families.

Sincerely,

(1)

Dear Commissioners:

I am writing in support of the proposed casino project in Brockton. As a resident of Brockton, I truly believe that a casino will only benefit our region and city with much needed revenue generation and economic development.

This significant investment by Mass Gaming and Entertainment will bring many benefits to our city as we struggle to lower property taxes, funding school sports programs and increase public safety. We can make Brockton a destination city that drives crowds to not only the casino but also local businesses.

Sincerely,

Dear Commissioners:

I am asking for your approval of the Brockton Casino proposal in Region C. A resort casino is the first step to turn Brockton into the predominant entertainment destination in Massachusetts. The resort casino is just the first step, Brockton has big plans to create a downtown entertainment district that will help revitalize the region.

The importance of a resort casino in this city cannot be understated. Brockton has a chance to have a huge economic development opportunity that will bring enormous benefits to the area. It means new revenue for schools and police officers, as well as new customers to boost local businesses. This casino is a win, win for the city and I urge your support.

Sincerely,

### Business Letters

Dear Commissioners:

As a small business owner in Brockton, I know firsthand how a vibrant and fiscally healthy city directly benefits business. A resort casino in Brockton will bring important revenue into the city and help revitalize the region. This not only benefits the city's coffers, but also local business that will get a huge boost with an increase in tourism and economic development.

A resort casino will create huge demand for the local good and services that Brockton businesses have to offer. Our growth will continue to revitalize the city and the region. I respectfully request that you approve the proposal for a Resort Casino in Brockton.

(2)



Sincerely,

Dear Commissioners,

I am writing in support of the Brockton Casino proposal. I am the owner of a local business in Brockton that will see significant benefits with the addition of a resort casino. This type of project will create many jobs as well as a high demand of goods that the developer has committed to buying locally.

This is the chance of the lifetime for Brockton businesses. A resort casino will revitalize our city and our region. We will see a complete renovation of the area that will create many economic development opportunities. Among the business community, the proposal has overwhelming support because of its ability to drive consumers to the city and create new business opportunities.

I ask for your support of this resort casino license. Thank you for your consideration.

Sincerely,

Dear Commissioners:

I ask that you support the Brockton resort casino proposal that will revitalize our great city. Mass Gaming and Entertainment has proposed a \$650 million investment into the casino project that will provide a huge boost to local businesses. This includes the construction process as well as sustained business through a growing consumer base that will be coming to Brockton.

The resort casino has been supported by voters and has the overwhelming support of local businesses, which are a key piece of the puzzle as we work to improve our schools, lower our property and increase public safety.

I respectfully request that you approve the proposal for a Region C casino in Brockton.

Sincerely,

Dear Commissioners:

The business community in Brockton is overwhelmingly in support of the benefits that will come with a resort casino on the Brockton Fairgrounds. This is a massive investment that will bring visitors from around the region, the state and the country to our city.

By approving the casino license for Brockton, you have the opportunity to help make a significant difference for our families. Local businesses that are the backbone of our city's economy and will get a significant boost that will help revitalize the city, strengthen our schools and increase public safety. And

(3)

a casino is just the start, the Mayor's economic development plan includes an entertainment hub that will continue to draw visitors to the city and boost business.

I am just one of the many business owners who will benefit from this project. I respectfully ask you're your support for a stronger Brockton.

Sincerely,

---

(4)

**Reilly, Janice (MGC)**

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**From:** Meagan Field <meaganfieldxo@gmail.com>  
**Sent:** Monday, November 19, 2018 7:15 PM  
**To:** MGCcomments (MGC)  
**Subject:** Region C license

Dear Commissioners

I am asking for your approval of the Brockton Casino in Region C .

I think a Resort Casino at the fairgrounds would have a real impact for our city. With the tax revenue of about \$10 to \$15 million dollars a year coming back into Brockton, we will be able to hire more police and fire fighters, along with buying new police cars and fire trucks to service our city.

Brockton has a once in a lifetime chance to come back from a sluggish economy. With a Resort Casino adding 1500 new Casino jobs and about 1400 union construction jobs that are very needed in the city.

With the rest of the citizens who voted yes for the Casino I Respectfully ask you to vote yes on Brockton and award us the Region "C" casino license.

Sincerely,  
Meagan Fields  
Portland st.  
Brockton Ma.

**Reilly, Janice (MGC)**

---

**From:** Amanda Marie <amfield19@gmail.com>  
**Sent:** Monday, November 19, 2018 6:41 PM  
**To:** MGCcomments (MGC)  
**Subject:** Region C license

Dear Commissioners;

I am writing in support of the Region "C" Casino in Brockton .As a resident of Brockton I am in full support of a Resort Casino and Entertainment complex in the city.I truly believe that a Casino will only benefit our city with much needed revenue that will be generation from the Casino.

Mass Gaming and Entertainment is going to make a \$650 million dollar investment into the Resort and Casino with \$10 to \$12 million coming back into the city each year. These funds could go into hiring more Police,Fire and Teachers which are needed badly.

I am asking The Mass Gaming Commission to Please award the City of Brockton The Region "C" license.

Thank You,  
Amanda Fields  
Brockton Ma.

## Reilly, Janice (MGC)

---

**From:** Troy Siebels <Troy@thehanovertheatre.org>  
**Sent:** Monday, November 19, 2018 6:01 PM  
**To:** MGCcomments (MGC)  
**Subject:** Region C  
**Attachments:** MGC Region C comment ltr 11-19-2018.pdf

November 19, 2018

Massachusetts Gaming Commission  
101 Federal Street, 12th Floor  
Boston, MA 02110

RE: Request for Public Comment: Request to Reconsider Region C

Dear Commissioners,

On behalf of the Massachusetts Performing Arts Coalition, whose members are distributed throughout the Commonwealth including three venues in Region C, I write today in response to your request for public comment regarding the request to reconsider licensing of a resort casino in Region C.

With respect to the specific questions listed on the MGC website under this request for comment:

#7 – We strongly urge you to consider as valid all existing Impacted Live Entertainment Venue (ILEV) agreements. Those agreements were negotiated and signed without an expiration or sunset date because the impact of resort casinos on live entertainment venues is likely to be significant and sustained. Our members put a great deal of time and effort into negotiating those agreements, and would be grateful not to be forced to do so again. The would-be casino developers have time and resources to commit to the effort to obtain a license, whereas we have venues to run and much less capacity to repeat that effort. We acknowledge that we will already be obliged to negotiate with any new developers or projects that were not on the landscape previously.

# 12 – We hope that the Commission will review the status of the Mashpee Wampanoag Tribe’s litigation regarding land in trust prior to considering licensing a third resort casino in the Commonwealth, as was clearly evident in the intent of the gaming statute. We understand that a Mashpee Wampanoag casino would not be governed by the protections offered to live entertainment venues in the gaming statute and are fearful of what this could mean to our venues. Nonetheless, a third resort casino licensed by the Commission *in addition to* a Mashpee Wampanoag casino would be worse. Resort casinos routinely use live entertainment as a differentiator (because a performer can be seen at only one casino within a 100-mile or greater radius) and we fear that this could compel the casinos to use live entertainment to compete with each other, which would harm us exponentially.

As a reminder, our venues face a unique “supply side” threat from resort casinos, in that casinos customarily pay more for entertainers than non-profit or municipally-owned venues, and impose radius restrictions preventing those performers from playing at any other venue within a radius of 100 miles or more. Because of Massachusetts’ relatively small size, any resort casinos in the Commonwealth pose a threat to all of our existing performing arts centers, which represent the heart and soul of our cities and towns and have frequently been catalysts of growth and vibrancy, as well as sources of civic pride. Our venues compete with resort casinos (on an uneven playing field, given that casinos enjoy gaming revenues in addition to ticket sales) for the performers that currently play on our stages, and that give our audiences a reason to visit.

We have yet to fully understand what the impact from the Springfield and Everett resort casinos will be, and respectfully ask that the Commission allow the necessary time for that landscape to be clear before licensing yet another resort casino in Region C.

Respectfully yours,

Troy Siebels, chair  
Massachusetts Performing Arts Coalition

President & CEO  
The Hanover Theatre and Conservatory for the Performing Arts  
2 Southbridge Street • Worcester, MA 01608  
**Direct Line: 508.471.1760 Box Office: 877.571.SHOW**

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Worcester Center for Performing Arts is a registered not-for-profit 501(c)(3) organization, which owns and operates The Hanover Theatre and Conservatory for the Performing Arts. All donations are tax deductible to the fullest extent allowed by law.

*The*  
**HANOVER THEATRE**  
*Worcester Center for Performing Arts & Conservatory*

November 19, 2018

Massachusetts Gaming Commission  
101 Federal Street, 12th Floor  
Boston, MA 02110

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As a reminder, our venues face a unique “supply side” threat from resort casinos, in that casinos customarily pay more for entertainers than non-profit or municipally-owned venues, and impose radius restrictions preventing those performers from playing at any other venue within a radius of 100 miles or more. Because of Massachusetts' relatively small size, any resort casinos in the Commonwealth pose a

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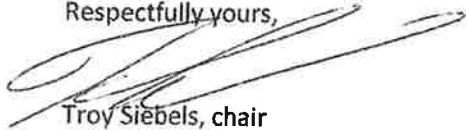
Worcester Center for Performing Arts is a registered not-for-profit 501(c)(3) organization, which owns and operates The Hanover Theatre for the Performing Arts and Conservatory. All donations are tax deductible to the fullest extent allowed by law.



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We have yet to fully understand what the impact from the Springfield and Everett resort casinos will be, and respectfully ask that the Commission allow the necessary time for that landscape to be clear before licensing yet another resort casino in Region C.

Respectfully yours,

A handwritten signature in black ink, appearing to read 'Troy Siebels', written over a horizontal line.

Troy Siebels, chair

Massachusetts Performing Arts Coalition

**Reilly, Janice (MGC)**

---

**From:** Brian Droukas <droukb@gmail.com>  
**Sent:** Monday, November 19, 2018 5:32 PM  
**To:** MGCcomments (MGC)

Dear Commissioners,

As a third generation family and business owner in the City of Brockton, I'm asking for your approval of a casino on the Brockton Fair Grounds. The City is known as a Post industrial community which has struggled over the past decades attracting new commercial businesses. Due to this, the commercial tax rate has increased to a point that it is even harder to attract businesses. The casino proposal will bring 1500+ jobs to the city and 1400+ union construction jobs. The revenue received by the city from the casino will help support schools, public safety and help revitalize our city.

I ask they you please approve the Region C application for the Brockton Casino and give Brockton a chance to once again thrive like they did as the Shoe City Capital of the World.

--

Best,

Brian Droukas

## Reilly, Janice (MGC)

---

**From:** Dennis Hursey <dhursey77@gmail.com>  
**Sent:** Sunday, November 18, 2018 8:17 PM  
**To:** MGCcomments (MGC)  
**Subject:** brockton casino

as you know two years ago the city residence voted to have the casino here. what it would do for the city would be amazing in the most positive of ways. right now we are struggling in every way possible and if we were awarded this it will be the biggest success story of all time . i just retired after many years as a school teacher and i've seen how my students , their familys have lived in poverty ,and low income housing ,welfare ,etc. your decision on bringing this to brockton will bring it back to once it was , a city of greatness.

**Reilly, Janice (MGC)**

---

**From:** Stephen Bernard <stephenbernard177@gmail.com>  
**Sent:** Sunday, November 18, 2018 8:11 PM  
**To:** MGCcomments (MGC)  
**Subject:** Region C Casino support

I stand in favor of a casino in Brockton!

Brockton is easily accessible from Rt.24, commuter rail and Brockton Area Transit. The jobs created from a casino would benefit and improve the region's employment crisis. The tax revenue would improve our education fund shortfall, upgrade our infrastructure, and attract more economic development. A casino in Region C would keep Massachusetts. Dollars in Massachusetts. Brockton residents voted YES for a Casino in Brockton

**Reilly, Janice (MGC)**

---

**From:** KGB <kgb2269@gmail.com>  
**Sent:** Sunday, November 18, 2018 7:25 PM  
**To:** MGCcomments (MGC)  
**Subject:** Region C License

Dear Commissioners,

I strongly favor your commission re-opening Region C for the granting of a Gaming License. I live in the City of Brockton. Brockton will have one more opportunity to benefit from the granting of such a license. I thank you.

Sincerely,  
Kevin Borges

Sent from my iPhone

**Reilly, Janice (MGC)**

---

**From:** 1958pljr <1958pljr@gmail.com>  
**Sent:** Sunday, November 18, 2018 6:14 PM  
**To:** MGCcomments (MGC)  
**Subject:** Casino Brockton

Hi my name is Paul Lapierre I'm from Brockton and would love to see the Casino come to Brockton. Thank you

Sent from my MetroPCS 4G LTE Android Device

**Reilly, Janice (MGC)**

---

**From:** Kevin G. Borges <kgborges2007@yahoo.com>  
**Sent:** Sunday, November 18, 2018 4:29 PM  
**To:** MGCcomments (MGC)  
**Subject:** Region C License

Dear Commissioners,

I Toniann Belmosto-Borges would like to give my support pertaining to the Region C license for the City of Brockton. The City of Brockton will greatly benefit from an attraction such as the proposed casino. This will be a boost of economic development and revitalization for Brockton, helping with much needed revenue for a growing city in need of funds for adding police, fire and school teachers.

Respectfully,  
Toniann Belmosto-Borges



**Reilly, Janice (MGC)**

---

**From:** Bryce Lapierre <blapierre13@gmail.com>  
**Sent:** Sunday, November 18, 2018 3:43 PM  
**To:** MGCcomments (MGC)  
**Subject:** Brockton

Hi my name is Bryce Lapierre I work for the city of Brockton, I would love for the casino to come to Region C.  
Thank you

## Reilly, Janice (MGC)

---

**From:** Tim Lawton <tim@frontier7.com>  
**Sent:** Sunday, November 18, 2018 2:00 PM  
**To:** MGCcomments (MGC)  
**Subject:** Casino for Brockton, Mass.

To the Commission,

I am writing to you to request that you approve the casino license for Brockton, MA. in Region C. This is a true revitalization project for the city. The revenue that will be generated for the city will help keep more police officers on the streets to combat the growing violence and prevalence of drugs. It can be used to strengthen the school system, that in my opinion has seen a decline in recent years. It can be used to bring thousands of more jobs to a deserving city with a great history.

Thank you in advance for your vote,  
Tim



**Reilly, Janice (MGC)**

---

**From:** Tim Lawton <timothylwtn@gmail.com>  
**Sent:** Sunday, November 18, 2018 1:52 PM  
**To:** MGCcomments (MGC)  
**Subject:** Request to reconsider Region C

Dear Commission,

As someone who was born and bred in Brockton. I urge you to approve the casino for the Brockton Fair Grounds. It is sure to bring thousands of new jobs and millions of dollars of revenue to the city. Brockton is not only a city that needs it, but deserves it.

Thank you for the consideration,  
Tim

**Reilly, Janice (MGC)**

---

**From:** Ed Finn <tofastforyou458@gmail.com>  
**Sent:** Sunday, November 18, 2018 5:58 AM  
**To:** MGCcomments (MGC)  
**Subject:** Casino

Dear commissioner:

Your decision to get a casino in region c would help me and my family out and many more family's. It's would help make brockton a better place to live and work! Not much more to say!

## Reilly, Janice (MGC)

---

**From:** peggyc2001@comcast.net  
**Sent:** Saturday, November 17, 2018 4:40 PM  
**To:** MGCcomments (MGC)  
**Subject:** Brockton casino

I would like to see a casino brought to the fairgrounds in Brockton because I would like to see that area be made into something beautiful and to make more jobs available to the people in this area. I'd also like to have a venue where people could go to have a good time, have a place to eat and dance with really good food, go shopping and have a good time.

I'm tired of having to travel so far out of Brockton to go dancing to have good food and to have a good time. I'd like to see something like that in Brockton and stay in Brockton in my own town in order to get good food and have a good time.

Sincerely,  
Peggy Curtis  
Dixon Road  
Brockton MA

*Sent from my Sprint! t Phone.*

## Reilly, Janice (MGC)

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**From:** Samuel Berhe <katymcv@hotmail.com>  
**Sent:** Friday, November 16, 2018 10:40 PM  
**To:** MGCcomments (MGC)  
**Subject:** Region C

Dear commission

I have been living in Brockton for many years, and all I wish is job opportunities for our hard-working residents, and a prospered future for our community. That is why I am asking the commission to reconsider a casino on the Brockton Fairgrounds.

The casino will provide employment and will offer sustainable revenue to help in the development of the City of Brockton.

Also, the construction of casino will invigorate the fairground that is in decay and unoccupied most of the year and used by delinquents for illegal activities. Besides, the Casino resort will offer tax income that will help in the improvement of our educational, security department and a better future for Brockton.

For all I mentioned above and more, I am asking the commission to please favor the Region C request for the Brockton Casino to revitalize and give back the City of Brockton its title of "City of Champions."

Sincerely,  
Ana Berhe

**Reilly, Janice (MGC)**

---

**From:** eightycubicft <eightycubicft@aol.com>  
**Sent:** Wednesday, November 14, 2018 7:20 PM  
**To:** MGCcomments (MGC)  
**Subject:** Region C Casino Brockton

Dear commissioners, I ask that you support the Brockton Resort Casino proposal. I understand that the gaming and entertainment has a proposed 650 million dollar investment. The towns south of Boston surrounding Brockton would appreciate the shot and long-term jobs that this will create. And we the voters and local business owners have supported the Resort Casino. I respectfully request that you approve the proposal thank you.

Happy Connecting. Sent from my Sprint Samsung Galaxy S® 5



## Reilly, Janice (MGC)

---

**From:** William Healy <bpa293@gmail.com>  
**Sent:** Wednesday, November 14, 2018 6:43 PM  
**To:** MGCcomments (MGC)  
**Subject:** Region C  
**Attachments:** Mass Gaming Commission.docx

November 14, 2018

Dear Commissioner:

My name is William Healy. I am president of the Brockton Police Patrolmen's Association (BPPA). I represent 142 patrol officers in which approximately 68% reside in the City of Brockton, including myself.

The majority of my membership has supported the proposed Resort Casino at the Brockton Fairgrounds since talks began in 2015. We feel strongly that the developer is a credible, reputable well established organization with a proven track record of success and community partnership in the jurisdictions where they operate.

From a revenue standpoint, the Resort Casino project will produce annual payments to the City of at least \$10 million dollars. The developer will also fund impact studies to assess the impact of the development on traffic, transportation infrastructure and public safety. This huge economic development opportunity cannot be understated. It is also the belief of my membership, based on the track record of other Rush Street Gaming properties, that there have not been any adverse criminal complaints/activities in the jurisdictional area in which their properties operate.

It is the BPPA's hope that the commission votes to approve Brockton as its Region C location.

Sincerely,

William Healy  
President, BPPA

**Reilly, Janice (MGC)**

---

**From:** Hannah Warren <hannahwarren929@gmail.com>  
**Sent:** Wednesday, November 14, 2018 4:29 PM  
**To:** MGCcomments (MGC)  
**Subject:** The Brockton Casino

Dear Commisioners,

I'm writing to ask that you support the Brockton resort casino. This project is an incredible opportunity to revitalize a dying city. Brockton would greatly benefit from this project. The casino is estimated to bring in \$10 million per year in revenue which would at least partially be reinvested in the schools, which desperately need it, public safety, which is a growing concern, and overall community development. On top of that this project will provide an estimated 1,500 permanent jobs for families that desperately need good paying jobs that provide benefits. The Brockton Casino project will also generate approximately 1,400 union construction jobs.

This project is overwhelmingly supported by voters and small businesses and I respectfully ask that you give this project great consideration and that you approve the proposal for Region C casino in Brockton.

Thank you for your time on this matter.

Sincerely,

Hannah Warren

Local #7 Ironworker

**Reilly, Janice (MGC)**

---

**From:** Darice Veiga <dsveiga@charlestonlaw.edu>  
**Sent:** Tuesday, November 13, 2018 1:13 PM  
**To:** MGCcomments (MGC)  
**Subject:** Region C

Dear Commissioners,

The purpose of this email is to request that the Massachusetts Gaming Commission re-open Region C for the award of a Category 1 gaming license. As a young lady born and raised in the city of Brockton I am asking for your approval of a casino on the Brockton Fair Grounds. With the exception of the fair which runs for a little over the week during the summer, the lot is vacant. Due to its vacancy, it has been a location for crime, specifically drug crimes. This land would be a great area for the casino which would benefit the city by bringing in at least \$10 million each year in revenue. This revenue is much needed in the city of Brockton. We need to strengthen our school systems as well as public safety. Further, this casino will also have a significant impact on the unemployment rate. Our city is in dire need of jobs. The casino would bring in 1,500 permanent jobs and 1,400 union construction jobs. Please consider re-opening Region C and help us change the future of our city.

Thanks for the consideration and your efforts,

Sincerely,

Darice Veiga

**Reilly, Janice (MGC)**

---

**From:** George Burt <gburt88@icloud.com>  
**Sent:** Tuesday, November 13, 2018 12:46 PM  
**To:** MGCcomments (MGC)  
**Subject:** Brockton casino

This opportunity of a lifetime can create multiple jobs for a lot of people in Brockton, wich we all know Brockton needs this!! The casino could potentially bring 1,500 permanent jobs to the city and 1,500 jobs for the union trades.. can you please approve the region c application!!! Put Brockton to work!!!!

Sent from my iPhone

## Reilly, Janice (MGC)

---

**From:** Nancy Currivan <nancycurrivan@yahoo.com>  
**Sent:** Wednesday, November 07, 2018 7:54 PM  
**To:** MGCcomments (MGC)  
**Subject:** Region C

Hello Commissioners ;

I am asking for your approval of the Brockton Casino in Region "C" . I think a Resort Casino and Entertainment complex at the now vacant and crime ridden Fairgrounds would have a Great impact on our City, with the tax revenue of about \$10 to \$12 million dollars a year coming back to Brockton we can start to hire more police, Fire fighters and some of the 174 teachers that were laid off due to a \$10 million budget shortfall .

We can truly start our come back to the City of Champions. Brockton has a once in a lifetime chance to come back from a downturn due to a sluggish economy, with the Resort Casino adding 1500 permanent jobs paying upwards of \$55,000 per year. Also bringing 1400 plus union construction jobs which will go to qualified Brockton residents.

With the support of Mayor Bill Carpenter and the passing of a YES vote by the citizens of the City of Brockton. As a Teacher in the city, I Respectfully ask that you Award the City of Brockton the Region C Category 1 Gaming License.

Thank You for your Consideration,

Nancy Currivan  
508-513-8303

**Reilly, Janice (MGC)**

---

**From:** Mark Currivan <markcurrivan1@gmail.com>  
**Sent:** Wednesday, November 07, 2018 4:09 PM  
**To:** MGCcomments (MGC)  
**Subject:** Region C

Dear Commissioners,

I have lived in the city of Brockton all my life; I have never seen an opportunity like this one. Mass Gaming and Entertainment has committed to an \$650 Million Dollar investment into Brockton and the vacant eyesore of the fairgrounds.

Brockton is filled with hard working families who want the best for our city. A Resort Casino would bring money and jobs needed to move our city forward.

In addition to jobs, it would also revitalize the area. Currently the fairground land is vacant much of the year it is host to crime, drugs and other illicit activities.

I am asking you to PLEASE Grant the Region C Casino to Mass Gaming and the City of Brockton

Thank you.

Mark Currivan



**Reilly, Janice (MGC)**

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**From:** Djidji Monteiro <djidjimonteiro@gmail.com>  
**Sent:** Tuesday, November 06, 2018 8:42 PM  
**To:** MGCcomments (MGC)  
**Subject:** I will support the casino in Brockton mass

**Reilly, Janice (MGC)**

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**From:** Kerby Pierre Kerby <kerbypierre18@gmail.com>  
**Sent:** Monday, November 05, 2018 12:06 PM  
**To:** MGCcomments (MGC)  
**Subject:** Brockton Casino

Dear Commissioners,

I am writing in support of the Brockton casino proposal. I am a resident of Brockton and I do business here too. I believe businesses in the area will see significant benefits with the addition of a resort casino. This type of project will create many jobs as well as a high demand for goods and services that the developer has committed to buying locally.

This is the chance of a lifetime for Brockton businesses. A resort casino will revitalize our city and our region. We will see a complete renovation of the area that will create many economic development opportunities. Among the business community, the proposal has overwhelming support because of its ability to drive consumers to the city and create new business opportunities.

I ask for your support of this resort casino license. Thank you for your consideration.

Sincerely,

Kerby Pierre

--

Kerby Pierre  
Kerby Real Estate  
Ph 617-299-1750

## Reilly, Janice (MGC)

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**From:** William Thomas, Jr. <constable.thomas2@gmail.com>  
**Sent:** Monday, November 05, 2018 10:21 AM  
**To:** MGCcomments (MGC)  
**Attachments:** Image.jpg

--  
William Thomas, Jr.  
Constable  
Constables of NE  
508-427-6598 (p)  
508-584-1936(f)



Virus-free. [www.avg.com](http://www.avg.com)

Constables of New England

William R. Thomas Jr.

37 Belmont Street 1<sup>st</sup> Floor Suite C

Brockton, MA 02301


Constable.thomas2@gmail.com

Dear Commissioners,

Your decision on the fate of the Region C license could significantly impact Brockton's future for years to come. Mass Gaming and Entertainment has proposed a \$650 million investment into this resort casino that would bring in \$10 million each year in revenue for our city.

As a resident of Brockton, I know that this is needed revenue that can go toward our schools and public safety. Specifically, I'm worried about crime with growing gang violence and an increasing number of shootings. We need more police officers on the streets to help combat gang violence and protect our families.

Sincerely,

  
William R. Thomas, Jr.

**Reilly, Janice (MGC)**

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**From:** Joseph Francois <josephfrancois54@gmail.com>  
**Sent:** Saturday, November 03, 2018 8:22 PM  
**To:** MGCcomments (MGC)  
**Subject:** Support Letter

Joseph Francois  
71 Legion Parkway, 2nd floor Suite 21  
Brockton Ma, 02301  
[josephfrancois54@gmail.com](mailto:josephfrancois54@gmail.com)

Dear Commissioners,

I ask that you support the Brockton resort casino proposal that will revitalize our great city, Mass gaming and Entertainment has proposed a \$ 650 million investment into the casino project that will provide a huge boost to local businesses. This includes the construction process as well as sustained business through a growing consumer base that be coming to Brockton.

The resort casino has been supported by voters and has the overwhelming support of local business, which are a key piece of the puzzle as we work to improve our schools, lower our property and increase public safety.

I respectfully request that you approve the proposal for a Region C casino in Brockton

Sincerely

Joseph Francois

## Reilly, Janice (MGC)

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**From:** atslinenman@aol.com  
**Sent:** Saturday, November 03, 2018 8:35 AM  
**To:** MGCcomments (MGC)  
**Subject:** Region C Casino

Dear Commissioners,

As a resident of the City of Brockton, I am requesting that you approve the last remaining gaming license for the Commonwealth Of Massachusetts in Region C to the City of Brockton, Your previous decision to not award this license has cost our state millions of dollars in lost taxes. Additionally the project would bring 1,500 permanent jobs along with 1,400 construction jobs. Job that would help lower the unemployment in the region and generate millions in revenue to the City of Brockton that can be utilized to lower our taxes, improve our roads, increase staffing in our police , fire and schools. Please award this license to the CITY OF CHAMPIONS and Mass Gaming and Entertainment.

Larry Curtis  
153 Dixon Road

**Reilly, Janice (MGC)**

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**From:** Peter Jean <peter.jean25@yahoo.com>  
**Sent:** Friday, November 02, 2018 12:10 PM  
**To:** MGCcomments (MGC)  
**Subject:** Request Letter  
**Attachments:** Request Letter for Commissioners.docx

To Whom it May Concern:

Please see attached to find request letter addressed to commissioners.

Thank you for your time.

Best Regards,  
Peter Jean  
President/CEO  
Massachusetts Care Services, Inc.  
37 Belmont St  
Brockton, MA 02301  
Ph:508-840-6363  
Fax:508-210-2111





Peter Jean

345 Plain St

Brockton MA 02301

Dear Commissioners:

As a small business owner in Brockton, I know firsthand how a vibrant and fiscally healthy city directly benefits business. A resort casino in Brockton will bring important revenue into the city and help revitalize the region. This not only benefits the city's coffers, but also local business that will get a huge boost with an increase in tourism and economic development.

A resort casino will create huge demand for the local good and services that Brockton businesses have to offer. Our growth will continue to revitalize the city and the region. I respectfully request that you approve the proposal for a Resort Casino in Brockton.

Sincerely,

Peter Jean

CEO of Massachusetts Care Services, Inc.

## Reilly, Janice (MGC)

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**From:** outlook\_A42EC1E1226E16BB@outlook.com  
**Sent:** Monday, October 22, 2018 4:35 PM  
**To:** MGCcomments (MGC)  
**Subject:** Comments on a casino for Region C

Since the authorization for casinos has a provision for one casino of the 3 to be an 'Indian Casino' and undeniably the Wampanoag Indian Tribe is the most established tribe in Massachusetts. The First Light Casino was chosen in a fair comparison of proposals and found to be the best of competing proposals. The Wampanoag have invested many millions of dollars into infrastructure, purchase of a suitable site. They have a 'ready to go' proposal which will produce a casino deemed the best choice and also, while not meeting all the legal conditions as an Indian tribe as defined by law there is no question that it is a tribe and is the very best proposal to meet the original intention of the law and provide the best location and proposal for the quickest implementation of the law. Picking a non-Indian location would be in direct contradiction to the law as passed by the legislature.

Best regards,

Jon Beard

Sent from Mail for Windows 10

## Reilly, Janice (MGC)

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**From:** William Lagorio <williamlagorio@comcast.net>  
**Sent:** Tuesday, October 16, 2018 1:39 PM  
**To:** MGCcomments (MGC)  
**Subject:** Region C

I believe region C should be re-explored, I also feel as though three casinos could over saturate the market place. Would it be possible to explore region C as a second slot parlor??

## Reilly, Janice (MGC)

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**From:** Pauline McCarthy <paul.817@hotmail.com>  
**Sent:** Friday, October 12, 2018 11:11 AM  
**To:** MGCcomments (MGC)  
**Subject:** Casino

The idea of putting a casino in Brockton is insane. The fairgrounds are extremely close to the high school. Would you want your kids close to that kind of activity. The traffic on Belmont St. Is already a mess now, never mind with a casino. There is enough of a bad element in Brockton now, why add to it? Why not place a casino at the Raynham dog tract. It has close proximity to the highway, no schools, and you would not have to worry about getting jumped on the way in or out, like you would in Brockton. I am just venting!

Sent from my iPad

FORWARDED TO CATHERINE BLUE

## Reilly, Janice (MGC)

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**From:** Wayne Perry <wp@commbuys.co>  
**Sent:** Friday, October 12, 2018 10:47 AM  
**To:** MGCcomments (MGC)  
**Cc:** Wayne Perry  
**Subject:** Region C  
**Attachments:** wp.vcf

Comments below

The Massachusetts Gaming Commission has received a request to re-open Region C (Southeastern Mass.) for the award of a Category 1 gaming license. As part of that process, the Commission is requesting comments on the items listed below. Please submit comments by emailing [mgccomments@state.ma.us](mailto:mgccomments@state.ma.us) with '**Region C**' in the subject line, or by mail to:

Massachusetts Gaming Commission  
101 Federal Street, 12th Floor  
Boston, MA 02110

The comment period will remain open until the close of business on November 30, 2018.

1. What is the status of the gaming market in the Northeast and Mid-Atlantic? What are the existing gaming options? What plans exist to increase the number of gaming options, both in states that currently allow casino gaming and states where casino gaming does not currently exist? What revenues have been collected by states that have gaming over the last five (5) years and what are their projected future revenues? I do not have any information to base a comment upon the questions asked.
2. What is the expected demand for gaming and the value of the overall gaming market in Massachusetts? It is expected to increase. In my opinion the amount of demand for gaming is high as I include illegal gaming as well as legal gaming. Further the expansion of legal gaming will divert funds from illegal to legal gaming as most gamblers prefer to indulge in legal activities when given a convenient choice.
3. Should the Commission review the status of online gaming, sports betting and daily fantasy sports and their potential impact on casino gaming? Yes you should. However, I do not think their impact is in opposition to casino gaming but is instead an area of expansion to casino gaming. Regulated by the commission of course with revenues to the state.
4. Is there sufficient capacity to fill new casino jobs created by a Region C casino? What impact will that have on existing casinos to fill their jobs and on existing business to replace experienced employees who move to a casino job? I think there is sufficient capacity to fill new casino jobs for Region C. As for experienced employees, you are being silly as there are maybe a year or two operation in Plainridge, a couple of months in Springfield. Your standards are pretty low if you think that is "experienced" well trained to be sure by not what anyone considers experienced.
5. Should the Commission revise its process for determining or updating the suitability of a prior applicant for a category 1 or category 2 gaming license who wishes to apply for a category 1 gaming license in Region C? I wish you were more clear on this question on just what you are trying to ask. It has all the thumbmarks of being put together by a committee. I think that the amount of time being passed from the last hearings and determinations is sufficient justification to do it over again. Just look at Ceasars, went bankrupt, split and reformed. And those shoe string operators in fall river who could never get their act together to put up a plan. Start over again.

6. Should the Commission review and/or revise its RFA-2 application to determine if additional or different information should be requested from gaming license applicants in Region C? I don't think so.
7. Should agreements, such as host community agreements, surrounding community agreements, impacted live entertainment venue (ILEV) agreements, mitigation agreements, gaming school agreements and other relationships previously established for former applicants for a category 1 gaming license in Region C be deemed to be valid or should such agreements be reviewed again and/or re-negotiated? Review again and open for renegotiation. A lot has changed. Just about everything really.
8. Should there be a new host community referendum vote in any host community where a prior vote was held? You failed to be clear here, are you referring to the Everett, Springfield and Plainfield or are you referring to region c and the failed awards
9. Should the Commission consider any legislative changes to the Gaming Act? Yes, you should consider it but I have no recommendations to make.
10. Should there be changes to the Commission's regulations, for example, changes to regulations setting forth the license award process and the calculation of minimum capital investment required under chapter 23K in order to reopen Region C? Given the rise in real estate and increase in employment I think the minimum capital investment should be increased
11. What role should horse racing have in considering a category 1 region C gaming license application? Phase it out as a dead industry and stop kidding yourself. A few examples, 40 years ago college students were still trying to sneak into race tracks. Now they laugh at the idea, it has no future. A few years back was talking at the convention center with someone from the horse breeders association and suggested to him that horses would be better bred for meat consumption and he informed me that it was illegal for race horse to be used for meat. Recently I found out why, why horse manure (very popular for rosebushes) is now no longer used for even fertilizing lawns as the chemicals used for horse racing make it dangerous to be in contact with humans. making the meat toxic. A damn silly dying industry pretending to be a sport
12. Should the Commission review the status of the Mashpee Wampanoag Tribe's litigation regarding land in trust, and the status of proposed federal legislation on the issue? Yes you should, the federal opposition and indifference is clear and they will not be approved.

--  
Wayne Perry  
[wp@commbuys.co](mailto:wp@commbuys.co)  
781-817-3711

**FORWARDED TO CATHERINE BLUE**

## Reilly, Janice (MGC)

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**From:** connie mcdonald <cmcdonald880@yahoo.com>  
**Sent:** Sunday, October 07, 2018 12:03 PM  
**To:** MGCcomments (MGC)  
**Subject:** Region C

I DO NOT want to see a gambling casino in the East Taunton area. Where the Wampanoags were planning on building their casino is only

about a thousand or so feet from an ELEMENTARY SCHOOL!!!!

Besides that, East Taunton is only 20-25 miles from Twin Rivers Casino in Tiverton, Rhode Island. Also, there is the mini-casino in Plainville, Ma.

THAT IS ENOUGH IN THIS AREA!

I will vote down any more new casinos in the area.

If you want to gamble hard-earned money, go to North or West of Boston, go to Connecticut or go to Rhode Island.



## Reilly, Janice (MGC)

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**From:** Jason Tundidor <jasontundidor@gmail.com>  
**Sent:** Saturday, October 06, 2018 10:02 PM  
**To:** MGCcomments (MGC)  
**Subject:** Region C

Hello my name is Jason and I just wanted to give a little bit of feedback on what I think about a Region C Casino. First and foremost thank you for giving the public the opportunity to give their opinions I think it's fantastic. I'm 34 years old and been living in the Fall River area for about 3 years originally from Boston. I've seen the city of Fall River grown but just not enough. The city is lacking jobs and can use something that would really impact Revenue. I do have a very good resume in hospitality and as well as security. living in Boston was very easy to find a job but the high-rent moved me to something much more affordable in Fall River. I find it to be very tough though to find work here in the city. I think a casino will make a great impact in the city. Now I know looking at an economic standpoint there is a casino at a close proximity in Tiverton Rhode Island but that casino is not what the people want, what the people want is an Las Vegas Resort style Casino. Something with amenities and different things to do like the one in Springfield. Since Springfield open I find myself supporting that one even though Tiverton casino is 5 minutes over the border from me. I just hope one such as springfeild can find a place in the south coast region. I say Airport Road with all of that land available will be a great area or even a waterfront Casino to develop the area where the ship is. I feel there's so many possibilities and I feel Fall River has so much potential. Thank you for your time and giving me the opportunity to provide my opinion.

## Reilly, Janice (MGC)

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**From:** Scott Porro <[scottporro666@gmail.com](mailto:scottporro666@gmail.com)>  
**Sent:** Friday, October 05, 2018 10:13 PM  
**To:** MGCcomments (MGC)  
**Subject:** Region C

Please reconsider Brockton for Region C. I am a Brockton resident and believe this is what this city needs! I voted for it as I am an active voter in every election. I was at a meeting at the Shaws Center with the Gaming Commission but did not speak then. Brockton is slowly rising from the ashes and this casino would help us rise faster and higher. I am not originally from Brockton but in my fifteen years here I see alot of character (characters too) and passion here, which this town has a strong tradition and lengthy history of. The old Shoe City/City of Champions needs a revival and new identity. Thank you for your time.

Scott Porro  
52 Colonel Bell Drive  
Brockton,MA 02301  
[scottporro666@gmail.com](mailto:scottporro666@gmail.com)

**Reilly, Janice (MGC)**

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**From:** Elaine Guillemette <emguillemette@comcast.net>  
**Sent:** Friday, October 05, 2018 2:56 PM  
**To:** MGCcomments (MGC)  
**Subject:** Region C

My feedback on the questions concerning an additional casino in Region C: All prior votes or decisions need to be restarted. I do not see the need for an additional gaming location in the Southeastern Ma area. We have Plainridge in Plainville, Ma as well as Twin River in Tiverton, RI. This is a greatly depressed economic area with low wage earners.

Adding an additional location for them to loose their money at is not a good fit for this area. Most of these individuals and families live at the bases of the poverty level and can barely afford housing, food and medicine. While gambling is an addiction just like drugs and alcohol, admitting that for some people is very difficult..

Sincerely,

Elaine M. Guillemette

Somerset, Ma

**Reilly, Janice (MGC)**

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**From:** Anne <booklover0504@gmail.com>  
**Sent:** Friday, October 05, 2018 2:45 PM  
**To:** MGCcomments (MGC)  
**Subject:** Region C

Dear Massachusetts Gaming Commission:

I am a resident of Brockton and I voted against the casino when it was proposed the first time around. I can't believe that Mass Gaming and Entertainment is trying again after the voters of Brockton have already spoken. Please, please do not allow a casino to come into Brockton. It would be right across the street from my church. The proposed site is no place for a casino. Thank you.

Sincerely,

Anne Fleming

**Reilly, Janice (MGC)**

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**From:** +15088139750@mymetropcs.com  
**Sent:** Friday, October 05, 2018 5:03 AM  
**To:** MGCcomments (MGC)  
**Attachments:** text\_1538730080603.txt

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Yes ..I voted for the casino it will help our town ...I vote yes..please the town needs the casino it will help tremendously..thank you!

**Reilly, Janice (MGC)**

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**From:** christopher love <lovetere1@gmail.com>  
**Sent:** Friday, October 05, 2018 3:01 AM  
**To:** MGCcomments (MGC)  
**Subject:** Region C

You must not allow Mr. Bluhm to have another chance to destroy the city of Brockton. The basis for his argument is the fact that the Wampanoag tribe of Taunton have had their approval for a casino tied up in a lawsuit. The lawsuit in question was financed by Mr. Bluhm, after his failed previous bid. This is economic bullying at it's worst. It is proof positive that the character of Mr. Bluhm is not magnanimous. He is not trying to benefit our community here in Plymouth county. Rather, his motivation is greed and a lust for power. One need only look at the character of Steve Wynn, who you mistakenly approved for a license, to see the nature of today's casino owner. Once done it is difficult to undo. They are all taking advantage of the addictive nature of gambling. They produce misery for profit. It is a blatant and despicable lack of moral judgement. Keep in mind that the casino business was originally created and operated by gangsters. Not much has changed, other than the fact that we have legitimized these operations for our own States revenue. We sell a bit of our soul with each approval. Mr. Bluhm has proven that he will stop at nothing to obtain his casino. It is a complete disregard and disrespect for your prior ruling against his proposal. I am a lifelong resident of Brockton and a Veteran. I am a married father of five. Two of my children have PhD's, one is an RN and my two youngest are students at Brockton High School. The high school is located directly across the street from the proposed site of Mr. Bluhm's casino. The success of my children has depended on having a wholesome environment in which to thrive and succeed. A casino in Brockton would denigrate their chances for success and our city. Please do not be duped by Mr. Bluhm and his people. They are coming to pillage our citizens and destroy our values. Do not allow this to go forward.

Concerned,

Christopher Lovetere

**Reilly, Janice (MGC)**

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**From:** craig randall <randalltrans101@gmail.com>  
**Sent:** Thursday, October 04, 2018 3:49 PM  
**To:** MGCcomments (MGC)  
**Subject:** Region C

I believe you should revisit and Brockton would be the right choice

Craig Randall  
34 Cody Ln  
Raynham ma

Sent from my iPhone



**Reilly, Janice (MGC)**

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**From:** Alan Whitten <alan@alankw.com>  
**Sent:** Thursday, October 04, 2018 3:37 PM  
**To:** MGCcomments (MGC)  
**Subject:** Region C

The Statehouse News Service release mentions 12 questions. But there's no link to them and 5 seconds on google didn't reveal them. So I'll free-flow my comments. If you want to send the actual 12 questions; I'll fill that out...

Region C still needs a full casino. I was questioning it for awhile because of Twin Rivers / Tiverton, but that place while nice, is very small. The region is second-class compared to the rest of the state. The location should be close to the new commuter rail line that's supposedly coming within 5 years. Just like there is the Cape-cod flyer train from Boston to the cape on Summer weekends; think about a weekend train to the casino. (even if there is a <10 minute shuttle-bus ride)

Jobs to fill the spots. I believe that Most of the jobs in a casino are low-medium skill jobs. BCC had a casino jobs training program in Taunton awhile back. No reason the new owners couldn't subsidize it again if need be.

Communities should vote again. Its been too long since the last vote. People have moved and there are more casinos in the area than there were before. I know there was some issues about Plainville being close to Region C, but that too is small and simply put, I don't like it there.

Region C needs a full-fledged destination casino. I'm not sure what Sports betting would do for the area, and frankly I don't know how Fantasy sports works in a casino...

So take as-is or send me the 12 actual questions

~Alan Whitten  
Assonet MA

**Reilly, Janice (MGC)**

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**From:** wb4246@comcast.net  
**Sent:** Thursday, October 04, 2018 2:15 PM  
**To:** MGCcomments (MGC)  
**Subject:** Region C

Brockton needs that casino bad. We need jobs. And there shouldn't have to be another vote . Brockton needs the money that it would generate . We need better schools. Lower property taxes . so much more please consider Brockton to host the southeast casino.

*Sent from my T-Mobile 4G LTE device*

**Reilly, Janice (MGC)**

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**From:** Carl Bugara <cbugara@hotmail.com>  
**Sent:** Thursday, October 04, 2018 10:15 AM  
**To:** MGCcomments (MGC)  
**Subject:** REGION C

The South Coast area and Southeastern Massachusetts have been held hostage by Cedric Cromwell and his family run Mashpee Wamponoag tribal committee for way too long.

First the Middleborough fiasco and then Taunton and its Land in Trust issues. The Massachusetts Gaming Commission should never have given them "exclusive" rights to a casino in this area over the residents and citizen taxpayers of the South Coast.

It is now time to open Region "C" to a commercial casino and give these taxpayers a chance for some benefits of financial relief provided by the taxes that it would pay to the host communities as well as any added income from the influx of tourists and visitors to the casino, added jobs and services that local companies could provide to the casino.

The Boston and Western Massachusetts areas already have a head start on gaining additional tax revenue. A commercial casino for Southeastern Massachusetts should be considered as soon as possible and the process expedited.

FORWARDED TO CATHERINE BLUE

**Reilly, Janice (MGC)**

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**From:** David De La Cruz <ddelacruz@ebcrossroads.org>  
**Sent:** Wednesday, October 03, 2018 1:54 PM  
**To:** MGCcomments (MGC)  
**Subject:** Automatic reply: A Request for Public Comment: Request to Reconsider Region C

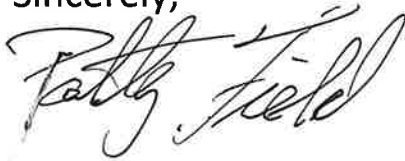
Dear Commissioners,

I'm writing in support of the Region C Brockton Resort Casino proposal for the Brockton fairgrounds.

As a small business owner in Brockton I am hoping to see significant benefits with the addition of a resort casino. This type of project will create many jobs as well as a high demand of goods that the developer has committed to buying locally.

I respectfully ask that you approve the proposal for a Region C Resort Casino in Brockton.

Sincerely,

A handwritten signature in cursive script that reads "Patty Fields". The signature is written in black ink and is positioned below the word "Sincerely,".

Patty Fields  
69 Dunbar St.  
Brockton Ma.02301

To the Mass Gaming Commission,

Dear Commissioners,

I'm writing you to say that I am in favor of the Region C Brockton Resort Casino proposal. We voted on this as a city and it came out that the city as a whole said yes to a Resort Casino at the run down fairgrounds which is an eyesore now.

Your decision on the fate of the region C license could significantly impact Brockton's future for years to come. Mass Gaming and Entertainment has proposed a \$650 million investment into this resort casino that could bring in \$12 million each year into the city in revenue.

This casino will bring in 1500 new jobs and around 1400 union construction jobs that are much needed in the area.

I respectfully ask that you approve the proposal for a Region C Resort Casino at the Brockton fairgrounds.

Sincerely,

Mel Accardi

51 Ida Ave.

Brockton Ma.02302

To the Mass Gaming Commission,

Dear Commissioners,

I'm writing you to say that I am in favor of the Region C Brockton Resort Casino proposal. The city had a vote on it over a year ago and it passed. I believe the city will benefit significantly with the addition of a resort casino.

Commissioners your decision on the fate of the region C license could significantly impact Brockton's future for years to come. Mass Gaming and Entertainment has proposed a \$650 million investment into this resort casino that could bring in \$12 million each year into the city in revenue.

They will also bring in 1500 new jobs and around 1400 construction jobs. They have said the jobs will go to Brockton people first that are qualified. These will be good paying of up to \$55,000 a year plus benefits.

I respectfully ask that you approve the proposal for a Region C Resort Casino at the Brockton fairgrounds.

  
Sincerely,

Kay Accardi

51 Ida Ave.

Brockton Ma.02302



Dear Commissioners;

As a resident of the city of Brockton I am asking that you grant a region C license to the city of Brockton.

A Resort Casino is the first step in turning not only Brockton but the whole South Shore into a Great travel Destination in Massachusetts.

In addition to the 1500 permanent jobs it will bring, it would also create about 1400 union construction jobs. These would be good paying jobs that many families need to stay in our city.

Mass Gaming and Entertainment is ready to make a \$650 Million dollar investment into Brockton, with about \$10 to \$12 Million coming back into the city tax coffers.

This money could go to the hiring of more Police officers, some if not all of the 174 Teachers that were layoff last summer, road repairs, and yes lower property taxes. A Resort Casino would bring a greater demand for local good and services which the Casino has made it clear that they would give Brockton Businesses their Business which would add more taxes for the city.

I have voted along with my city's majority to have a Resort Casino at the Brockton Fairgrounds, I am asking you to Please Grant the Region C License to The City of Brockton.

Thank You,

Helen Hazard



26 Kathleen Rd.

Dear Comissioners,

I have lived in the city of Brockton all my life; I have never seen an opportunity like this one. Mass Gaming and Entertainment has committed to an \$650 Million Dollar investment into Brockton and the vacant eyesore of the fairgrounds.

Brockton is filled with hard working families who want the best for our city. A Resort Casino would bring money and jobs needed to move our city forward.

In addition to jobs ,it would also revitalize the area. Currently the fairground land is vacant much of the year .It is host to crime ,drugs and other illicit activities.

I am asking you to PLEASE Grant the Region C Casino to Mass Gaming and the City of Brockton.

Thank you,

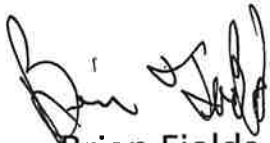
Patricia Tavares  
100 Perkins Ave  
BROCKTON MA 02324

To the Mass Gaming Commission,

I'm writing you to say that I am in favor of the Region C Brockton Resort Casino proposal. This casino will bring in around 1500 new permanent jobs and around 1400 union construction jobs that will pay union wages, and as a member of local 7 ironworkers union I can tell you that jobs are needed in this area.

I respectfully ask that you approve the proposal for a Region C Resort Casino in Brockton.

Sincerely,

A handwritten signature in black ink, appearing to read "Brian Fields". The signature is stylized and cursive.

Brian Fields

69 Dunbar St.

Brockton Ma.02301

November 23, 2018

11/28/18

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

Dear Chairman Cameron and Commissioners,

In response to your request for comments I would like to address several of the questions.

**To question one I would respond:** The Northeast is already saturated. No new facilities are needed. Underperforming facilities are not a solution to state revenues. A casino in RI is already open only 400 yards from the MA border. In CT there is a plan to open a casino near the MA border to directly compete with the MGM casino in Springfield.

**To question three I would respond:** Given new developments in these new online gaming options, the MGC should most definitely consider the impact of online gaming as a factor in the issue of saturation. Region C is saturated already. Plainridge Casino, Tiverton Casino, Twin Rivers Casino, online options and the close proximity of the soon to open Encore would greatly affect real tax revenues and income to a category 1 casino in Region C. There is no need to launch another underperforming facility.

**To question eleven I would respond:** Since Region C already has horse racing and the slots casino in Plainville, it is not in need of a second gaming facility. Given the actual income and contributions to the Commonwealth of Massachusetts has been lower than predicted in Region C, there is no evidence that the region could sustain a category 1 gaming facility.

**To question twelve I would respond:** The MGC should continue to monitor the legal situation for the potential Taunton casino. This would include any developments with federal legislation and state legislation as there are parties in both levels of government developing plans to secure the land for the Mashpee Wampanoag tribe. Region C needs to be considered carefully given all the recent developments within the casino industry in Massachusetts, Rhode Island and Connecticut.

Sincerely,

Elaine Sieben  
Andreas Sieben  
123 S. Leyden St.  
Brockton, MA 02302

PS: I've written twice previously trying to explain my views why gambling is contrary to the benefit of our community. Certainly it seems casinos are temporarily a financial gain then financially is becomes a drain on our tax dollars. Even more important, gambling does not build character; it tempts to addictiveness. To us common sense screams ... NO! NO! NO!

Support for Brockton Resort Casino

Dear Massachusetts Gaming Commission,

We, the undersigned, support prompt reconsideration by the Commission of the proposed resort casino project in Brockton. As residents, we believe that our city and our region need the revenue and permanent jobs that would come from a resort casino. Brockton is filled with hardworking families who want nothing but the best for our great city. By building the proposed resort casino, it would transform the city and help revitalize the region.

Thank you.

Name	Signature	Address	Email
H. PARISEAU		160 Pearl St	
J. Mack		140 Copeland St	
Christine Meadows		785 Montello St	
DAN MESSIA		34 EDSON ST.	
Cindy Messia		34 Edson St	
Elizabeth A. Pariseau		160 Pearl St Brockton	
Lisa Pariseau		160 Pearl St Brockton	lesap1274@gmail.com
Joseph L. Reilly		23 Breer St.	
Kelly Ann Reilly		23 Breer St.	
C. Ann Reilly		25 Breer St.	
JOSE JENES		101 Forest Ave Brockton	
Katisha Wild		237 Perkins Ave Brockton, MA 02302	
Valanda Baker		55 River St Brockton 02302	
David Hylton		67 Ellis St Brockton 02301	
Maura Carney		122 Fairview Ave Brockton	

Dear Commissioners;

2 received

As a lifelong resident of the city of Brockton I am asking that you grant a region C license to the city of Brockton. Brockton is filled with hard working families who want the best for our Great City. A Resort Casino at the vacant fairgrounds would bring the money and jobs that will help move our city forward.

In addition to the 1500 permanent jobs it will bring, it would also create about 1400 union construction jobs. These would be good paying jobs that many families need to stay in our city.

Mass Gaming is willing to make a \$650 Million dollar investment into our Great City , all I am asking from you is that you make an investment in the people who voted for this.

Sincerely,

Richard S. Crowley  
26 Kathleen Rd.  
Brockton Ma.

A handwritten signature in black ink that reads "Richard S. Crowley". The signature is written in a cursive style with a large, prominent "R" at the beginning.

Name: Jeff McDonnell  
Address: 7 Woodward Ave  
Brockton MA 02301

2 received

November <sup>27</sup>, 2018

Massachusetts Gaming Commission  
101 Federal Street  
12<sup>th</sup> Floor  
Boston, MA 02110  
mgccomments@state.ma.us

Dear Interim Chair Cameron and Fellow Commissioners:

Your decision on the fate of the Region C license could significantly impact Brockton's future for years to come. Mass Gaming and Entertainment has proposed a \$650 million investment into this resort casino that would bring in \$10 million each year in revenue for our city.

As a resident of Brockton, I know that this is much needed revenue that can go toward our schools and public safety. Specifically, I'm worried about crime with growing gang violence and an increasing number of shootings. We need more police officers on the streets to help combat gang violence and protect our families.

Sincerely,





4 received

November 21, 2018

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

Dear Chairman Cameron and Commissioners,

In response to your request for comments I would like to address several of the questions.

**To question one I would respond:** The Northeast is already saturated. No new facilities are needed. Underperforming facilities are not a solution to state revenues. A casino in RI is already open only 400 yards from the MA border. In CT there is a plan to open a casino near the MA border to directly compete with the MGM casino in Springfield.

**To question three I would respond:** Given new developments in these new online gaming options, the MGC should most definitely consider the impact of online gaming as a factor in the issue of saturation. Region C is saturated already. Plainridge Casino, Tiverton Casino, Twin Rivers Casino, online options and the close proximity of the soon to open Encore would greatly affect real tax revenues and income to a category 1 casino in Region C. There is no need to launch another underperforming facility.

**To question eleven I would respond:** Since Region C already has horse racing and the slots casino in Plainville, it is not in need of a second gaming facility. Given the actual income and contributions to the Commonwealth of Massachusetts has been lower than predicted in Region C, there is no evidence that the region could sustain a category 1 gaming facility.

**To question twelve I would respond:** The MGC should continue to monitor the legal situation for the potential Taunton casino. This would include any developments with federal legislation and state legislation as there are parties in both levels of government developing plans to secure the land for the Mashpee Wampanoag tribe. Region C needs to be considered carefully given all the recent developments within the casino industry in Massachusetts, Rhode Island and Connecticut.

Sincerely,

  
\_\_\_\_\_  
143 HIGHLAND ST  
BROCKTON MA 02301

Name: Tiffany Hanois

Address: 14 Madison St

Taunton Ma. 02780

November , 2018

88 received

Massachusetts Gaming Commission  
101 Federal Street  
12<sup>th</sup> Floor  
Boston, MA 02110  
[mgccomments@state.ma.us](mailto:mgccomments@state.ma.us)

Dear Interim Chair Cameron and Fellow Commissioners,

Please accept this letter in support of reconsideration of the proposed resort casino project in Brockton by Mass Gaming and Entertainment. As a resident of Brockton, I truly believe that a resort casino will benefit not only our city, but also our region with much needed revenue generation and economic development.

Brockton is filled with hardworking families who want the best for our great city. By building the proposed resort casino, it would transform the vacant lot and kick off the creation of a downtown entertainment district that will help revitalize the region.

Mass Gaming and Entertainment has proposed a \$675 million investment for this resort casino, which will bring in millions of dollars each year of much needed revenue for our city. This investment will create thousands of good paying permanent and temporary union construction jobs. This is in addition to the more than \$12 million in annual payments Mass Gaming & Entertainment has committed to making to Brockton. This significant investment will bring many benefits to our city as we struggle to lower property taxes, fund school programs, revitalize our high school, and increase public safety among just a few.

In addition to the much needed jobs and increased tax revenue, it would revitalize the area and give us an opportunity to rebrand our city. Not only is the fairgrounds land vacant much of the year, but it is also in very poor condition and rundown. The fairgrounds hosts the Brockton Fair one week a year and sporadic one-off events, but is a host to criminal doings and drug activity due to the lack of occupancy.

A new, state-of-the-art resort casino would transform the vacant lot and help drive out crime with a high level of security and activity that would significantly increase safety.

Thank you for your consideration of this letter.

Sincerely,



Name: Dennis Martin  
Address: 138 Falconer Ave  
Brockton, MA  
02301

44 received

November 2, 2018

Massachusetts Gaming Commission  
101 Federal Street  
12<sup>th</sup> Floor  
Boston, MA 02110  
mgccomments@state.ma.us

Dear Interim Chair Cameron and Fellow Commissioners:

I am asking for your approval of the Brockton Casino proposal in Region C. A resort casino is the first step to turn Brockton into the predominant entertainment destination in Massachusetts. The resort casino is just the first step, Brockton has big plans to create a downtown entertainment district that will help revitalize the region.

The importance of a resort casino in this city cannot be understated. Brockton has a chance to have a huge economic development opportunity that will bring enormous benefits to the area. It means new revenue for schools and police officers, as well as new customers to boost local businesses. This casino is a win, win for the city and I urge your support.

Sincerely,



Name: Jeff King

Address: 38 daisy Lane

Raynham MA

November , 2018

35 received

Massachusetts Gaming Commission  
101 Federal Street  
12<sup>th</sup> Floor  
Boston, MA 02110  
[mgccomments@state.ma.us](mailto:mgccomments@state.ma.us)

Dear Interim Chair Cameron and Fellow Commissioners,

I am writing to you to show my support for the reconsideration of the Region C gaming license for a resort casino in Brockton.

As a resident of the city of Brockton, I fully support this endeavor. The revenue this project will bring to our city is desperately needed and essential. In order to survive, thrive and move the needle, we need continued revenue sources. There are only positive that can come from a resort casino proposed on the vacant Brockton Fair Grounds in Brockton and the surrounding cities and towns.

As it is right now, it is not only an eyesore for our city, but also a place for criminal activity. Our city needs jobs. Our city needs revenue. Our city needs to be revitalized. So far there are no other proposals to help with our needs.

Please consider a gaming license for Region C.

Sincerely,



14 received

Name: Veronica Romansky  
Address: 14 Sea St  
N Weymouth MA 02191

November 27, 2018

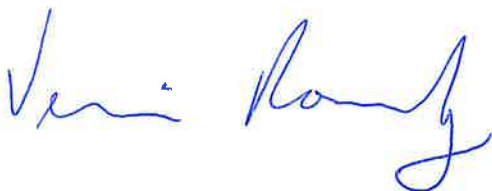
Massachusetts Gaming Commission  
101 Federal Street  
12<sup>th</sup> Floor  
Boston, MA 02110  
mgccomments@state.ma.us

Dear Interim Chair Cameron and Fellow Commissioners:

Brockton needs jobs and we now have the opportunity of a lifetime to bring them to our city. The resort casino proposal will bring 1,500 permanent jobs to the city as well as 1,400 union construction jobs. These would be good paying jobs that many of families need to afford to stay in the city we call home.

In addition to jobs, as we lower our unemployment rate and increase revenue we will improve our schools and public safety and start the effort to revitalize our city. I ask that you please approve the Region C application for the Brockton Casino and give Brockton a chance to once again be the city of champions.

Thank you for your consideration,



Name: Joe Niccoli

Business Name: Niccoli O.I

Address: 568 Montello

Brockton, MA 02301

November 28, 2018

10 received

Massachusetts Gaming Commission  
101 Federal Street  
12<sup>th</sup> Floor  
Boston, MA 02110  
[mgccomments@state.ma.us](mailto:mgccomments@state.ma.us)

Dear Interim Chair Cameron and Fellow Commissioners,

As a small business owner in Brockton, I know firsthand how a vibrant and fiscally healthy city directly benefits business. A resort casino in Brockton will bring important revenue into the city and help revitalize the region. This not only benefits the city's coffers, but also local business that will get a huge boost with an increase in tourism and economic development.

A resort casino will create a huge demand for the local good and services that Brockton businesses have to offer. Our growth will continue to revitalize the city and the region. I respectfully request that you approve the proposal for a Resort Casino in Brockton.

Sincerely,



19 received

Name: Albert Hampton

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

Address: 28 Hamilton

Brockton, Mass

November , 2018

Massachusetts Gaming Commission  
101 Federal Street  
12<sup>th</sup> Floor  
Boston, MA 02110  
[mgccomments@state.ma.us](mailto:mgccomments@state.ma.us)

Dear Interim Chair Cameron and Fellow Commissioners,

I am writing in support of the Resort Casino proposal in Brockton. The above-mentioned union is supportive of the proposal of the Resort Casino in Brockton. We believe that Brockton and the surrounding cities and town will see significant benefits with the addition of a resort casino.

This type of project will create many jobs as well as a high demand of goods that the developer has committed to buying locally.

Especially, with the current unstable economic, this is the chance of the lifetime for Brockton businesses. A resort casino will revitalize our city and our region.

We will see a complete revitalization of the area that will create many economic development opportunities. Among the business community, the proposal has overwhelming support because of its ability to drive consumers to the city and create new business opportunities.

I ask for your support of this resort casino license. Thank you for your consideration.

Sincerely,

*Albert Hampton*

Name: JONATHAN REDWICK

8 received

Brockton Fire Department: \_\_\_\_\_

Address: 80 ELLIS ST  
BROCKTON MA 02301

November 21, 2018

Massachusetts Gaming Commission  
101 Federal Street  
12<sup>th</sup> Floor  
Boston, MA 02110  
[mgccomments@state.ma.us](mailto:mgccomments@state.ma.us)

Dear Interim Chair Cameron and Fellow Commissioners,

I am writing in support of the Resort Casino proposal in Brockton. As a firefighter in the City of Brockton, I am supportive of the proposal of the Resort Casino in Brockton. We believe that Brockton and the surrounding cities and town will see significant benefits with the addition of a resort casino.

A resort casino will revitalize our city and our region and provide more security for the citizens of Brockton. We will see a complete revitalization of the area that will create many economic development opportunities.

I ask for your support of this resort casino license. Thank you for your consideration.

Sincerely,





1 received

Name: Nicole Angelo  
Address: 7 Woodard Ave.  
Brockton MA 02301

November 29, 2018

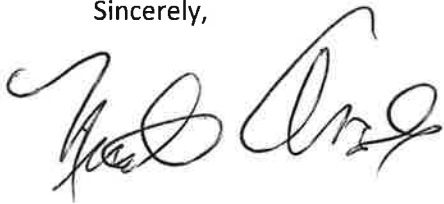
Massachusetts Gaming Commission  
101 Federal Street  
12<sup>th</sup> Floor  
Boston, MA 02110  
mgccomments@state.ma.us

Dear Interim Chair Cameron and Fellow Commissioners:

As a longtime resident of Brockton I am asking for your approval of a casino on the Brockton Fair Grounds. Brockton is filled with hardworking families who want the best for our great city. A resort casino will bring the money and jobs we need to help move us forward.

In addition to jobs, it would also revitalize the area. Currently the fairgrounds land is vacant much of the year. It is host to crime, drugs and other illegal activities because of its location and lack of activity. A new, state-of-the-art resort casino would transform the vacant lot. It would help drive out crime and with a high level of security and activity that would significantly increase safety.

Sincerely,



1 received

Name: MARCO MOUNO

Address: 84 FOSTON

ST BROCKTON MA  
02301

November 11, 2018

Massachusetts Gaming Commission  
101 Federal Street  
12<sup>th</sup> Floor  
Boston, MA 02110  
mgccomments@state.ma.us

Dear Interim Chair Cameron and Fellow Commissioners:

I am writing in support of the proposed casino project in Brockton. As a resident of Brockton, I truly believe that a casino will only benefit our region and city with much needed revenue generation and economic development.

This significant investment by Mass Gaming and Entertainment will bring many benefits to our city as we struggle to lower property taxes, funding school sports programs and increase public safety. We can make Brockton a destination city that drives crowds to not only the casino but also local businesses.

Sincerely,



2 received

Name: John Nelson

Business: Monroe - mgr.

Address: 753 Belmont St  
Brockton MA 02301

November , 2018

Massachusetts Gaming Commission  
101 Federal Street  
12<sup>th</sup> Floor  
Boston, MA 02110  
[mgccomments@state.ma.us](mailto:mgccomments@state.ma.us)

Dear Interim Chair Cameron and Fellow Commissioners,

I am writing in support of reconsideration of the application for the Resort Casino proposal in Brockton. As someone who employs workers in the City of Brockton, I am supportive of the proposal of the Resort Casino in Brockton. We believe that Brockton and the surrounding cities and town will see significant benefits with the addition of a resort casino.

A resort casino will revitalize our city and our region and provide more security for the citizens of Brockton. We will see a complete revitalization of the area that will create many economic development opportunities.

I ask for your support of this resort casino license. Thank you for your consideration.

Sincerely,

A handwritten signature in blue ink, appearing to be 'John Nelson', written in a cursive style.

**REGION C COMMENTS  
FROM 9/27/18 Meeting  
Materials**

## Reilly, Janice (MGC)

---

**From:** MGC Website <massgamingcomm@gmail.com>  
**Sent:** Friday, September 21, 2018 9:02 PM  
**To:** MGCcomments (MGC)  
**Subject:** Contact the Commissioner Form Submission

### Name

Donna GallagherDelorey

### Email

[kevonad24@gmail.com](mailto:kevonad24@gmail.com)

### Phone

(781) 447-3015

### Subject

Brockton casino

### Questions or Comments

hello, I just heard on the news that you are giving serious consideration to the 3rd casino being at the Brockton fairgrounds. THIS IS WONDERFUL NEWS! I know you have not finalized your decision yet, but the fact that you are giving thought to Brockton is very uplifting. This area really needs revitalization, a casino would bring in much needed jobs, money, and people. Thank you for considering Brockton. I look forward to hearing the final decision.

Sincerely,  
Donna Gallagher Delorey

SEPTEMBER 23, 2016

**Inbox****Putting brakes on tribe's casino bid****As Mashpee wage casino effort, Brockton bid should be reconsidered**

In support of the Mashpee Wampanoag tribe's ongoing efforts for reservation status, the Globe editorial board overlooked the negative impact on the City of Brockton. Written with good intentions, the Sept. 16 editorial "Mass. delegation must step up for tribe" missed some important details.

In 2011, Governor Deval Patrick signed into law An Act Establishing Expanded Gaming in the Commonwealth. In response to the drain of Massachusetts gaming revenue to Connecticut casinos, this legislation was designed to provide benefits to Massachusetts by creating jobs and encouraging economic development. After the passage of this legislation, the Mashpee tribe and their Malaysian casino partner, Genting, were encouraged to forgo a tribal casino and instead apply for the Region C commercial casino license.

Instead, the tribe chose to pursue a tribal casino and save considerably on tax payments to Massachusetts.

It's in Massachusetts' interest to advocate for a Class C casino in Brockton. Brockton, a predominantly minority community, is fighting for economic redevelopment. Building a casino would provide immediate impact on the city's economy, bringing in a potential \$60 million a year while creating 2,000 permanent jobs. Delay in building a Class C casino in Brockton would put Massachusetts at a competitive disadvantage as we lose gaming revenue to our neighbors in Connecticut and Rhode Island.

It's time for the Massachusetts Gaming Commission to reopen Brockton's request for a commercial casino license.

STATE SENATOR MICHAEL D. BRADY  
Brockton

**We shouldn't rush to do an end run around a Supreme Court ruling**

Read in isolation, your editorial "Mass. delegation must step up for tribe" presents a one-sided view of a way to do what is "morally right" for the Mashpee tribe, in their bid to have land taken for a casino in Taunton. But you never mentioned recent court decisions that cannot be glossed over under any condition.

In *Carciari v. Salazar* the Supreme Court held that land could not be taken into trust for tribes that were not federally recognized prior to 1934. Because of that, US District Judge William Young held in 2016 that the Department of the Interior did not have legal authority to take the land in trust.

How can you advocate doing what is "morally right" by passing a bill that would, even in your words, provide "a way around the latest setback"? Since when is a law that ignores the Supreme Court the right path?

MARY MCCAFFREY  
East Taunton

**Reilly, Janice (MGC)**

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**From:** MGC Website <massgamingcomm@gmail.com>  
**Sent:** Friday, September 21, 2018 2:49 PM  
**To:** MGCcomments (MGC)  
**Subject:** Contact the Commissioner Form Submission

<b>Name</b>
Joyce Nyhan
<b>Email</b>
<a href="mailto:Joycenyhan@aol.com">Joycenyhan@aol.com</a>
<b>Phone</b>
(508) 583-8979
<b>Subject</b>
Region C Casino License/Brockton
<b>Questions or Comments</b>
<p>I am a citizen of Brockton and I fought vehemently the last time this was up for consideration to have it blocked and I still feel that it should be blocked. The heart of a city is not the place for a Casino and this one would be near a High School, a Junior High School, a College, a Veteran's Hospital and a Church and it's in a very heavily congested traffic area. There are also several Elderly facilities in the area and these a very vulnerable people who would be tempted to go to this casino and then not have the money needed for medication and other personal living needs. A Casino should be a "destination" that someone travels to for a weekend away or a short vacation not in the heart of a city. We will also have a problem of saturation as there are two other casinos in Massachusetts and a short distance away in Rhode Island there is another casino that is undergoing expansion. We are also not too far from the two Casinos in Connecticut. This was vehemently shot down the last time because the city failed to meet the criteria required and I am sure that it isn't in any better situation now. I know that the crime rate in our city, unfortunately has not improved to any impressive rate and this would only serve to add to the problems. We also have a Mayor whose motivations for improving our city are very questionable. He has proposed other failed projects and he is actively proposing the marijuana shops and to add a casino to this inventory would only succeed in making our city a "Sin City." Please, I implore you to NOT consider this application for a license in my city.</p>

FORWARDED TO BRUCE BAND, ANGELA SMITH, BURKE CAIN AND STERL CARPENTER –  
CATHERINE BLUE

**Reilly, Janice (MGC)**

---

**From:** MGC Website <massgamingcomm@gmail.com>  
**Sent:** Friday, September 21, 2018 8:21 AM  
**To:** MGCcomments (MGC)  
**Subject:** Contact the Commissioner Form Submission

**Follow Up Flag:** Follow up  
**Flag Status:** Flagged

<b>Name</b>
Margaret Kearney
<b>Email</b>
<a href="mailto:Pegkearney111@gmail.com">Pegkearney111@gmail.com</a>
<b>Subject</b>
No to Brockton Casino
<b>Questions or Comments</b>
Please do not even discuss a Casino in Brockton. Please do not approved a Brockton Casino.

FORWARDED TO CATHERINE BLUE



**Reilly, Janice (MGC)**

---

**From:** MGC Website <massgamingcomm@gmail.com>  
**Sent:** Thursday, September 20, 2018 5:13 PM  
**To:** MGCcomments (MGC)  
**Subject:** Contact the Commissioner Form Submission

**Follow Up Flag:** Follow up  
**Flag Status:** Flagged

<b>Name</b>
Dianne Crooker
<b>Email</b>
<a href="mailto:dcrooker@gmail.com">dcrooker@gmail.com</a>
<b>Phone</b>
(508) 584-4909
<b>Subject</b>
Region C Casino
<b>Questions or Comments</b>
I am from Brockton and one of 1.3million residents of Region C. My family, friends and neighbors VEHEMENTLY OPPOSE already-rejected plans for a casino in Region C, especially in the middle of our community next to schools, neighborhood churches, major grocery stores and thousands of residences with young families. Do the right thing. Do not award a Region C license at all. New England and the Commonwealth have reached a saturation point. Future generations will thank us for stopping when we could. Thank you

FORWARDED TO CATHERINE BLUE

**Reilly, Janice (MGC)**

---

**From:** MGC Website <massgamingcomm@gmail.com>  
**Sent:** Thursday, September 20, 2018 5:02 PM  
**To:** MGCcomments (MGC)  
**Subject:** Contact the Commissioner Form Submission

**Follow Up Flag:** Follow up  
**Flag Status:** Flagged

<b>Name</b>
Kelly Taxiera
<b>Email</b>
<a href="mailto:Kelzo6987@msn.com">Kelzo6987@msn.com</a>
<b>Phone</b>
(774) 259-6879
<b>Subject</b>
Casino license for Brockton
<b>Questions or Comments</b>
Please DO NOT reconsider giving Brockton the license for a casino. The area is AWFUL now with school traffic and no one is going to vacation in Brockton. It will kill my property value. I live within 1 mile of the fairground. Please stick to the original decision and vote NO for Brockton. Thank You Kelly Taxiera 19 Tripp Ave

FORWARDED TO CATHERINE BLUE

September 20, 2018,

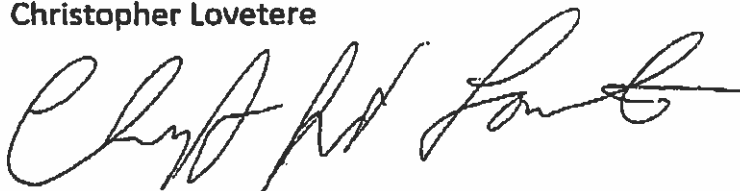
Mass Gaming Commission

Dear member,

You must not allow Mr. Bluhm to have another chance to destroy the city of Brockton. The basis for his argument is the fact that the Wampanoag tribe of Taunton have had their approval for a casino tied up in a lawsuit. The lawsuit in question was financed by Mr. Bluhm, after his failed previous bid. This is economic bullying at it's worst. It is proof positive that the character of Mr. Bluhm is not magnanimous. He is not trying to benefit our community here in Plymouth county. Rather, his motivation is greed and a lust for power. One need only look at the character of Steve Wynn, who you mistakenly approved for a license, to see the nature of today's casino owner. Once done it is difficult to undo. They are all taking advantage of the addictive nature of gambling. They produce misery for profit. It is a blatant and despicable lack of moral judgement. Keep in mind that the casino business was originally created and operated by gangsters. Not much has changed, other than the fact that we have legitimized these operations for our own States revenue. We sell a bit of our soul with each approval. Mr. Bluhm has proven that he will stop at nothing to obtain his casino. It is a complete disregard and disrespect for your prior ruling against his proposal. I am a lifelong resident of Brockton and a Veteran. I am a married father of five. Two of my children have PhD's, one is an RN and my two youngest are students at Brockton High School. The high school is located directly across the street from the proposed site of Mr. Bluhm's casino. The success of my children has depended on having a wholesome environment in which to thrive and succeed. A casino in Brockton would denigrate their chances for success and our city. Please do not be duped by Mr. Bluhm and his people. They are coming to pillage our citizens and destroy our values. Do not allow this to go forward.

Concerned,

Christopher Lovetere

A handwritten signature in black ink, appearing to read "Chris Lovetere", written in a cursive style.

258 letters rec'd.

September 23, 2018

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

Chairman Crosby and Commissioners:

It is my understanding that that a request has been submitted to you for the potential reconsideration of the Brockton casino project.


For the record, I was against a Region C casino from the very beginning – and my opinion has not changed during the interim. Furthermore, there is no chance that my opinion will change in the future.

Why not? Simply because the last thing we need is another casino in this area, especially in an already impoverished city such as Brockton. To add insult to injury, the proposed casino would be next to our high school, which is a powerful beacon of hope for our community.

I'm not sure what the process is for reapplication, but I respectfully urge you to decline the petition from the Chicago-based Rush Street casino company, if and when it comes to a vote before your commission.

Thank you for your consideration.

Respectfully,

Signature: 

Name (Printed): JEAN P. BELIZMIRI

City/Municipality: Bridgewater, MA 02324

181 letters rec'd

September 7, 2018

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

Dear Chairman Crosby and Commissioners,

Once again I want to thank the commission for the diligence you took in coming to your decision in April of 2016. The churches of Brockton, Stand Up for Brockton and I all encourage you to simply decline the reconsideration of the Rush Street Gaming proposals. Since your decision the facts have not changed, nor have the consequences to Brockton should it have a casino next to Brockton High School. Actually, Rush Street Gaming has not changed as they still have a problem with allowing underage gambling. It is still happening in Pennsylvania and at their new resort in Schenectady, NY. We cannot have that happening in Brockton. The promise of bringing a Destination Casino to Brockton was the same promise made to Schenectady, NY and it is reported they really have not delivered as it is reported in NY, "With slots use rising and table games flat or declining, it is more and more difficult to accept the notion we get from Rush Street and our City Hall that people see Rivers Casino as a Destination Resort." Massive fines in February and March of 2018 have not deterred their business practices.

Additionally, the Massachusetts gaming laws make no provision for the reconsideration of a denied applicant in the way that Rush Street Gaming is proposing. The role of the MGC is to apply the law not to write new law.

Here in Brockton we are dealing with many different crisis situations including the opioid problem, a recent upturn in gun violence and murders and are dealing with the recreational marijuana businesses that the Mayor of Brockton wants to attach the future of Brockton to as the savior to our city's woes.

I ask the MGC to dismiss this request and allow Brockton to find its way out of its own problems.

Sincerely,

Lynn Reid  
15 Parkside Ave.  
Brockton, MA 02301

## Reilly, Janice (MGC)

---

**From:** pastor@jesussavesinbrockton.com  
**Sent:** Sunday, September 23, 2018 4:39 PM  
**To:** MGCcomments (MGC)  
**Subject:** Please find attached 3 files with 237 additional letters  
**Attachments:** 75 Letters Region C Sept 23.pdf; 81 Letters Region C Sept 23.pdf; 81 more letters from Region C Sept 23.pdf

from Stand Up for Brockton opposing any reconsideration of MG&E/Rush Street Gaming and a proposed casino next to Brockton High.

Pastor Reid  
Stand Up for Brockton

**Reilly, Janice (MGC)**

---

**From:** pastor@jesussavesinbrockton.com  
**Sent:** Thursday, September 20, 2018 10:22 PM  
**To:** MGCcomments (MGC)  
**Subject:** 12 letters from Region C  
**Attachments:** 12 letters Region C Sept 20.pdf

**Follow Up Flag:** Follow up  
**Flag Status:** Flagged

Please find attached 12 additional letters from residents of Region C that are asking you to stand by your April 2016 decision and stop the request of MG&E to reconsider their application.

Rush Street Gaming still cannot manage their own house and prevent underage gambling.

A casino next to one of the largest high schools in Eastern United States is not a good idea and it is a threat to the safety of our children.

Stand Up for Brockton

Pastor Richard Reid

FORWARDED TO CATHERINE BLUE

## Reilly, Janice (MGC)

---

**From:** pastor@jesussavesinbrockton.com  
**Sent:** Thursday, September 20, 2018 12:48 PM  
**To:** MGCcomments (MGC)  
**Subject:** Region C letters for the Commissioners  
**Attachments:** 25 letters Region C Sept 18.pdf

**Follow Up Flag:** Follow up  
**Flag Status:** Flagged

Please find attached 25 letters from residents of Region C that are asking the Commissioners to not consider a re-opening of the Region C license to MG&E/Rush Street Gaming.

Nothing has changed since your denial to MG&E in April of 2016. Please let your decision stand.

Stand Up for Brockton

Pastor Richard Reid

FORWARDED TO CATHERINE BLUE





# ASSESSMENT: MGM OPENING ACTIVITIES

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DECEMBER 20, 2018



# AGENDA

- Overview
- Best Practices
- Key Highlights
- Conclusion



SECTION ONE

# OVERVIEW



# OPENING MGM

## Challenges

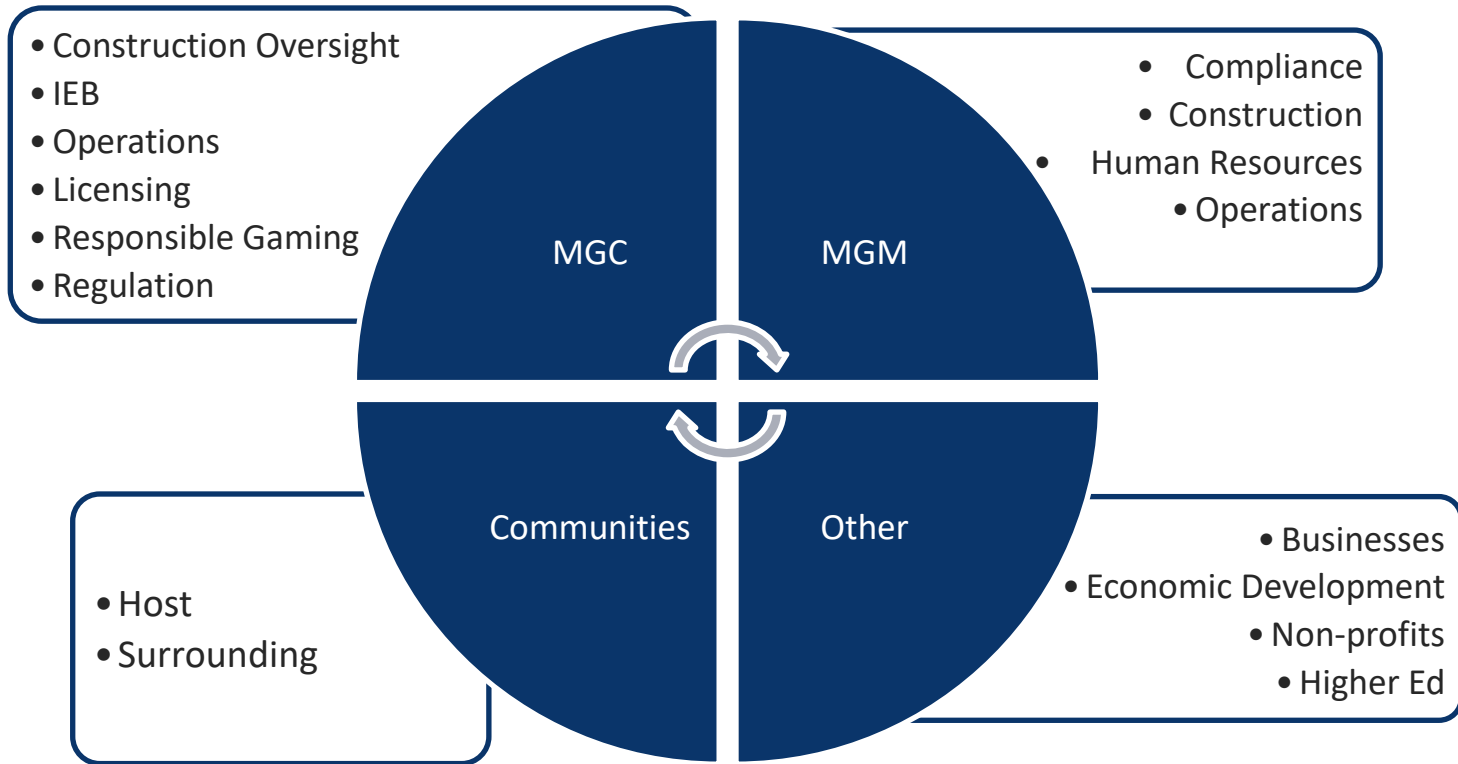
- Full-Resort vs. Slot Parlor
  - Table Games
  - Hotel/Retail/Entertainment/Outdoor Plaza
- Staffing
  - New Gaming Agents
  - MGC Boston
  - Gaming Enforcement Unit
- Full operations continue at PPC, including horse racing season

## Resources

- MGM Experienced a recent opening (National Harbor)
- Technology
  - LMS/CMS operational, JIRA implemented for activity tracking



# PARTICIPANTS



# KEY ACTIVITIES

## CONSTRUCTION

- MONITORING/OVERSIGHT
- MULTI-AGENCY ENGAGEMENT: MEPA, MASSDOT, CITY OF SPRINGFIELD
- AFFIRMATIVE MARKETING GOALS

## EMPLOYMENT

- SCALING TO 3,000 MGM EMPLOYEES
- MEASURING AGAINST MULTIPLE DEMOGRAPHIC COMMITMENTS
- RE-DEPLOYING AND INCREASING MGC STAFF

## OPERATIONS

- COMPLIANCE: INTERNAL CONTROLS/GAMING TECHNOLOGY
- LICENSING: EMPLOYEES, VENDORS
- REVENUE: MONITORING, COLLECTION, RECONCILIATION, REPORTING
- ENFORCEMENT: PUBLIC SAFETY, SECURITY, SURVEILLANCE

## COMPLIANCE

- COMMUNITY AGREEMENTS
- CASINO LICENSE COMPLIANCE
- GAMING SCHOOLS
- PROGRAMS: SUPPLIER, WORKFORCE, AND DIVERSITY DEVELOPMENT; RESPONSIBLE GAMING
- TABLE GAME REGULATIONS: 205 CMR 146 GAMING EQUIPMENT; 147 RULES OF THE GAME (44 GAMES)

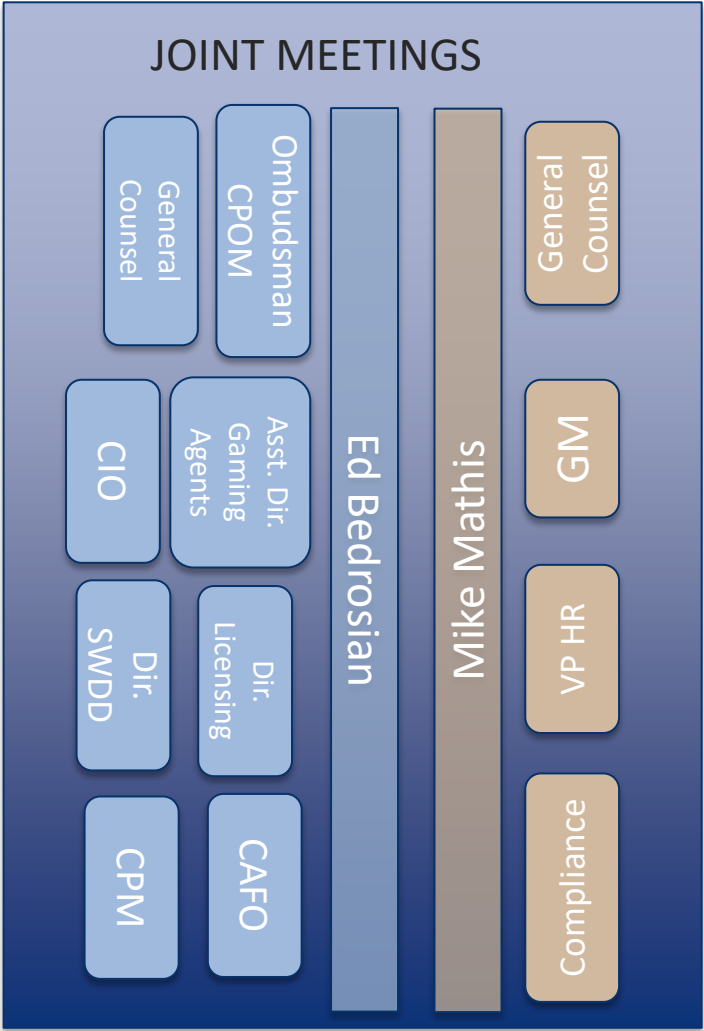


SECTION TWO

# BEST PRACTICES

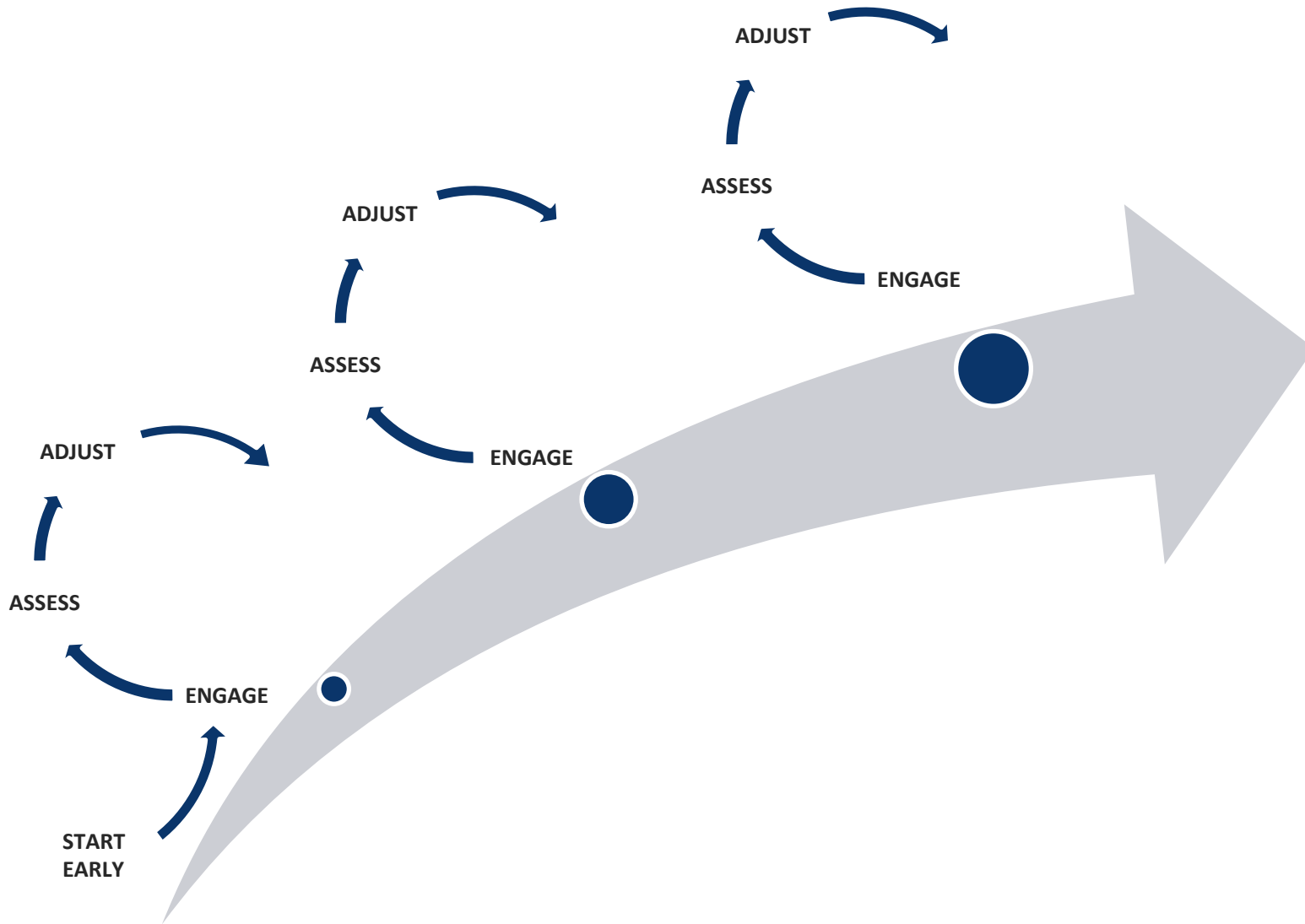


# ACTIVITIES AND ASSESSMENT





# METHODOLOGY



SECTION THREE

# KEY HIGHLIGHTS



# AREAS OF INTEREST

- **Construction:** Joe Delaney, P.E., Construction Project Oversight Manager
- **All Non-Gaming Compliance:** John Ziemba, Ombudsman
- **Gaming:** Burke Cain, IEB Field Manager of Casino Operations/Gaming Agents Division  
Assistant Chief
- **Licensing:** Paul Connelly, Director of Licensing
- **Statistics:** Ed Bedrosian, Executive Director



# CONSTRUCTION SITE OVERVIEW APRIL 2016



# CONSTRUCTION

**Challenge: Full resort in the heart of a major city, significant off-site infrastructure improvements, historical preservation commitments, diversity commitments**

## **Keys to Success**

- Weekly on-site coordination with MGM construction team
- Early and effective engagement across participants
  - MEPA, MassDOT, City of Springfield, MGM Springfield, Aecom Tishman
- Monthly oversight of diversity commitments through AOC meetings
- Development of tracking systems to verify compliance with project commitments





# OPENING DAY





# OMBUDSMAN

**Challenge: Full resort integrating with a major city, extensive license conditions, and multiple agreements**

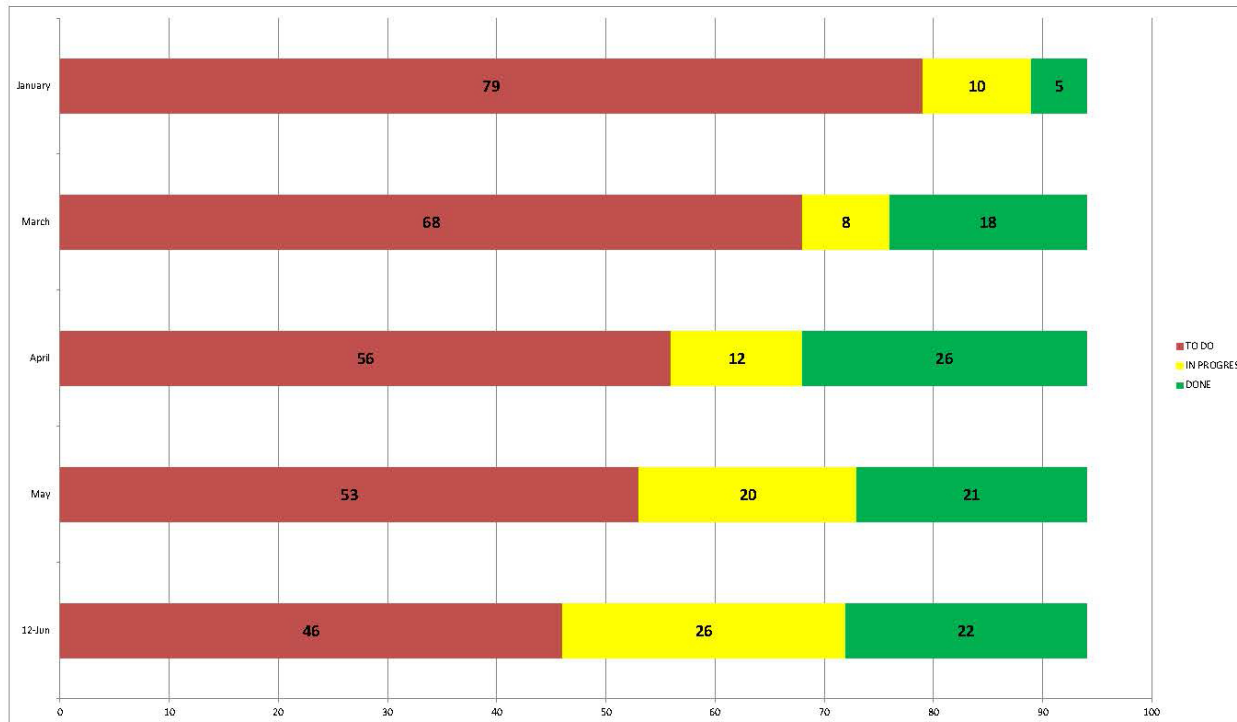
## **Keys to Success**

- Early and effective engagement with the City of Springfield leadership
- Proactive coordination with MassDOT and City of Springfield officials on infrastructure commitments
- Commitment to community engagement by MGM Springfield executive staff
- Participation in bi-weekly construction and opening day traffic planning meetings





# OMBUDSMAN HIGH-LEVEL TRACKING



# GAMING FLOOR DELIVERY DAY



# GAMING AGENTS

## **Challenge: Scaling the casino floor and adding table games**

### **Keys to Success**

- Early and effective engagement with the MGM Compliance Officer for internal controls
- MGC GA Supervisor on-site at MGM 8 months prior to opening
- MGC GA staff who had opened PPC were deployed to MGM
- Familiarity with the MGC Central Monitoring System for slot machines
- Early engagement with the gaming schools and table game supervisors to manage the learning curve

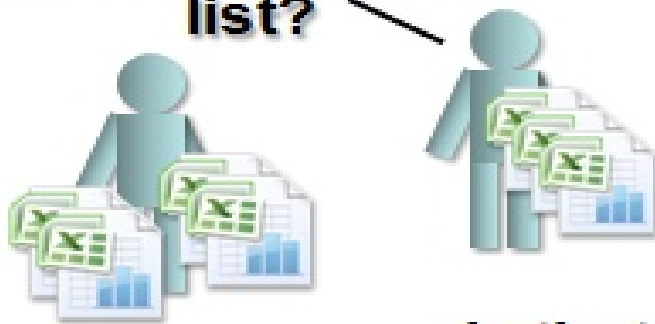


# GAMING FLOOR COMPLETED



# LICENSING SYSTEM BEFORE

**Where's the updated customer list?**



**I emailed it- but use the 2pm one, not the 1:55pm one.**



**Is that the one named "final"?**



**No- the one named "FINAL FINAL". Nevermind- I'll send it again.**



# LICENSING

**Challenge: Scaling from a casino with 700 employees to MGM's 3,000+**


## **Keys to Success**


- Implementation of Internet-based, customer accessible licensing system
- Regulatory amendment eliminated low-risk positions subject to licensure
- Early and effective engagement with MGM Springfield HR Director
- Coordination around MGM hiring events
- Re-engineering of the MGC process for efficiency
- On-Site MGC Licensing staff member



# LICENSING SYSTEM NOW

 Massachusetts Gaming Commission: Licensing Management System



**MASSGAMING**  
COMMISSION

## LICENSING MANAGEMENT SYSTEM

Employee and Vendor Licensing and Registration for  
Plainridge Park Casino, MGM Springfield, and Wynn Boston Harbor

# Welcome!

Welcome to the Licensing Management System, a service of the Massachusetts Gaming Commission. You must have an active user account to use this service.

[Create User Account](#)

**Username**

MGC-USER

**Password**

.....

[Login and  
Accept Terms of Use](#)

Having trouble logging in?

[Retrieve User Name](#)

[Reset Password](#)

**Questions?**

If you have any questions about this service please email us at  
EmployeeLicensing.mgc@state.ma.us.

[View Online Help](#)

**Massachusetts Gaming Commission**  
Division of Licensing

101 Federal Street  
12th Floor  
Boston, MA 02110

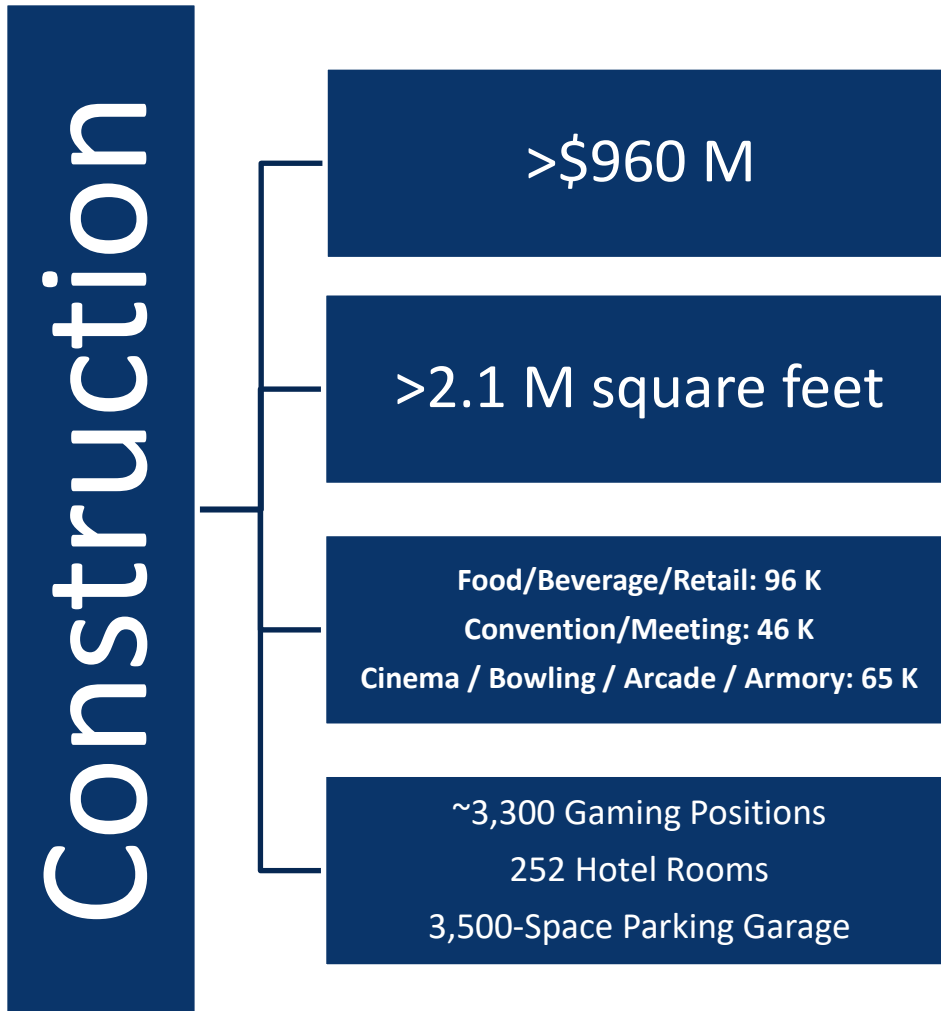
P: 617-979-8473  
EmployeeLicensing.mgc@state.ma.us



Our mission is to create a fair, transparent, and participatory process for implementing the expanded gaming law in the Commonwealth.



# BY THE NUMBERS

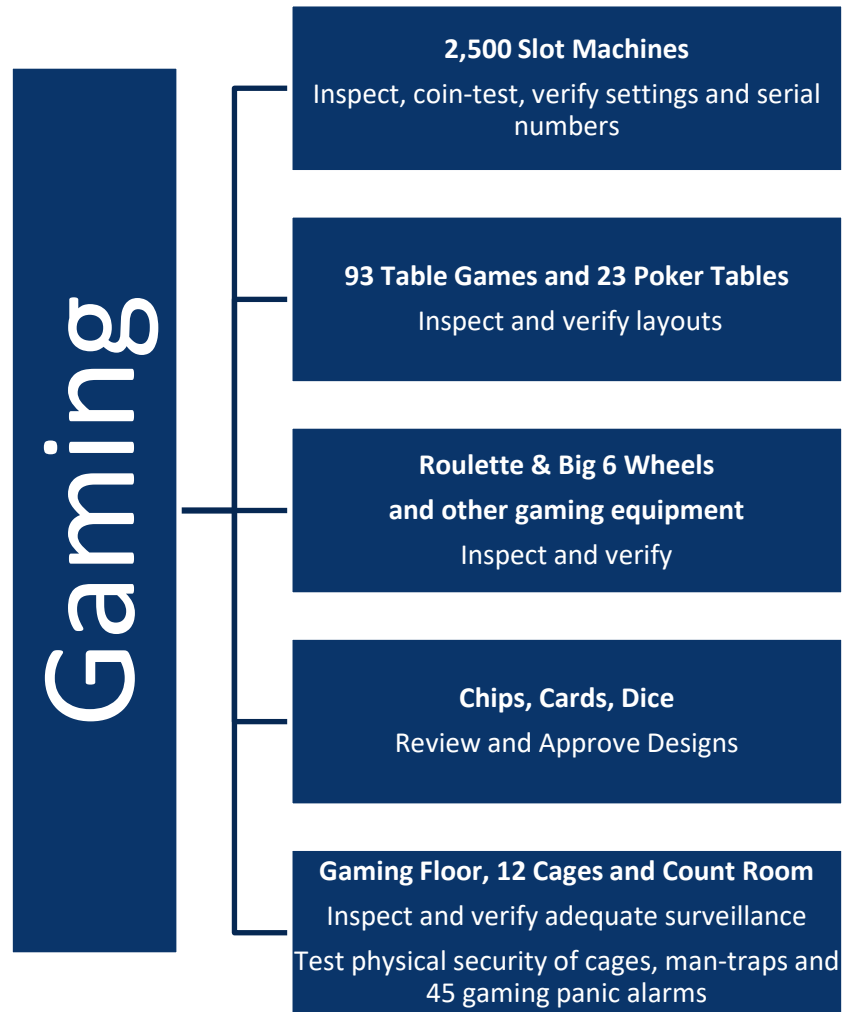




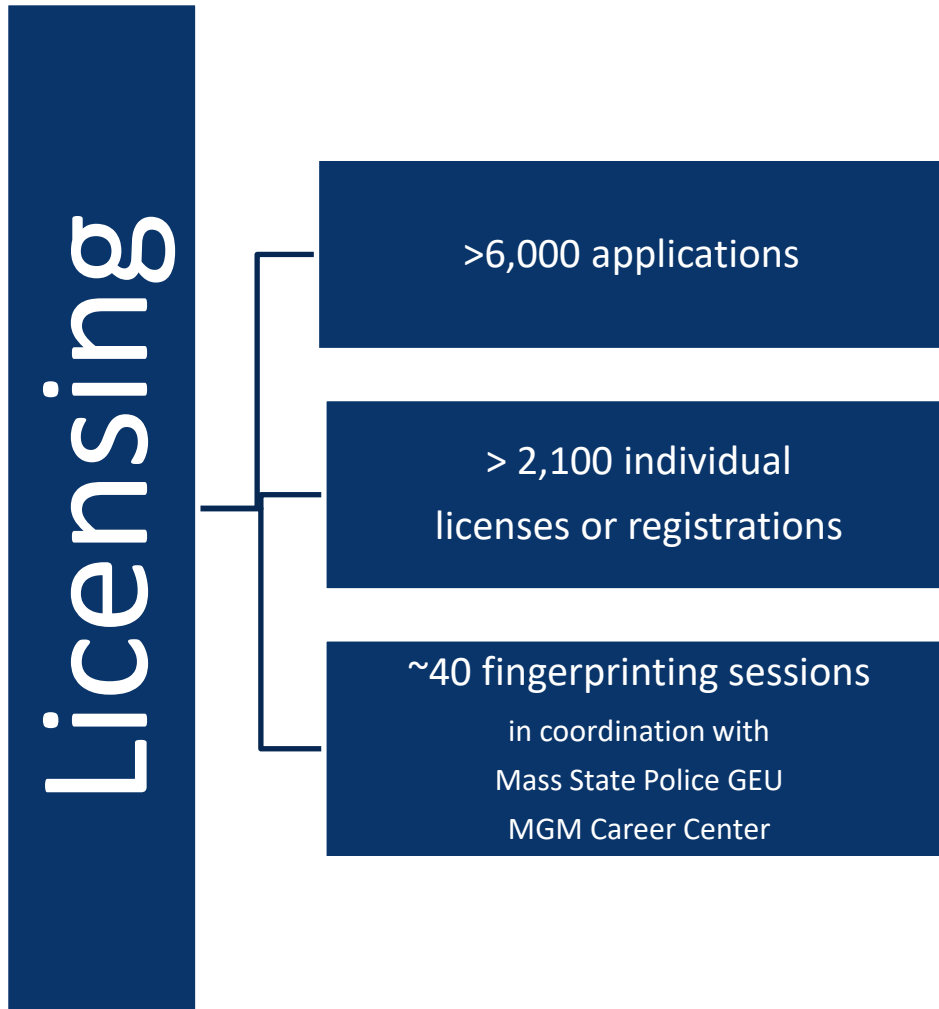
# BY THE NUMBERS



# BY THE NUMBERS



# BY THE NUMBERS



# SECTION FOUR

# CONCLUSION



# CONCLUSION

- Acknowledgements
- Questions/Follow-Up



# ACKNOWLEDGMENTS

Administrative Support Teams

Janice Reilly, Chief of Staff

Elaine Driscoll, Director of Communications

MGC Operations

Derek Lennon, CAFO

Katrina Jagroop-Gomes, CIO

IEB/Gaming Agents

Mass State Police GEU

Commissioners



# QUESTIONS/FOLLOW-UP

Thank you



# THE COMMONWEALTH OF MASSACHUSETTS



## *IEB Plaza Audits: First 90 Days*

MASSACHUSETTS GAMING COMMISSION

Gayle Cameron, Acting Chairperson  
Eileen O'Brien, Commissioner  
Bruce Stebbins, Commissioner  
Enrique Zuniga, Commissioner

12/8/18





### **First 90 Days Plaza Audit Report:**

**TO:** Bruce Band – Assistant Director IEB  
Burke Cain – Field Manager IEB  
Investigations & Enforcement Bureau

**FROM:** Angela Smith  
Senior Supervising Gaming Agent  
Investigations & Enforcement Bureau

**SCOPE:** The following is a 90 day audit of the outdoor plaza at MGM Springfield. This report is intended to provide a better understanding of how MGM utilizes the outdoor plaza area for special events. In addition, this report will give a clear picture of the security staffing, sale and distribution of alcohol, surveillance coverage, and how special events are handled at the MGM Plaza. All observations and incidents are documented by the IEB.

## Table of Contents

<b>Scope .....</b>	<b>2</b>
<b>Events.....</b>	<b>4</b>
<b>Special Events.....</b>	<b>5</b>
<b>Alcohol Sale and Distribution .....</b>	<b>6</b>
<b>Summary .....</b>	<b>7</b>

# *MGM Springfield Outdoor Plaza*

## Events

### The Armory

Originally planned to be used as a restaurant, the Armory has served for several events during the first three months. During opening, guests used the building to sign-up for an MLife card. Currently, it is used as a holiday village. There have been no related issues observed by the IEB.

### Kringle Emporium

In addition to selling candles, the Emporium also offers food and drinks (as well as alcoholic beverages). There have been no related issues observed by the IEB.

### Fire Pits

As the winter weather approached, MGM placed fire pits in the plaza. There have been no related issues observed by the IEB.

### Ice Skating Rink

Towards the conclusion of the 90 day audit, MGM began to open the ice skating rink to the public. Prior to the opening of the ice rink, the open area was used for several events including an arts & crafts show and live entertainment.

### Tree Lighting

After the 90 day audit had concluded, MGM placed a holiday tree and held a lighting ceremony in the plaza.

## Special Events Schedule on the MGM Plaza

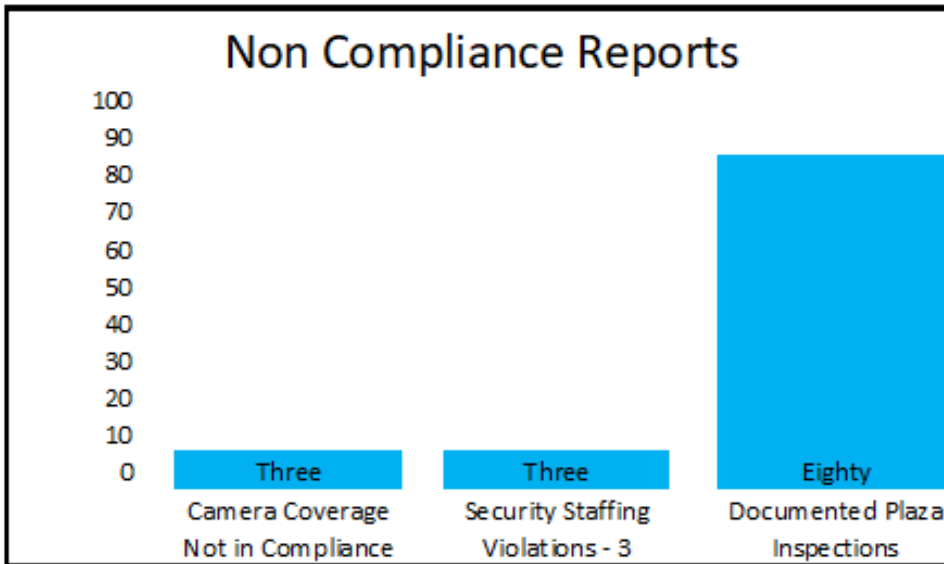
<i>Plaza Event</i>	<i>Date</i>	<i>Participation Approximate</i>
Street Drum Corps	24-Aug-18	1500
Dropkick Murphys	24-Aug-18	1500
Jamfest	8-Sep-18	2500
Bike fest	6-Oct-18	1200
Bike fest	7-Oct-18	1200
Ice Rink Grand Opening & Tree Lighting	23-Nov-18	2500
Yoga	1-Sep-18	25
Beverage Trailer Activation	1-Sep-18	300
Labor Day Cornhole Tournament	2-Sep-18	500
Yoga	4-Sep-18	25
Ride to Remember/ Derik & Funbags	7-Sep-18	350
Ride to Remember Kickoff	8-Sep-18	200
CityBlock Concert	13-Sep-18	300
Yoga	14-Sep-18	25
Yoga	15-Sep-18	25
CityBlock Concert	20-Sep-18	300
Yoga	21-Sep-18	25
Farmer's Market	21-Sep-18	200
Yoga	22-Sep-18	25
Farmer's Market	22-Sep-18	250
Farmer's Market	23-Sep-18	250
Cruise Night	24-Sep-18	300
Yoga	25-Sep-18	25
CityBlock Concert	27-Sep-18	300
Yoga	28-Sep-18	25
CityBlock Concert	4-Oct-18	300
Dueling Pianos	12-Oct-18	250
Thunderbirds Home Opener	13-Oct-18	200
CityBlock Concert	18-Oct-18	250
World Series Game Viewing	23-Oct-18	50
World Series Game Viewing	24-Oct-18	50
World Series Game Viewing	26-Oct-18	50
World Series Game Viewing	27-Oct-18	50
Halloween Movie	28-Oct-18	NA
Halloween Movie	29-Oct-18	NA
Halloween Movie	30-Oct-18	NA
Halloween Movie	31-Oct-18	NA
Ice Rink Projected Total	Through March 3	14600

## Glassware in the Plaza

The picture below shows a sign MGM uses to help prevent patrons from taking glassware outside on to the plaza. The IEB has observed patrons using these tables and found no issues of glassware taken past this point.



## Summary



In summary, the IEB documented 80 plaza inspections during the first three months. Additionally, the IEB performed undocumented reviews of the plaza daily during routine patrols. IEB gaming agents conducted security staffing audits, surveillance camera coverage inspections, and monitored the sale and distribution of alcoholic beverages. During this time, MGM was found to be out of compliance on six occurrences.

On three occasions, IEB found surveillance camera coverage of the plaza to be insufficient. Cameras were immediately added by MGM

IEB also observed security staffing fail to meet the regulated requirements for the plaza. On Fridays and Saturdays after 16:00, additional security officers are required for the late afternoon and evenings. MGM addressed these incidents immediately.

# THE COMMONWEALTH OF MASSACHUSETTS



## *IEB Crosswalk Review First 90 Days:*

MASSACHUSETTS GAMING COMMISSION

Gayle Cameron, Acting Chairperson  
Eileen O'Brien, Commissioner  
Bruce Stebbins, Commissioner  
Enrique Zuniga, Commissioner

12/8/18





*Investigations and  
Enforcement Bureau*



### **MGM Crosswalk Review:**

**TO:** Bruce Band – Assistant Director IEB  
Burke Cain – Field Manager IEB  
Investigations & Enforcement Bureau

**FROM:** Angela Smith  
Senior Supervising Gaming Agent  
Investigations & Enforcement Bureau

**SCOPE:** The following is a review conducted by IEB of the Crosswalk at MGM Springfield. This report is intended to provide a better understanding of how MGM intended to use the Crosswalk along with a chronological timeline of how this crosswalk has evolved. In addition, this report will give a clear picture of the initial use of the Crosswalk and how MGM's management plan evolved with regard to its practical use as operational information was gathered. All observations and incidents are documented by the IEB.



Massachusetts Gaming Commission

101 Federal Street, 12<sup>th</sup> Floor, Boston, Massachusetts 02110 | TEL 617.979.8400 | FAX 617.737.8066 | [www.massgaming.com](http://www.massgaming.com)

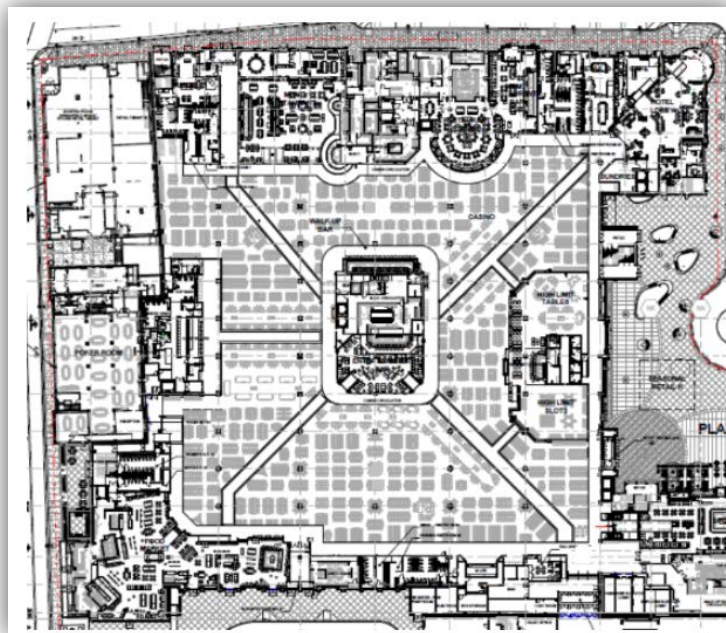


# MGM Springfield Interior Crosswalk (“X” Pathway) on Gaming Floor

---

On August 24<sup>th</sup>, 2018, MGM Springfield opened a casino complex to the public and welcomed families with children to attend plaza events, movie theaters, restaurants, public art, and history displays. Minors and patrons under the age of 21 were restricted by Massachusetts law from entering the casino gaming area. The casino gaming area contained a non-gaming interior pathway that roughly formed an “X”. This interior crosswalk or pathway initially was intended to allow families with underage patrons to travel the complex more easily. Additionally, if underage or minors were found to stray into the gaming area this interior crosswalk would assist getting these folks moving directly to their destination without hesitation or redirection.

Exhibit A.



Massachusetts Gaming Commission

On April 26<sup>th</sup>, 2018, the Massachusetts Gaming Commission (MGC) temporarily approved the “X” crosswalk as a non-gaming area pending a 90 day review. The 90 day review was established to determine how the “X” crosswalk affected the presence of underage patrons and minors on the casino gaming floor. During this 90 day review, Gaming Agents assigned to the Investigation and Enforcement Bureau (IEB) conducted routine audits of underage patrons and minors to determine if any were observed on the gaming floor during their assigned shifts. This data was collected and shared with MGM when challenges arose throughout this 90 day review.

During the first two weeks of opening, IEB observed instances where the presence of underage patrons and minors entering the gaming area at MGM Springfield was from the crosswalk. Because of this MGM initiated steps to combat the presence of underage and minors on the crosswalk

On September 4, 2018, MGM Springfield instituted a late-night age restriction policy requiring that all guests on the resort property between the hours of between 12:00 am (midnight) to 8:00 am be 21 and over.

On October 29<sup>th</sup>, 2018, MGM Springfield instituted a policy requiring a Security Officer and M Life Representative to rove the slot banks between 6 pm – 2 am asking ID’s for anyone appearing under the age of 30.



Massachusetts Gaming Commission

101 Federal Street, 12<sup>th</sup> Floor, Boston, Massachusetts 02110 | TEL 617.979.8400 | FAX 617.737.8066 | [www.massgaming.com](http://www.massgaming.com)

Upon conclusion of the 90 day review, IEB confirmed and acknowledged the challenges of underage and minors accessing and attempting to access the casino floor from the crosswalk. These challenges were discussed with MGM several times throughout this 90 day review. MGM acknowledged the challenges.

On December 6<sup>th</sup>, 2018, MGC Executive Director Ed Bedrosian officially advised MGM Springfield effective immediately, the modified “X” crosswalk is now considered gaming area and patrons under the age of 21 are prohibited from entering the specified area.



Massachusetts Gaming Commission

101 Federal Street, 12<sup>th</sup> Floor, Boston, Massachusetts 02110 | TEL 617.979.8400 | FAX 617.737.8066 | [www.massgaming.com](http://www.massgaming.com)

**Massachusetts Gaming Commission  
Quarterly Report Presentation:  
3rd Quarter 2018**

**December 20, 2018**



# Mike Mathis

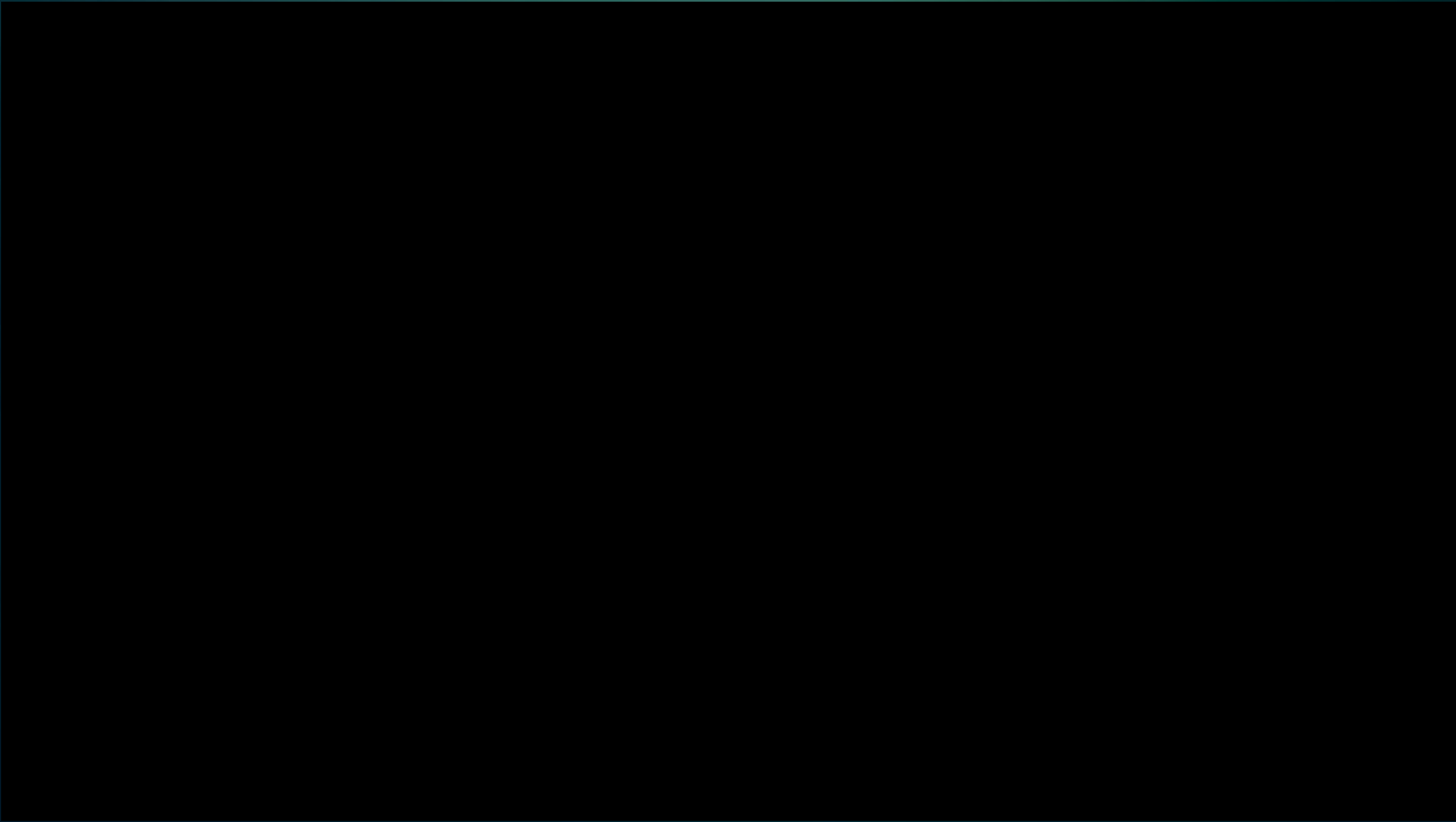
*President & COO - MGM Springfield*



# Welcome and Opening Overview



# GRAND OPENING





# FIRST SIX WEEKS FACTS & FIGURES

- Visitors = 1,000,000
- Meals served = ~11,500
- GGR = ~\$36.5M
- Taxes paid = ~\$9.125M

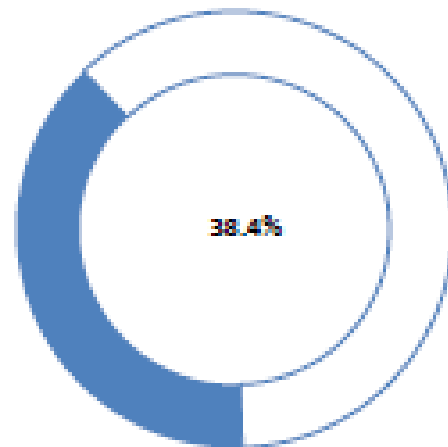




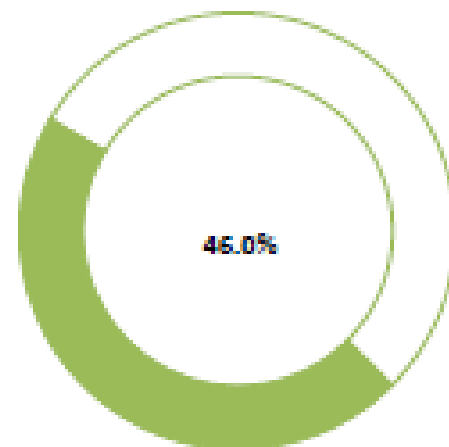
# HIRING UPDATE

## HCA Minimum Requirements

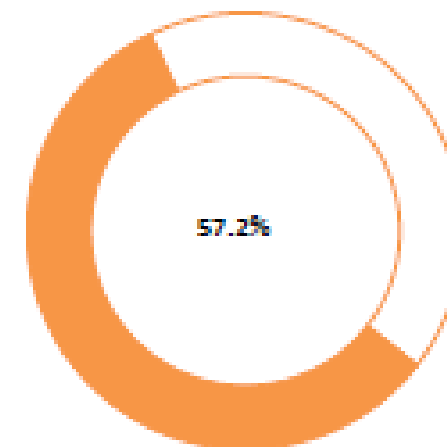
Springfield Residents  
35%



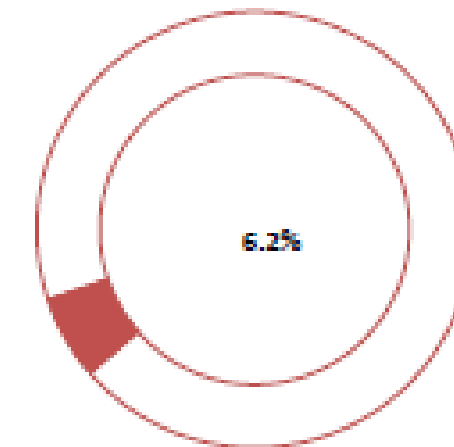
Women  
50%



Minorities  
50%



Veterans  
2%



*As of 10/10/2018, reflective of 2,865 active employees*

# OS&E RECAP



Group	Goals	Payments	Variance	Company Count	Value
WBE	15.0%	12.94%	(2.06%)	17	\$4.62M
MBE	10.0%	16.63%	6.63%	15	\$5.94M
VBE	2.0%	2.10%	.10%	1	\$749K

Notes:

- (1) Total Payments on Biddable Spend through November 30, 2018 are \$35.7M.
  - (2) Biddable Spend is inclusive of the following categories;
    - Advertising, BUS Promotions, Biddable Entertainment, Legal, Purchasing, Rentals (Not Building), Warehouse Rentals, Retail, and Services.
- WBE = Woman-owned Business Enterprise; MBE = Minority-owned Business Enterprise; VBE = Veteran-owned Business Enterprise.

# OS&E RECAP

Segment	Payments	Company Count	Value
Springfield	10.20%	13	\$4.60M
Surrounding Communities	15.04%	17	\$6.78M
Western Mass	6.39%	7	\$2.88M
Commonwealth	18.08%	28	\$8.15M

Notes:

(1) Total Payments through November 30, 2018 are \$45.1M.

Alex Dixon  
*General Manager*





# TRANSPORTATION DEMAND MANAGEMENT

## Transportation Coordinator Appointed



Nikolaos Panteleakis was appointed to the role of Transportation Coordinator. Mr. Panteleakis is the Manager of Front Services for MGM Springfield. He is a graduate of Westfield State University.

*"I am proud to have been given the opportunity to act as the Transportation Coordinator. I love being able to serve both the guest and our team with various transportation options."*



Employee Weekly & Daily Newsletters contains:

- Traffic & weather updates
- Commuter Bulletin notes
- Multi-modal safety awareness information
- And more

**We promote the use of public transportation to employees and patrons in the following ways:**

- Having PVTA brochures available in Valet and at Employee Concierge
- Providing transit schedules and information about services at Employee Concierge and on computers in Employee Dining Room
- PVTA passes will be available for sale in the HR Concierge, via payroll deduction, pre-tax

**In addition, other public transportation initiatives include:**

- Employee Surveys conducted to inquire about likelihood to use public transportation
- Provide improved bus stops with passenger amenities immediately adjacent to MGMS (pictured below)
- Provide ongoing maintenance of bus stop facilities and amenities installed is included in MGMS Facilities ongoing maintenance schedule





# TRANSPORTATION DEMAND MANAGEMENT



## RELATIONSHIP RECAP

Sandra Sheehan, PVTA Administrator  
& Nikolaos Panteleakis, Transportation Coordinator

- 3,866 Loop riders from Opening (8/24/18) through 10/31/18.
- PVTA bus route maps available at Employee Concierge, the Hotel Front Desk, and the Valet Cashier Desk.
- The hours for the Loop will be adjusted starting 12/16/18. Updated maps will be provided then.
- PVTA will be providing ridership information for their four “MGM stops” located on Main Street, Union Street, and Park Street.
- PVTA is compiling the data for their paratransit trips since opening and will be submitting this information in the coming weeks.
- PVTA suggested MGM increase signage within the Casino/Armory Square to promote the Loop. This is being reviewed.
- PVTA will submit a proposal to extend their hours of operations in order to service MGM employees working 3<sup>rd</sup> shift. A request is for MGM to send out a survey to employees to see if this service would be utilized.
- PVTA will send out a survey to their riders in the spring of next year with a destination question. They may consider running more buses to MGM Springfield.



The Loop is a **free to use**, electric-powered bus servicing the community with a 60-minute daytime loop and a 40-minute evening loop. The Loop connects hotels and tourist attractions such as the Springfield Museums, the Armory, Naismith Memorial Basketball Hall of Fame and more.

It also links to Union Station, the city's transit hub, which allows the community access to the rest of the PVTA system, intercity buses run by Peter Pan and Greyhound, and train service by Amtrak and Ctrial.



The Loop takes over 5,000 riders through downtown Springfield in 1st 3 months; city wants schedule to align with trains

Updated Dec 13;  
Posted Dec 14



8/13/2018 -Springfield- Representatives from MGM Springfield, PVTA, and the City of Springfield unveiled the new Loop bus, funded by MGM, that will provide free transportation to downtown sites. The bus has seen more than 5,000 riders since August. At the podium is Congressman



# TRANSPORTATION DEMAND MANAGEMENT



## Favored Four Wheel Vehicles

Providing preferential parking on all levels of the garage for various environmentally-friendly transportation options for both guests & employees including:

- Rideshare and carpool (orange zone)
- Low-Emitting & Fuel Efficient/Hybrid vehicle
- Electric vehicle charging stations for electric vehicles, which will be located near the doorways on each floor of the parking structure.



*At the Benefits Event we got a great start by signing up 61 employees for Bay State Commute Benefits (the new name for NuRide). I was able to take a deep dive with many of them to discuss exactly which bus route, carpool option, or bike route would work best.*

*A few people didn't realize how easy it was to use the bus from their home to work. Other employees also didn't realize how many other employees lived around them. Also, some didn't know they could receive rewards and retail/restaurant discounts for commuting in the green way they're already doing.*

Peter Kuusisto, Outreach Coordinator  
MassRIDES

*you...moving smarter*  
**massRIDES**  
*commute.com*

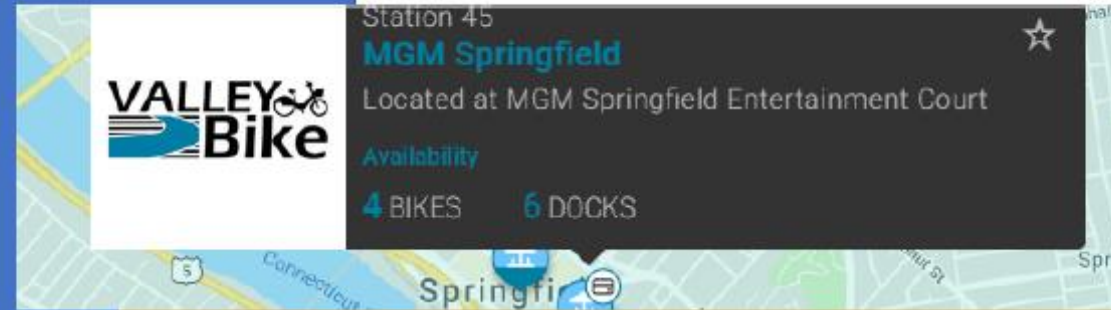
 BAY  
STATE  
COMMUTE



# TRANSPORTATION DEMAND MANAGEMENT

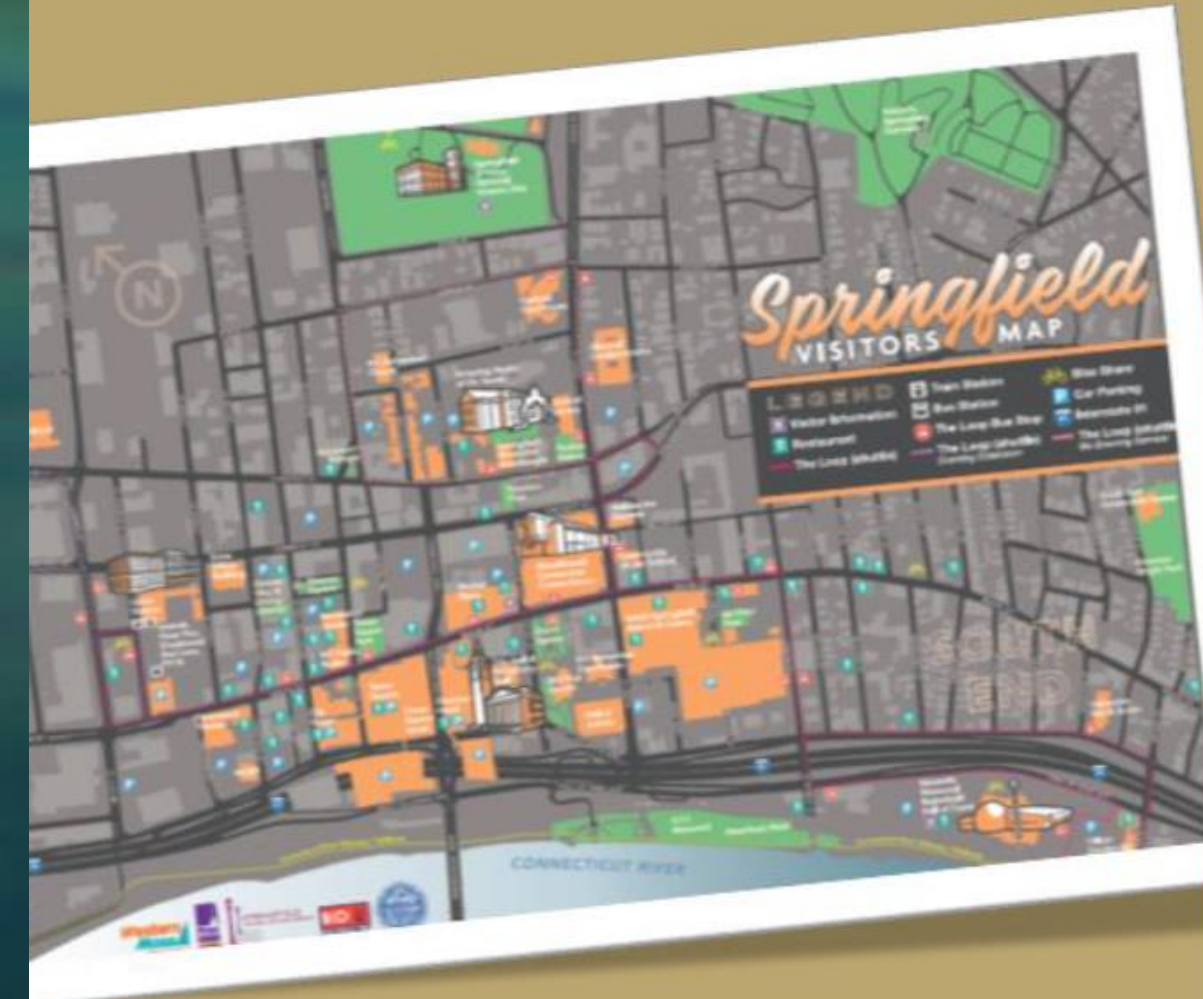
## The Power of Two Wheels

MGM Springfield is proud to be a docking station for ValleyBike Share to provide bikes to guests and employees. ValleyBike Share has 50 stations across various cities and towns, from Springfield to Holyoke, and from Amherst to Northampton.



## We make riding easier...

- Employees, residents and guests can utilize secure, weather protected, long-term bicycle parking on the first floor of the parking garage (pictured below). In addition, bicycle racks for short-term use are available next to The Armory.
- Security Officer bikes are maintained by local bike shop. We will communicate when they're onsite to allow employees to utilize services.
- Currently MGMS Investigations Manager runs a bike training for the Security Department. In 2019, we will offer a bicycle safety course for employees.
- We will partner with MassRides to create a buddy program for bicyclists.
- We provide two locker rooms and eight showers (including two ADA compliant) for MGMS employees who would like to shower pre-shift after bicycle commuting or walking to work.



A Springfield Visitors Map, created by the Greater Springfield Convention & Visitors Bureau, is available to employees and guests. It provides pedestrian and bicycle route maps as well as train, bus, The Loop, Bike Share and more.



# TRANSPORTATION DEMAND MANAGEMENT

## Roadway improvements: for bicycles, pedestrians & ADA



**Above:** Provide enhanced connectivity to the Connecticut River Walk and Bikeway. **Below:** Construct crossing with raised median island on Union Street to service pedestrian traffic to land uses along southerly side of Union Street.



Construct crossing with pedestrian warning device on State Street to service pedestrian traffic between the parking garage and the Courthouse.



Provide striping improvements for bicycle lanes with corresponding bike signs.



Uber, a MGM Resorts' corporate partner, reported an average of 2,000 Uber trips a week to and from MGMS.



# TRANSPORTATION DEMAND MANAGEMENT



## ON THE HORIZON

- Working with our valet vendor, CVPS, on getting a carpool ticket to provide reduced valet rate for vehicles with three or more patrons.
- Coordinating with PVRTA to periodically review bus service directly serving the site and overall service.
- Implementing electronic sign-in for creation of a database of participants to track program effectiveness and costs.
- Teaming up with local partners and provide lunchtime tours to help employees discover local amenities and attractions.



# Talia Spera

*Executive Director of Entertainment*



# Aug – Oct 2018 Plaza Summary

Event Type	Number of Events	Total Estimated Attendance	Examples
Concert	11	9,800	City Block series; JamFest; Dropkicks Duelling Pianos, WMAS Halloween
Recreational	11	1,250	Corn Hole Tournament; Yoga; Ride to Remember
Food & Beverage	6	2,000	White Lion Wednesday; Farmer's Market
Community	10	3,200	Thunderbirds Block Party; Tree Lighting / Rink Open
Car Shows	4	2,900	Cruise Night; Bikefest
<b>TOTAL:</b>	<b>42</b>	<b>19,150</b>	



# Past Highlights

- Dropkick Murphy's

- Date: Saturday, August 25<sup>th</sup>
- Admission: \$10 Donation
- Attendance: 1,000
- Community Partner: Gunnery Sgt. Thomas Sullivan Foundation / Nathan Bills

- JamFest

- Date: Saturday, August 8<sup>th</sup>
- Admission: Free
- Attendance: 4,000
- Community Partner: Springfield BID





# Current Entertainment Offerings

## • Ice Rink

- Location: Plaza
- Dates: November 23<sup>rd</sup> – March 2<sup>nd</sup>
- YTD Attendance: 6,100
  - 263 average per day
- Pricing:
  - Adult \$12
  - Child \$8
  - Military / First Responder / M life \$8
  - Skate Rental \$5
  - Igloo \$40/hr
  - Group Rate (20+) \$10/pp
  - Private Rentals available
- Hours:
  - M- Th: 2pm – 9pm
  - Fri: 2pm – 10pm
  - Sat: 12pm – 10pm
  - Sun: 12pm – 9pm





# Current Entertainment Offerings

- Kringle Christmas Emporium

- Location: Armory
- Dates: November 18<sup>th</sup> – December 26<sup>th</sup>
- Hours:
  - M- Th: 12pm – 9pm
  - Fri & Sat: 10am – 10pm
  - Sun: 10am – 9pm
- Features:
  - *Simply Grace* Pop Up
  - LabLove
  - Olive Oil & Balsamic
  - Art





# Upcoming Entertainment

- Shine Bright (NYE)

- Location: Armory
- Dates: Monday, December 31
- Times: 9pm – 1:30am

- ROAR! Comedy

- Location: Armory
- Dates: Thursday – Sunday
  - Average of 4 shows per week
  - Currently 112 shows on sale
- Times:
  - Doors: 30 minutes prior to showtime
  - (1) showing Thursday **OR** Sunday 8pm
  - (2) showings Fri & Sat 8pm & 10:15pm
- Promoter: John Tobin Presents





# Standard Security Staffing (200 – 500 attendance)





Brian Packer

*Vice President - Construction/Development*

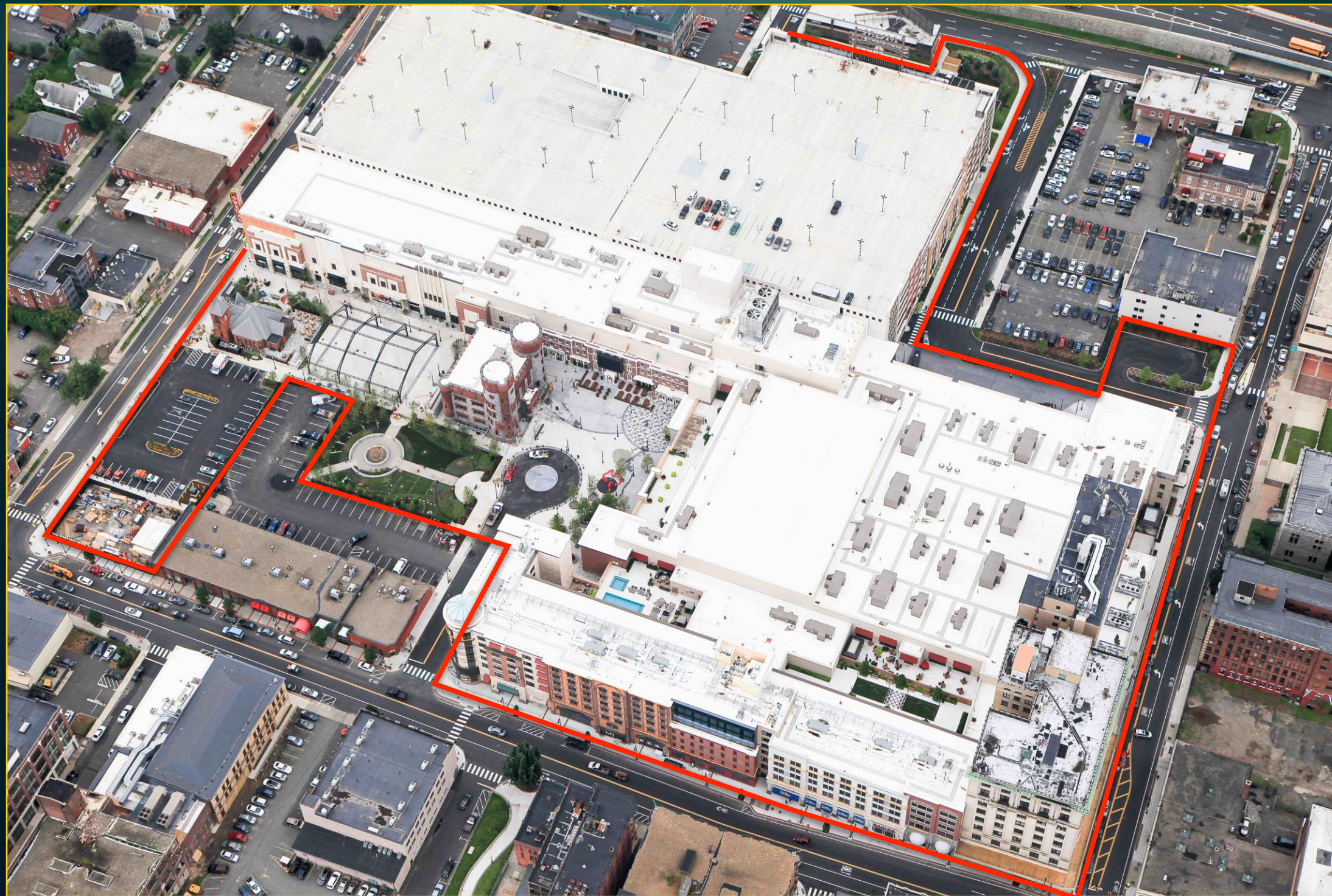


# Construction Update





# AERIAL PROGRESS



**Aerial View - August 20, 2018**

Notes:

(1) Reference Quarter 3 2018 Status Report Section 1a and Appendix A.



# AERIAL PROGRESS



**Aerial View - August 20, 2018**

Notes:

(1) Reference Quarter 3 2018 Status Report Section 1a and Appendix A.



# HOTEL EXTERIOR



Notes:

(1) Reference Quarter 3 2018 Status Report Section 1a and Appendix A.



# PODIUM EXTERIOR

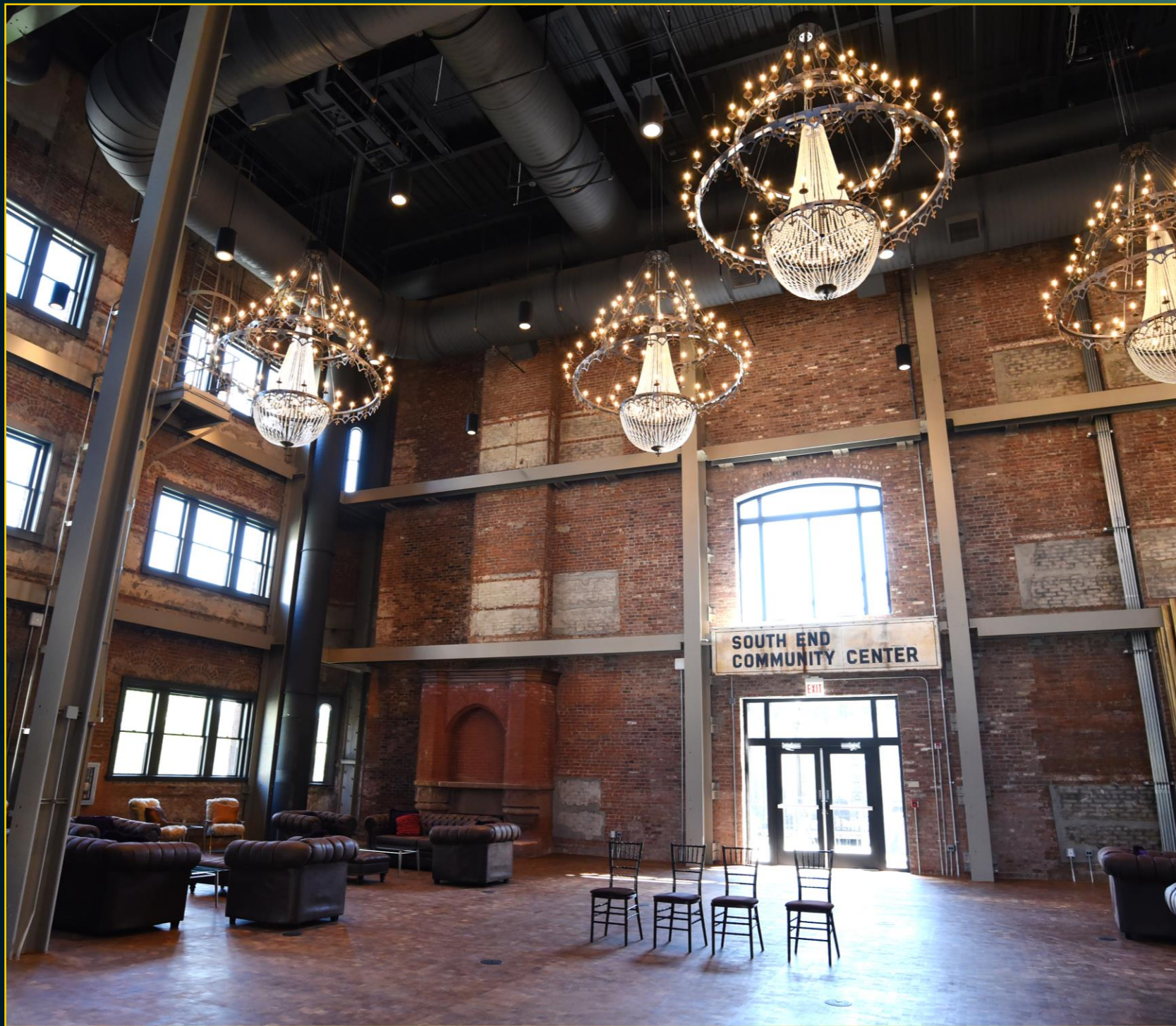


Notes:

- (1) Reference Quarter 3 2018 Status Report Section 1a and Appendix A.



# ARMORY



- Notes:
- (1) Reference Quarter 3 2018 Status Report Section 1a and Appendix A.



# CHURCH



Notes:  
(1) Reference Quarter 3 2018 Status Report Section 1a and Appendix A.



# PARKING GARAGE



## Notes:

- (1) Reference Quarter 3 2018 Status Report Section 1a and Appendix A.



# CHILD CARE



Notes:  
(1) Reference Quarter 3 2018 Status Report Section 1a and Appendix A.



# LOBBY



Notes:

(1) Reference Quarter 3 2018 Status Report Section 1a and Appendix A.



# CASINO & VENUES



Notes:  
(1) Reference Quarter 3 2018 Status Report Section 1a and Appendix A.



# CASINO & VENUES



Notes:  
(1) Reference Quarter 3 2018 Status Report Section 1a and Appendix A.



# CASINO & VENUES



Notes:  
(1) Reference Quarter 3 2018 Status Report Section 1a and Appendix A.



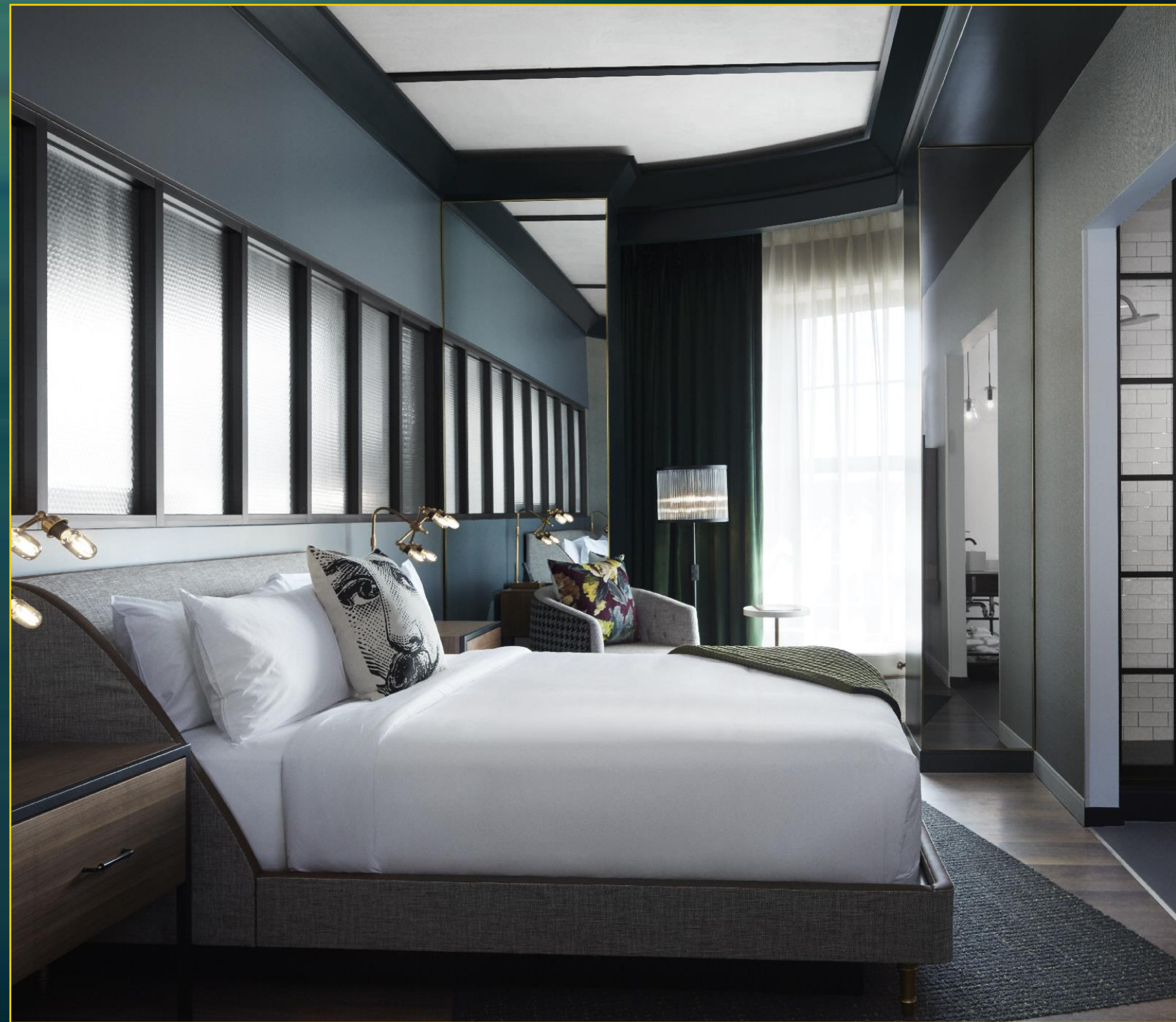
# BALLROOM / PRE-FUNCTION



- Notes:
- (1) Reference Quarter 3 2018 Status Report Section 1a and Appendix A.



# GUESTROOMS



Notes:  
(1) Reference Quarter 3 2018 Status Report Section 1a and Appendix A.



# GUESTROOMS



Notes:  
(1) Reference Quarter 3 2018 Status Report Section 1a and Appendix A.



# DESIGN UPDATE

- Delta 8 to the Hotel Fit Out package was issued
- Deltas 7 and 8 to the Armory Fit-Out package were issued
- Delta 1 to the Armory Terrace Fit-Out package was issued
- Deltas 4 and 5 to the French Church/Kringle package were issued
- Addendum 6 to the Civil Site Plans was issued
- Delta 2 and the final Construction package for the Daycare was issued

## Notes:

(1) Reference Quarter 3 2018 Status Report Section 5a.





# SCHEDULE

- Final project schedule was submitted to MGC on November 6, 2015
- The final schedule update was provided on July 11, 2018
- The project grand opening took place on August 24, 2018
- Regal Cinemas opened on September 27, 2018

Notes:

(1) Reference Quarter 3 2018 Status Report Section 1a and Appendix A.

# DESIGN & CONSTRUCTION COMMITMENTS

AS OF SEPTEMBER 30, 2018

Group	Project Goals [SEP]	Commitments	Variance	Company Count	Value
WBE	10.0%	20.9%	10.9%	82	\$127.8M
MBE	5.0%	7.8%	2.8%	49	\$47.6M
VBE	2.0%	6.5%	4.5%	25	\$39.5M

Notes:

- (1) Total Commitments through September 30, 2018 are \$611.3M.
  - (2) Includes companies that are certified with the following agencies:
    - MBE - Massachusetts Supplier Diversity Office or Greater New England Minority Supplier Development Council.
    - WBE - Massachusetts Supplier Diversity Office or Women's Business Enterprise National Council.
    - VBE - United States Department of Veteran Affairs or Massachusetts Gaming Commission.
  - (3) Reference Quarter 3 2018 Status Report Section 2b and Appendix B.
- WBE = Woman-owned Business Enterprise; MBE = Minority-owned Business Enterprise; VBE = Veteran-owned Business Enterprise.

# DESIGN & CONSTRUCTION PAYMENTS

AS OF SEPTEMBER 30, 2018

Group	Project Goals [SEP]	Payments	Variance	Company Count	Value
WBE	10.0%	20.6%	10.6%	81	\$117.4M
MBE	5.0%	7.6%	2.6%	49	\$43.0M
VBE	2.0%	6.3%	4.3%	25	\$36.1M

Notes:

(1) Total Payments through September 30, 2018 are \$568.4M. Total payments is inclusive of \$116.5M in plan approved exemptions.

(2) Includes companies that are certified with the following agencies:

- MBE - Massachusetts Supplier Diversity Office or Greater New England Minority Supplier Development Council.
- WBE - Massachusetts Supplier Diversity Office or Women's Business Enterprise National Council.
- VBE - United States Department of Veteran Affairs or Massachusetts Gaming Commission.

(3) Reference Quarter 3 2018 Status Report Section 2b and Appendix B.

WBE = Woman-owned Business Enterprise; MBE = Minority-owned Business Enterprise; VBE = Veteran-owned Business Enterprise.

# WORKFORCE DIVERSITY STATISTICS - TOTAL

## AS OF SEPTEMBER 30, 2018

Group	Project Goals	Project To Date %
Women	6.90%	8.55%
Minority	15.30%	21.78%
Veteran	8.00%	8.71%

Notes:

- (1) Statistics include all workforce reports that were received by MGM as of September 30, 2018.
- (2) The Diversity plan approved by the MGC allows reporting to include hours allocated to multiple diversity categories. 5.23% of total workforce hours are included in two of the diversity categories and 0.29% of total workforce hours are included in three diversity categories.
- (3) Reference Quarter 3 2018 Status Report Section 2c and Appendix B and C.
- (4) While this is not a reporting requirement of the approved diversity plan, the total hours worked through 3rd quarter 2018 is as follows:
  - Approximately 35% are from Springfield/ Surrounding Communities
  - Approximately 55% are from Western Massachusetts
  - Approximately 71% are from Massachusetts

# Q3 2018 COST ESTIMATE (\$mm)

Ref	Description	Incurred To Date
1	Construction / Design	\$660.3
2	FF&E	\$25.8
3	OSE	\$36.4
	<b>Subtotal of Eligible Cap. Costs</b>	<b>\$722.5</b>
4	License/ Application Fees	\$85.0
5	Pre-opening Exp. / Host Comm. Costs	\$132.5
6	Project Contingency	\$0.0
	<b>Subtotal of Ineligible Costs</b>	<b>\$217.5</b>
	<b>Total</b>	<b>\$940.0</b>

Notes:

1. Total estimate does not include \$60.7mm for land and \$75.5mm for capitalized interest.
2. The figures above are approximations to the nearest hundred thousand, which in some instances results in minor discrepancies (\$100k or less) in sums.



Todd Megrath

*Executive Director of Sustainable Development*

*MGM Resorts International*





# LEED & Solar Update



# LEED UPDATE

## Resort and Hotel (with garage) –

- The project was registered in October 2016.
- Design and construction review was combined and has been received by MGM. MGM is reviewing and is currently working with GBCI to clarify the currently anticipated points / certification level.
- Currently anticipated to receive at minimum Gold-level award.

## Armory –

- Commercial interior was originally registered in October 2016.
- Design review was completed and submitted in June 2018. Design review comments have been completed.
- Construction submission is planned for before the end of December 2018. We anticipate 30 days of review and we should receive comment / possible award at the Gold-level by February 2019.

# LEED UPDATE (CONT.)

## Chapel (Kringle) –

- Commercial Interior project was originally registered in October 2016.
- Design review was completed and submitted in June 2018. Points awarded.
- Construction submission is planned for December 2018.
- We anticipate 30 days of review and we should receive comment / possible award at the Gold-level by February 2019.

## MGM Daycare –

- New Construction: project was originally registered in October 2016.
- Design award was completed in February 2018.
- Construction submission was completed in October 2018.
- Construction review comments have been received and MGM is currently working to complete final review by December 2018.
- The project is still on-track and anticipating a Platinum-level New Construction award in February 2019.

# GREENHOUSE GAS UPDATE

- MGM Resorts, with the assistance of Epsilon Associates, has compiled all necessary backup documentation for all greenhouse gas attributes.
- Internal review was completed on November 19, 2018.
- The MEPA Self Certification was submitted in November 2018.



# SOLAR UPDATE

- MGM, in partnership GE Solar has entered into a lease to move forward with completed design.
- An interconnection agreement has been completed with the utility (Eversource) in April 2018.
- MGM has submitted the appropriate site control documents with GE for the Massachusetts DOER in order to participate and register with the SMART incentive program.





# Mike Mathis

*President & COO - MGM Springfield*



# LOOKING FORWARD

- Residential Development
- Wahlburgers Timeline
- Future Site Development/Leasing
- Economic Development Efforts



# MGM SPRINGFIELD

## QUARTERLY STATUS REPORT #15

Monitoring of Project Construction and  
Licensee Requirements  
205 CMR 135

For the Period:  
July–September 2018



# QUARTERLY STATUS REPORT: JULY-SEPTEMBER 2018

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# QUARTERLY STATUS REPORT: JULY-SEPTEMBER 2018

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*135.02.2 The 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.*

*(b) For a Category 1 gaming establishment, a timeline for commencement of the final stage of construction pursuant to M.G.L. c. 23K, § 10(a); and*

*(c) a timeline for the stage of construction at which the gaming licensee shall be approved to open for business or operate a slot machine pursuant to M.G.L. c. 23K, §§10(c) and 11(a).*

*135.02.4 If unforeseen and/or changed circumstances necessitate a change to a project schedule approved pursuant to 205 CMR 135.02(2) which will impact the completion date or requires a major change in the method or progress of construction, the gaming licensee may submit to the commission for its approval a revised project schedule, with a detailed statement of the unforeseen changed circumstances which justify the revised project schedule. If the commission approves such revised project schedule, it shall substitute and supersede the previously approved project schedule.*

---

## **1 PROJECT SCHEDULE**

### **1a CURRENT SCHEDULE**

On August 6, 2015, the Massachusetts Gaming Commission approved a revised opening date of thirty (30) days following a construction completion date of either August 6, 2018 or the date on which the I-91 Viaduct Project achieves Full and Beneficial Use (as defined in MassDOT project documents), whichever occurs later. MGM submitted a final project schedule for consideration on November 6, 2015. In accordance with our commitment to providing monthly schedule updates, the final schedule update was provided to MGC's representative July 11, 2018 (data date July 1). The July 11th update is included in this document as Appendix A. The project grand opening took place on August 24, 2018.

### **1b PROJECT SCHEDULE CHANGES**

The project grand opening took place on August 24, 2018.



## QUARTERLY STATUS REPORT: JULY-SEPTEMBER 2018

135.02.3 Within the time frame provided in the award of the gaming license, the licensee shall provide to the commission for commission approval an affirmative action program of equal opportunity whereby the licensee establishes specific goals for the utilization of minorities, women and veterans on construction jobs and for contracting with minority, women or veteran owned businesses during either design or construction; provided, however that such goals shall be equal to or greater than the goals contained in Executive Office of Administration and Finance Administrative Bulletin Number 14.

135.02.5c To ensure adherence to the project schedule approved pursuant to 205 CMR 135.02(2) or (4), the gaming licensee shall submit to the commission in a media, format and level of detail acceptable to the commission, quarterly a status report including:

(e) a detailed statistical report pursuant to M.G.L. c. 23K, §21(a)(23) on the number, gender and race, and veteran status of individuals by job classifications hired to perform labor as part of the construction of the gaming establishment and related infrastructure, and a comparison of this report with the goals established by the gaming licensee and commission pursuant to M.G.L. c. 23K, §21(a)(22). In the event the licensee's hiring of the aforementioned entities does not comply with the goals established the licensee shall submit within 20 days of a request by the commission a response as to why the goals have not been achieved, identify any good faith efforts that have been undertaken to achieve those goals and provide a plan to bring the dollar amount contracted and spent into compliance with the goals.

(f) a report describing the number of contracts, total dollar amounts contracted with and actually paid to minority business enterprises, women business enterprises and veteran business enterprises for design and construction of the gaming establishment 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 the gaming licensee and commission pursuant to M.G.L. c. 23K, §21(a)(21). In the event the licensee's hiring of the aforementioned entities does not comply with the goals established the licensee shall submit within 20 days of a request by the commission a response as to why the goals have not been achieved, identify any good faith efforts that have been undertaken to achieve those goals and provide a plan to bring the dollar amount contracted and spent into compliance with the goals.

## 2 CONSTRUCTION PHASE DIVERSITY PROGRAM FOR EQUAL OPPORTUNITY

### 2a DIVERSITY SUMMARY

The following is a snapshot of Construction and Design Diversity Commitments through September 30:

GROUP	PROJECT GOALS	COMMITMENTS	VARIANCE	COMPANY COUNT	VALUE
WBE	10.00%	20.9%	10.9%	82	\$127.8M
MBE	5.00%	7.8%	2.8%	49	\$47.6M
VBE	2.00%	6.5%	4.5%	25	\$39.5M

Notes:

1. Total Commitments through September 30, 2018 are \$611.3M
2. Includes companies that are certified with the following agencies:
  - MBE - Massachusetts Supplier Diversity Office or Greater New England Minority Supplier Development Council.
  - WBE - Massachusetts Supplier Diversity Office or Women's Business Enterprise National Council.
  - VBE - United States Department of Veteran Affairs or Massachusetts Gaming Commission.WBE = Women-owned Business Enterprise, MBE = Minority-owned business Enterprise; VBE = Veteran-owned Business Enterprise



# QUARTERLY STATUS REPORT: JULY-SEPTEMBER 2018

The following is a snapshot of Construction and Design Diversity Payments as of September 30:

GROUP	PROJECT GOALS	PAYMENTS	VARIANCE	COMPANY COUNT	VALUE
WBE	10.00%	20.6%	10.6%	81	\$117.4M
MBE	5.00%	7.6%	2.6%	49	\$43.0M
VBE	2.00%	6.3%	4.3%	25	\$36.1M

Notes:

- Total Payments through September 30, 2018 are \$568.4M. Total payment is inclusive of \$116.5M in plan approved exemptions.
  - Includes companies that are certified with the following agencies:
    - MBE - Massachusetts Supplier Diversity Office or Greater New England Minority Supplier Development Council.
    - WBE - Massachusetts Supplier Diversity Office or Women's Business Enterprise National Council.
    - VBE - United States Department of Veteran Affairs or Massachusetts Gaming Commission.
- WBE = Woman-owned Business Enterprise; MBE=Minority-owned Business Enterprise; VBE=Veteran-owned Business Enterprise.

A presentation of the most recent statistics for the Third Quarter of 2018 is included as [Appendix B](#).

## 2b COMMITMENTS

### Design and Consulting Commitments

The following is a snapshot of Design and Consulting Diversity Commitments through September 30, 2018:

GROUP	PROJECT GOALS	COMMITMENTS	CONSULTANT COUNT	VALUE
Women	10.00%	16.4%	22	\$8.1M
Minority	5.00%	13.1%	19	\$6.5M
Veteran	2.00%	6.6%	3	\$3.3M

Notes:

1. Total Commitments through September 30, 2018 are \$49.6M
2. Includes companies that are certified with the following agencies:
  - MBE - Massachusetts Supplier Diversity Office or Greater New England Minority Supplier Development Council.
  - WBE - Massachusetts Supplier Diversity Office or Women's Business Enterprise National Council.
  - VBE - United States Department of Veteran Affairs or Massachusetts Gaming Commission.

A listing of design and consulting companies included in the totals above is included in [Appendix B](#).



# QUARTERLY STATUS REPORT: JULY-SEPTEMBER 2018

## Construction Commitments

The following is a snapshot of Construction Diversity Commitments through September 30:

GROUP	PROJECT GOALS	COMMITMENTS	CONSULTANT COUNT	VALUE
Women	10.0%	21.3%	60	\$119.7M
Minority	5.0%	7.4%	30	\$41.1M
Veteran <sup>(3)</sup>	2.0%	6.4%	22	\$36.2M

Notes:

1. Total Commitments through September 30, 2018 are \$561.6M
2. Includes companies that are certified with the following agencies:
  - MBE - Massachusetts Supplier Diversity Office or Greater New England Minority Supplier Development Council.
  - WBE - Massachusetts Supplier Diversity Office or Women's Business Enterprise National Council.
  - VBE - United States Department of Veteran Affairs or Massachusetts Gaming Commission.

A listing of construction companies included in the totals above is included in Appendix B.

## 2c WORKFORCE STATISTICS

Subcontractors have been submitting workforce tracking forms after each pay period. The most recent available results have been tallied and are included as Appendix C.

Summary workforce statistics for the total Project as of September 30 are as follows:

GROUP	PROJECT GOALS	PROJECT TO DATE %
Women	6.90%	8.55%
Minority	15.30%	21.78%
Veteran	8.00%	8.71%

Notes:

1. Statistics include all workforce reports that were received by MGM as of September 30, 2018.
2. The Diversity plan approved by the MGC allows reporting to include hours allocated to multiple diversity categories. 5.23% of total workforce hours are included in two of the diversity categories and 0.29% of total hours are currently reported within three diversity categories.
3. While this is not a reporting requirement of the approved diversity plan, the total hours worked through 3rd Quarter 2018 is as follows:
  - Approximately 35% are from Springfield/Surrounding Communities
  - Approximately 55% are from Western Massachusetts
  - Approximately 71% are from Massachusetts

Detailed workforce statistics for the reporting period are included in Appendix C.



## QUARTERLY STATUS REPORT: JULY-SEPTEMBER 2018

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135.02.5a To ensure adherence to the project schedule approved pursuant to 205 CMR 135.02(2) or (4), the gaming licensee shall submit to the commission in a media, format and level of detail acceptable to the commission, quarterly a status report including:

(a) the total estimated cost of construction of the project and related infrastructure improvements, including a sworn certification regarding costs incurred 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

(b) a sworn certification regarding the capitalization of the gaming licensee, sufficient for the commission to determine, pursuant to M.G.L. c. 23K §10(e) or 11(c), that the gaming licensee has adequate funds to complete the gaming establishment and related infrastructure improvements.

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### 3 COST OF CONSTRUCTION / CAPITALIZATION OF GAMING LICENSEE

Pursuant to 205 CMR 135.02.5(a) and (b), please see [Appendix D](#) for a certification regarding (a) the total estimated cost of construction of the project and related infrastructure improvements, and (b) the capitalization of MGM Springfield.

## QUARTERLY STATUS REPORT: JULY-SEPTEMBER 2018

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135.02.5c To ensure adherence to the project schedule approved pursuant to 205 CMR 135.02(2) or (4), the gaming licensee shall submit to the commission in a media, format and level of detail acceptable to the commission, quarterly a status report including:

(c) a copy of all design and construction contracts executed within the prior quarter by the gaming licensee to design and construct the gaming establishment and related infrastructure improvements

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### 4 DESIGN & CONSTRUCTION CONTRACTS

The following contracts were executed in the Third Quarter of 2018:

COMPANY	CONTRACT	MGC STATUS
1. JKR Partners, LCC	Architect of Record – Cinema	Registrant

Copies of executed agreements are available to the Massachusetts Gaming Commission's Representative for review.



## QUARTERLY STATUS REPORT: JULY-SEPTEMBER 2018

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135.02.5d To ensure adherence to the project schedule approved pursuant to 205 CMR 135.02(2) or (4), the gaming licensee shall submit to the commission in a media, format and level of detail acceptable to the commission, quarterly a status report including:

(d) a status report reflecting the progress of construction and certifying compliance with the approved project schedule for major stages of construction. In the event that the progress of construction does not comply with the project schedule approved pursuant to 205 CMR 135.02, the licensee shall submit a detailed plan to bring the progress of construction into compliance with the approved project schedule or submit a request for a revised project schedule pursuant to 205 CMR 135.02(4)

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### 5 STATUS OF WORK COMPLETED / PROGRESS PHOTOGRAPHS

#### 5a STATUS OF WORK COMPLETED

The following onsite activities took place in the Third Quarter of 2018:

##### Construction Progress

- **Parking Garage:** Exterior signage and sitework around the garage was completed, and the garage opened to the public on August 24, 2018.
- **Hotel:** Interior fit-out and exterior façade work was completed. The Temporary Certificate of Occupancy was received on July 20, 2018 and the building opened to the public on August 24, 2018.
- **Podium:** Interior fit-out and exterior façade work was completed. The Temporary Certificate of Occupancy was received on July 20, 2018 and the building opened to the public on August 24, 2018..
- **95 and 101 State Street:** The Certificate of Occupancy for 95 State Street was granted on September 12, 2018.
- **Armory:** Interior fit-out and exterior masonry work was completed. The Temporary Certificate of Occupancy was received on August 17, 2018 and the building opened to the public on August 24, 2018.
- **Dave's Retail Corner:** Wahlburgers was announced as the tenant and the construction fence was erected around the perimeter of the site.
- **Hardscape/Landscape:** Landscape/hardscape work was completed.
- **Church:** Interior fit-out and exterior work was completed. The temporary certificate of occupancy was received on August 17, 2018 and the building opened to the public on August 24, 2018..The Certificate of Occupancy was granted on September 12, 2018.
- **Entertainment Block:** Interior fit-out and exterior façade work was completed. The Temporary Certificates of Occupancy for Top Golf, Indian Motorcycle and the Cinema were received on August 7, 2018. The retail venues opened to the public on August 24, 2018, and the cinema opened on September 27, 2018.
- **Surrounding Streets:**
  - Work was completed on Main Street, State Street, Union Street, and East Columbus Avenue. Work included reconstruction of sidewalks, curbing, signs, installation of wheelchair ramps, resetting of utility, sewer and drain casting in milled areas, installation of traffic sigs and posts, traffic signal timing, and final paving and striping.
  - Landscape and hardscape work was completed on Bliss Street, Howard Street and MGM Way.
- **Early Childhood Center:** Interior fit-out, exterior façade, and landscape/hardscape work was completed. The

## QUARTERLY STATUS REPORT: JULY-SEPTEMBER 2018

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Temporary Certificate of Occupancy was received on July 20, 2018 and the Certificate of Occpancy was granted on July 23, 2018. The building was handed over to Head Start for operations.

- **Offsite Traffic:** Work was completed at 37 locations in Springfield per agreements made as a part of community commitments. Work was also completed in West Springfield on the ITS (Intelligent Transportation System) installation at five intersections on the opposite side of the River.

### Design Progress

- Delta 8 to the Hotel Fit Out package was issued.
- Deltas 7 and 8 to the Armory Fit-Out package were issued.
- Delta1 to the Armory Terrace Fit-Out package was issued.
- Deltas 4 and 5 to the French Church/Kringle package were issued.
- Addendum 6 to the Civil Site Plans was issued.
- Delta 2 and the final Construction package for the Daycare was issued.

# QUARTERLY STATUS REPORT: JULY-SEPTEMBER 2018

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## 5b PROGRESS PHOTOGRAPHS

A set of construction site photographs showing progress in the Third Quarter of 2018 is included in this document as Appendix E. Current site aerial photos are included below.



August 20, 2018

## QUARTERLY STATUS REPORT: JULY-SEPTEMBER 2018

*135.02.6 The licensee shall have a continuing obligation, pursuant to 205 CMR 120.01(2) to timely provide to the commission an updated permits chart and all documents and information listed in 205 CMR 120.01: Permitting Requirements, as well as any updates to the MEPA process such that the commission is continuously apprised of all material developments with respect to all permits and approvals required for the gaming establishment. Pursuant to 205 CMR 120.01(1)(h) the licensee shall provide to the commission copies of any appeal within 20 days of filing, whether to a municipal or state entity or for judicial review, filed with respect to any permit of approval listed in 205 CMR 120.01(1) along with a copy of the docket sheet and each decision on any appeal.*

### 6 PERMITS

The following is the status of required permits and approvals, including local permits issued in the Third Quarter of 2018:

AGENCY OR GOVERNING LEGAL AUTHORITY	PERMIT, REVIEW, OR APPLICATION	DATE APPLICATION SUBMITTED OR ESTIMATED ANTICIPATED APPLICATION DATE
<b>FEDERAL</b>		
1. US Environmental Protection Agency (EPA)	USEPA Construction General Permit	Permit received 2/23/15: USEPA MAR120000
	NPDES General Permit	Permit for Main St. and East Columbus Ave. received 3/9/15: MAR12B410
	NPDES Remediation General Permit (RGP)	Based on foundation design, no permit is expected to be required.
2. Federal Aviation Administration	Determination of No Hazard to Air Navigation	Approval letters received April 13, 2016: 2016-ANE-471-OE for Hotel/Casino 2016-ANE-471-OE for Parking Garage
		Approval letters received July 14, 2016 for Tower Crane and Liebherr 1250 Crawler Crane
	Form 7460-2: Notice of Actual Construction or Alteration	2016-ANE-471-OE for Hotel/Casino-completion filed 5/30/18 2016-ANE-472-OE for Parking Garage-completion filed 7/19/18.
<b>STATE</b>		
1. Massachusetts Gaming Commission	Gaming License	Received 11/7/14
	Findings issued pursuant to M.G.L. ch. 30 sec. 61	Section 61 Findings issued by MGC on Dec. 17, 2015.
	Site Plan Approval	Final Design/Site Plan approved by unanimous vote at meeting on May 12, 2016.



## QUARTERLY STATUS REPORT: JULY-SEPTEMBER 2018

2. Executive Office of Energy and Environmental Affairs	Massachusetts Environmental Policy Act (MEPA) Review	Certificate on Final Environmental Impact Report Received 12/31/14 (EEA 15033); Certificate on Notice of Project Change (NPC) finding no Supplement Environmental Impact Report required issued 11/25/15.
	Request for Advisory Opinion	Request for Advisory Opinion Submitted on 6/15/18 by Epsilon Associates
3. Massachusetts Department of Environmental Protection (MA DEP)	Underground Injection Control (UIC) BRP WS-06	To be filed at project completion
	Construction Dewatering Permit	Based on foundation design, no permit is required as groundwater can be managed internal to the site boundary.
4. Massachusetts Historical Commission (MHC)	Review of project relative to potential effects of State Register historic/ archeological resources	Final Memorandum of Agreement Approved by MGC on December 17, 2015 and Signed by MHC on December 18, 2015.
5. Massachusetts Department of Transportation (MassDOT)	Findings pursuant to M.G.L c. 30, sec. 61	Section 61 Findings issued by MassDOT on March 28, 2016.
	Category III Application for Permit to Access State Highway – Package 1 of 2	Highway Access Permit #2-2016-0079 granted on 11/9/16 for construction of multimodal roadway and traffic control improvements for all work affecting the State's infrastructure.  MassDOT Letter of Completion for permit-related construction issued 07/25/18
	Category III Application for Permit to Access State Highway – Package 2 of 2	Highway Access Permit #2-2017-086 was granted on 11/16/17 for construction of ITS enhancements and roadway lighting mitigation affecting the State's infrastructure.  MassDOT Letter of Completion for permit-related construction (ITS cameras) issued 07/25/18  MassDOT Letter of Completion for permit-related construction (non-camera ITS work) issued 07/27/18  MassDOT Letter of Completion for permit-related construction (ITS work except VMS and Light Pole at Location 2) issued 07/31/18  MassDOT Letter of Completion of ITS Installations issued 08/14/18
	Work in the Towns of Agawam and West Springfield	Work in the Towns of Agawam and West Springfield; Towns of Agawam and West Springfield, 11/16/2017: 02-2017-0086
6. Massachusetts Dept. of Housing & Community	Chapter 121A Designation as an Urban Redevelopment	Approval letter received 12/31/14



## QUARTERLY STATUS REPORT: JULY-SEPTEMBER 2018

Development	Project	
7. Massachusetts Department of Public Safety	New Elevator Construction Permit	New installation of direct hydraulic freight elevators at 1200 Main Street, 2/6/17: <i>ELV17-0331</i> and <i>EV17-0328</i>
		New installation of direct hydraulic freight elevators at 1200 Main Street, 2/28/17: <i>ELV17-0493</i> and <i>ELV17-0494</i> .
		New installation of traction passenger elevators at 1200 Main Street-Parking Garage, 3/20/17: <i>ELEV17-0644</i> , <i>ELEV17-0645</i> , <i>ELEV17-0646</i> , <i>ELEV17-0648</i> , <i>ELEV17-0649</i> , <i>ELEV17-0650</i> , <i>ELEV17-0606</i> , <i>ELEV17-0607</i> .
	Certificate For Use of Man/Material Hoist	Certificate for Use of Elevator, 1441 Main Street, 3/21/17: <i>INS-088733</i> and <i>INS-088738</i>
		Certificate for Use of Elevator for Staff Elevator, Garage; 2/25/18: <i>ID#281-F-16947</i> ; <i>INS-110360</i>
	Storage Permit	Not required per 527 CMR 9.00. No fuel tanks in excess of 10,000 gallons are included in the project.
8. Commonwealth of Massachusetts Division of Professional Licensure	Certificate for Use of Elevator	Permit to Use Elevator at 95 State Street, 9/12/17: <i>INS-146454</i>
		Certificate for use of elevator; 95 State Street, 12/27/17: <i>ID# 281-P-672</i> ; <i>Ins# INS-175035</i>
		Certificate to use Elevator; 95 State Street, 10/17/17, <i>INS-127597</i>
		Certificate to use Elevator; 95 State Street, 4/25/18, <i>ID# 281-P-671</i> ; <i>Ins# INS-127596</i>
		Certificate to use Elevator; Garage, 4/25/18, <i>ID# 281-F-16946</i> ; <i>INS-110357</i>
		Certificate to use Elevator; Garage, 4/25/18, <i>ID# 281-F-16947</i> ; <i>INS-110360</i>
		Certificate to use Elevator; 34 MGM Way, 6/5/18, <i>ID# 281-P-16988</i> ; <i>INS-114000</i>
		Certificate to use Elevator; 34 MGM Way, 6/5/18, <i>ID# 281-P-16989</i> ; <i>INS-113999</i>
		Certificate to use Elevator; 24 MGM Way, 6/6/18, <i>ID# 281-P-17625</i> ; <i>INS-210213</i>
		Certificate to use Elevator; 24 MGM Way, 6/6/18, <i>ID# 281-P-17626</i> ; <i>INS-210212</i>

## QUARTERLY STATUS REPORT: JULY-SEPTEMBER 2018

Commonwealth of Massachusetts Division of Professional Licensure, continued	Certificate for Use of Elevator, continued	Certificate to use Elevator; 24 MGM Way, 6/14/18, ID# 281-P-17812; INS-211490
		Certificate to use Elevator; 24 MGM Way, 6/21/18, ID# 281-P-17991; INS-211066
		Certificate to use Elevator; 24 MGM Way, 6/21/18, ID# 281-P-17992; INS-211065
		Certificate for use of elevator; 24 MGM Way, 7/23/2018: State ID#281-E-17813; INS-157914
		Certificate for use of elevator; 24 MGM Way, 6/24/2018: State ID#281-E-17814; INS-218198
		Certificate for use of elevator; 24 MGM Way, 7/27/2018: State ID#281-P-17068; INS-119636
		Certificate for use of elevator; 24 MGM Way, 7/27/2018: State ID#281-P-17069; INS-119638
		Certificate for use of elevator; 24 MGM Way, 7/27/2018: State ID#281-P-17069; INS-119639
		Certificate for use of elevator; 24 MGM Way, 7/27/2018: State ID#281-P-17071; INS-119641
		Certificate for use of elevator; 24 MGM Way, 7/27/2018: State ID#281-P-17072; INS-119643
		Certificate for use of elevator; 24 MGM Way, 7/27/2018: State ID#281-P-17073; INS-119644
Certificate for use of elevator; 24 MGM Way, 7/26/2018: State ID#281-P-18291; INS-183317		
9. Commonwealth of Massachusetts-Dept. of Fire Services-Office of State Fire Marshall	Storage Tank Removal Permit	None this reporting period.
10. Massachusetts Division of Fisheries and Wildlife	Natural Heritage and Endangered Species Prog.	Filing exemption for Memorial Bridge improvements received on 6/21/16.
<b>LOCAL PERMITS AND APPROVALS UPDATE FOR JULY-AUGUST 2018</b>		
1. City of Springfield Department of Public Works Division	Letter of Completion	Substantial Completion approval for Offsite Mitigation: Approval Letter, 7/25/18, Permit 2-2016-0079
2. City of Springfield – Code Enforcement/Building Division	Temporary Certificate of Occupancy	Daycare TCO; Daycare, 7/20/2018: TCO Approval Letter Dated 07-20-18
		Kringle Candle TCO; Kringle Candle, 8/17/2018: TCO Approval Letter Dated 08-17-18

# QUARTERLY STATUS REPORT: JULY-SEPTEMBER 2018

City of Springfield – Code Enforcement/Building Division, continued	Temporary Certificate of Occupancy, continued	Salon TCO; Salon, 8/17/2018: <i>TCO Approval Letter Dated 08-17-18</i>
		Armory TCO; Armory, 8/17/2018: <i>TCO Approval Letter Dated 08-17-18</i>
		Top Golf TCO; Top Golf, 8/7/2018: <i>TCO Approval Letter Dated 08-07-18</i>
		Indian Motorcycle TCO; Indian Motorcycle, 8/7/2018: <i>TCO Approval Letter Dated 08-07-18</i>
		Hannoush Jewelers TCO; Hannoush Jewelers, 8/7/2018: <i>TCO Approval Letter Dated 08-07-18</i>
		Cinema TCO; Cinema: 8/7/2018: <i>TCO Approval Letter Dated 08-07-18</i>
		Hotel and Podium Fit out TCO; Hotel and Podium: 7/20/2018: <i>TCO Approval Letter Dated 07-20-18</i>
	Certificate of Occupancy	Certificate of Occupancy; 95 State Street / 1 MGM Way, 9/12/2018; <i>16BLDOT-00273AL</i>
		Certificate of Occupancy; French Church-Kringle Emporium, 9/13/2018; <i>17BLDOT-00271AL</i>
		Certificate of Occupancy; Daycare, 7/23/2018: <i>18BDOT-00012SM</i>
	Signage Permits	Daycare signage 145 Union Street; Daycare, 7/18/2018: <i>18BDOT-00187S</i>
		Signage; Indian Motorcycle, 8/2/2018: <i>18BDOT-00191SI</i>
		Signage; Indian Motorcycle, 8/2/2018: <i>18BDOT-00192SI</i>
Signage; Top Golf, 8/2/2018: <i>18BDOT-00193SI</i>		
Signage; Top Golf, 8/2/2018: <i>18BDOT-00194SI</i>		
Signage; Top Golf, 8/2/2018: <i>18BDOT-00195SI</i>		
Signage; Top Golf, 8/2/2018: <i>18BDOT-00196SI</i>		
Signage; Top Golf, 8/2/2018: <i>18BDOT-00197SI</i>		
Signage; Cal Mare, 8/2/2018: <i>18BDOT-00198SI</i>		
Signage; Cal Mare, 8/2/2018: <i>18BDOT-00199SI</i>		

## QUARTERLY STATUS REPORT: JULY-SEPTEMBER 2018

City of Springfield – Code Enforcement/Building Division, continued	Signage Permits, continued	Signage; Cal Mare, 8/2/2018: 18BDOT-00200SI
		Signage; Cal Mare, 8/2/2018: 18BDOT-00201SI
		Signage; Cal Mare, 8/2/2018: 18BDOT-00202SI
		Signage; Chandler Steakhouse, 8/2/2018: 18BDOT-00203SI
		Signage; Southend Market, 8/2/2018: 18BDOT-00204SI
		Signage; Multiple Window Signs, 8/2/2018: 18BDOT-00205SI
		Signage; Multiple Historic Wall Plaques, 8/2/2018: 18BDOT-00206SI
		Signage; Pole Historic Wall Plaques, 8/2/2018: 18BDOT-00207SI
		Signage; Pole Historic Wall Plaques, 8/2/2018: 18BDOT-00208SI
3. City of Springfield Historical Commission	MHC Review Concurring Party; Demolition Delay	SHC approved changes to design for purposes of historic resources and revised MOU on 10/23/15.
4. Springfield City Council  Springfield City Council, continued	Overlay District Special Permit	Overlay District Special Permit approved by City Council on December 22, 2015.
	Site Plan Review	MGM Site Plan submission deemed completed on November 23, 2015. The City Council voted to approve the plan on 2/22/16.
	Amendments to HCA	Amendment No. 1 approved by Council vote on 6/22/15. Amendment No. 2 approved by Council vote on 2/22/16.
	Public Way Discontinuance Approval	The City Council voted to approve street discontinuances of both Bliss and Howard Streets on 1/26/16.
5. City of Springfield Department of Health and Human Services	Health and Human Services Licenses	Licenses granted on June 27, 2018 for the following: Essentials, Main Kitchen, The Chandler Steakhouse, Starbucks, The Knox Bar, The Commonwealth, Top Golf, Off Site Catering, Pump Room, Guac this Way, Employee Dining Room, Cal Mare, Casino Beverage, Lobby Bar, Walk Up Bar, TAP Sports Bar, South End Market, Banquet/Convention Space

## QUARTERLY STATUS REPORT: JULY-SEPTEMBER 2018

6. City of Springfield – Forestry Division	Tree Removal Permit	None this reporting period.
7. Springfield Water and Sewer Commission	Infrastructure Commitment	Infrastructure commitment close out; MGM Springfield, July, 2018: <i>MGM Letter Dated July, 2018</i>
8. City of Springfield – Fire Department	Sprinkler System Inspection	Final fire sprinkler system test, inspection dated 10/3/17
9. City of Springfield – Fire Prevention Bureau	Installation of Above Ground Storage Tank Permit(s)	See City of Springfield City Clerk Flammables and Explosives Registration, 4/18/17.
	Fuel Oil, Gasoline and Diesel Fuel Storage Permit	See City of Springfield City Clerk Flammables and Explosives Registration, 4/18/17.
10. City of Springfield – Conservation Comm.	Wetlands Protection Act Filing Exemption	None this reporting period.
11. City of Springfield – City Clerk	Open Air Parking License	License to conduct and maintain open-air parking for 3498 vehicles at 34 MGM Way, 5/23/17
	Flammables and Explosives Registration	Registration for the lawful use of the building at 34 MGM Way for the keeping, storing, manufacture or sales of flammables or explosives, 4/18/17
	Registration	Registration authorization for flammables and explosives onsite; MGM Springfield: 7/11/2018



## QUARTERLY STATUS REPORT: JULY-SEPTEMBER 2018

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*135.02.7 In furtherance of specific goals for the utilization of minorities, women and veterans on construction jobs, the licensee shall send and provide a copy to the commission, to each labor union or representative of workers with which the licensee has a collective bargaining agreement or other contract of understanding, a notice advising the labor union or workers representative of the licensee's commitments pursuant to M.G.L. c. 23K §(15) and §§21(a)(21) and (22).*

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### **7 ORGANIZED LABOR LETTER**

The Project Labor Agreement (PLA) was executed on February 26, 2015. Article XVIII on Page 25 of the Agreement states the construction manager and labor unions' commitment to comply with Owner's Diversity and Affirmative Marketing Program as adopted on January 22, 2015.

A copy of the executed PLA is available to the Massachusetts Gaming Commission's Representative for review.

## QUARTERLY STATUS REPORT: JULY-SEPTEMBER 2018

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*135.02.8 Prior to the gaming establishment opening for business, in furtherance of specific goals for the utilization of minority business enterprises, women business enterprises and veteran business enterprises as vendors in the provision of goods and services to the gaming establishment, the licensee shall provide to the commission an affirmative marketing plan in which the licensee identifies specific goals, expressed as an overall program goal applicable to the total dollar value of contracts entered into, for the utilization of minority business enterprises, women business enterprises and veteran business enterprises to participate as vendors in the provision of goods and services procured by the gaming establishment and any businesses operated as part of the gaming establishment; provided, however, that the specific goals for the utilization of such minority business enterprises, women business enterprises and veteran business enterprises shall be based on the availability of such minority business enterprises, women business enterprises and veteran business enterprises engaged in the type of work to be contracted by the gaming licensee.*

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### **8 OPERATIONAL PHASE DIVERSITY PROGRAM FOR EQUAL OPPORTUNITY**

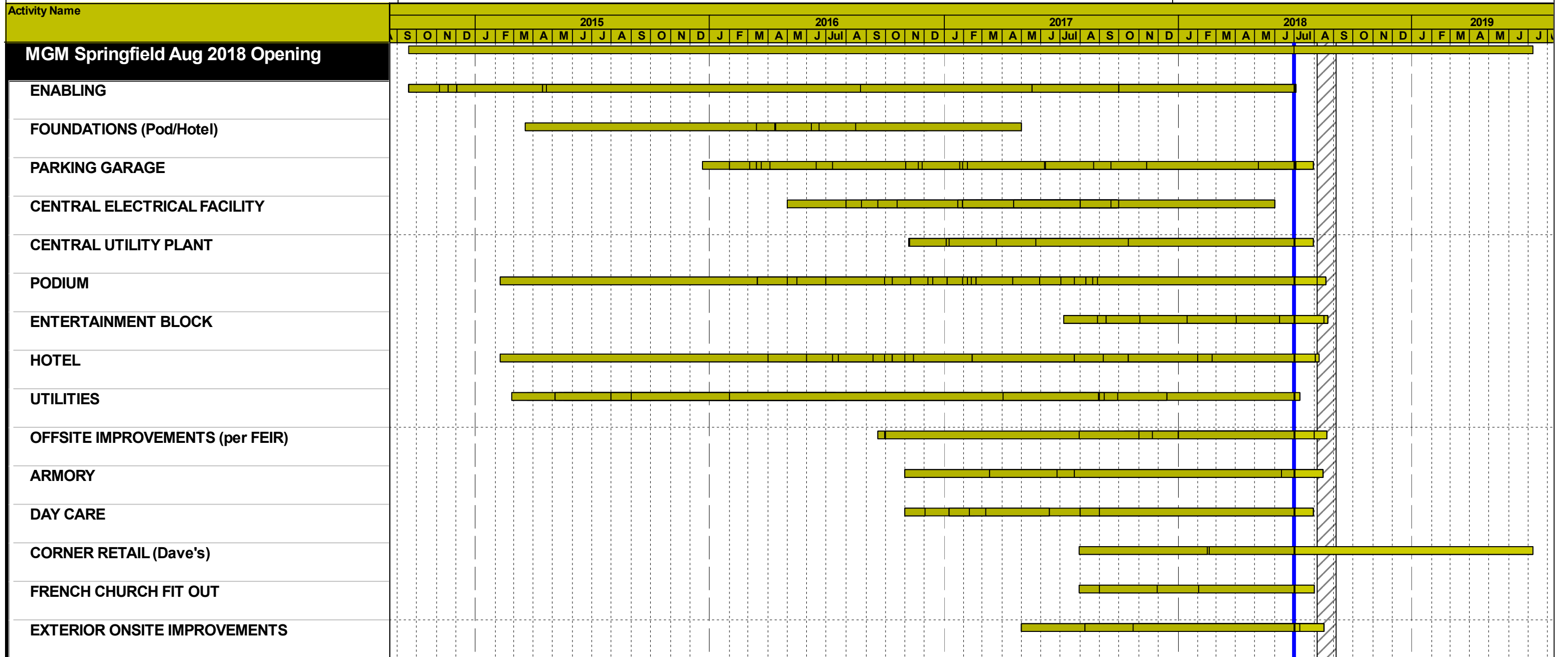
MGM's Diversity and Affirmative Marketing Program was approved on January 22, 2015. MGM will comply with this program to meet goals for Diversity participation in the operational phase of the project.

**APPENDIX A**

**LEVEL 1 AND LEVEL 2 PROJECT SCHEDULES**

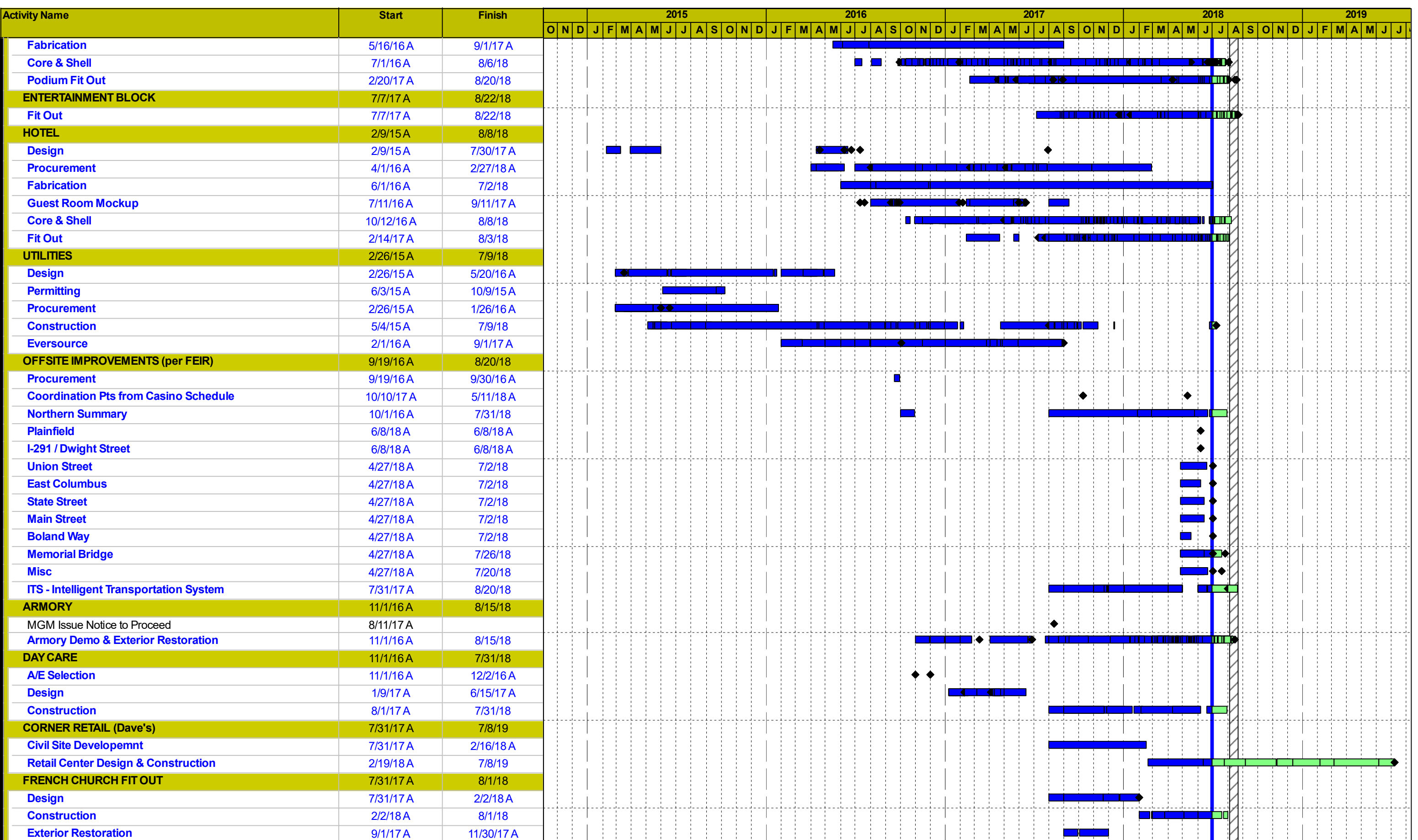
**JULY 11, 2018 (DATA DATE JULY 1, 2018)**

# MGM Springfield Project Schedule









█ Actual Work
 █ Remaining Work
  Critical Remaining Work





**APPENDIX B**

**PRESENTATION OF DIVERSITY STATISTICS AS OF SEPTEMBER 30, 2018**

# Access and Opportunity Committee

October 9, 2018



# Agenda

1. Construction Workforce
2. Design & Construction Payments
3. Design Commitments
4. Construction Commitments





# Construction Workforce



# WORKFORCE DIVERSITY STATISTICS - UNION

## AS OF SEPTEMBER 30, 2018

Group	Project Goals	Project To Date %
Women	6.90%	7.53%
Minority	15.30%	22.49%
Veteran	8.00%	8.33%

Notes:

(1) Statistics include all workforce reports that were received by MGM as of September 30, 2018.

# WORKFORCE DIVERSITY STATISTICS - TOTAL

## AS OF SEPTEMBER 30, 2018

Group	Project Goals	Project To Date %
Women	6.90%	8.55%
Minority	15.30%	21.78%
Veteran	8.00%	8.71%

**Notes:**

- (1) Statistics include all workforce reports that were received by MGM as of September 30, 2018.
- (2) The Diversity plan approved by the MGC allows reporting to include hours allocated to multiple diversity categories. 5.23% of total workforce hours are included in two of the diversity categories and 0.29% of total workforce hours are included in three diversity categories.
- (3) While this is not a reporting requirement of the approved diversity plan, the total hours worked through 3rd quarter 2018 is as follows:
  - Approximately 35% are from Springfield/ Surrounding Communities
  - Approximately 55% are from Western Massachusetts
  - Approximately 71% are from Massachusetts

# Design & Construction Payments





# DESIGN & CONSTRUCTION PAYMENTS

## AS OF AUGUST 31, 2018

Group	Project Goals	Payments	Variance	Company Count	Value
WBE	10.0%	20.5%	10.5%	80	\$113.1M
MBE	5.0%	7.4%	2.4%	49	\$41.0M
VBE	2.0%	6.3%	4.3%	25	\$34.7M

**Notes:**

(1) Total Payments through August 31, 2018 are \$552.3M. Total payments is inclusive of \$112.7M in plan approved exemptions.

(2) Includes companies that are certified with the following agencies:

- MBE - Massachusetts Supplier Diversity Office or Greater New England Minority Supplier Development Council.
- WBE - Massachusetts Supplier Diversity Office or Women's Business Enterprise National Council.
- VBE - United States Department of Veteran Affairs or Massachusetts Gaming Commission.

WBE = Woman-owned Business Enterprise; MBE = Minority-owned Business Enterprise; VBE = Veteran-owned Business Enterprise.



# Design & Construction Commitments



# DESIGN & CONSTRUCTION COMMITMENTS

## AS OF SEPTEMBER 30, 2018

Group	Project Goals	Commitments	Variance	Company Count	Value
WBE	10.0%	20.9%	10.9%	82	\$127.8M
MBE	5.0%	7.8%	2.8%	49	\$47.6M
VBE	2.0%	6.5%	4.5%	25	\$39.5M

**Notes:**

(1) Total Commitments through September 30, 2018 are \$611.3M.

(2) Includes companies that are certified with the following agencies:

- MBE - Massachusetts Supplier Diversity Office or Greater New England Minority Supplier Development Council.
- WBE - Massachusetts Supplier Diversity Office or Women's Business Enterprise National Council.
- VBE - United States Department of Veteran Affairs or Massachusetts Gaming Commission.

WBE = Woman-owned Business Enterprise; MBE = Minority-owned Business Enterprise; VBE = Veteran-owned Business Enterprise.

# Design & Consulting Commitments



# DESIGN & CONSULTING COMMITMENTS

## AS OF SEPTEMBER 30, 2018

Group	Project Goals	Commitments	Company Count	Value
WBE	10.0%	16.4%	22	\$8.1M
MBE	5.0%	13.1%	19	\$6.5M
VBE	2.0%	6.6%	3	\$3.3M

Notes:

(1) Total Commitments through September 30, 2018 are \$49.6M.

(2) Includes companies that are certified with the following agencies:

- MBE - Massachusetts Supplier Diversity Office or Greater New England Minority Supplier Development Council.
- WBE - Massachusetts Supplier Diversity Office or Women's Business Enterprise National Council.
- VBE - United States Department of Veteran Affairs or Massachusetts Gaming Commission.

WBE = Woman-owned Business Enterprise; MBE = Minority-owned Business Enterprise; VBE = Veteran-owned Business Enterprise.



# DESIGN & CONSULTING COMMITMENTS

## AS OF SEPTEMBER 30, 2018

Ref	Company	Scope	Location	Diversity Status
1	AAC Investments, LLC	Interior Design	Los Angeles, CA	WBE
2	AFO Project Consulting, LLC	Construction Consulting	Las Vegas, NV	VBE
3	Akal Engineering, Inc.	Project Commissioning - MEP Services	Boylston, MA	MBE
4	American Project Management	Signage Installation Management	Las Vegas, NV	MBE
5	Andelman & Lelek Engineering, Inc.	Energy Modeling	Norwood, MA	WBE
6	Blackford, LLC	Construction Management	Las Vegas, NV	VBE
7	Black Hawk Group	Consulting Engineer Services	Philadelphia, PA	MBE
8	C&C Consulting Engineers, LLC	Structural Peer Review	Allston, MA	MBE
9	Calvin Consulting Services, LLC	Construction Consulting	Las Vegas, NV	WBE
10	Clayton, LLC	Sign Procurement and Installation	Woburn, MA	MBE
11	Communications for Design LLC	Design and Project Management Support Services	Northfield, MN	WBE
12	Convergent Technologies	Acoustics/ Audio Visual/ IT/ Low Voltage	Lockport, NY	WBE
13	Copley Wolff Design Group, Inc.	Full Landscape Architectural Services	Boston, MA	WBE
14	Desert Construction Consulting, Ltd	Estimating and Contractor Bidding Services	Henderson, NV	MBE
15	Desman, Inc.	Parking Garage Bridging Documents (LOA)	Boston, MA	MBE

**Notes:**

- (1) Includes companies that are certified with the following agencies:
- MBE - Massachusetts Supplier Diversity Office or Greater New England Minority Supplier Development Council.
  - WBE - Massachusetts Supplier Diversity Office or Women's Business Enterprise National Council.
  - VBE - United States Department of Veteran Affairs or Massachusetts Gaming Commission.
- (2) Green highlighted companies have been paid as of August 31, 2018.
- WBE = Woman-owned Business Enterprise; MBE = Minority-owned Business Enterprise; VBE = Veteran-owned Business Enterprise.



# DESIGN & CONSULTING COMMITMENTS

## AS OF SEPTEMBER 30, 2018

Ref	Company	Scope	Location	Diversity Status
16	Dietz & Company Architects, Inc.	Full Service Architecture and Interior Design	Springfield, MA	WBE
17	Engineers Design Group, Inc.	Structural Engineering Consulting Services	Malden, MA	MBE
18	Erin Chrusciel Photography, LLC	Photography	East Longmeadow, MA	WBE
19	Fernandez & Associates	Fire Protection Design and Code Consulting Services	Byfield, MA	MBE
20	Hamilton Anderson Associates, Inc.	Architectural Services	Detroit, MI	MBE
21	Hi-Rise Graphics, Inc.	Signage Design	Lawrence, MA	MBE
22	Hyde Business Services, LLC	Permit and Community Commitment Coordination	Medina, MN	WBE
23	Independent Design, LLC	Historical MOA Research/ Signage Design	Quincy, MA	WBE
24	JoAnn Jones	Administrative Services	Henderson, NV	WBE
25	KLM Revolution	Project Management	Henderson, NV	WBE
26	Marshall Moya Design, LLC	Architectural Services	Washington, DC	MBE
27	Maryann Thompson Architects	Architectural Design Services	Henderson, NV	WBE
28	MCLA, Inc.	Lighting	Washington, DC	WBE
29	Moya Design Partners	Interior Design	Henderson, NV	WBE
30	Nitsch Engineering, Inc.	Engineering Services	Boston, MA	WBE

**Notes:**

- (1) Includes companies that are certified with the following agencies:
- MBE - Massachusetts Supplier Diversity Office or Greater New England Minority Supplier Development Council.
  - WBE - Massachusetts Supplier Diversity Office or Women's Business Enterprise National Council.
  - VBE - United States Department of Veteran Affairs or Massachusetts Gaming Commission.
- (2) Green highlighted companies have been paid as of August 31, 2018.
- WBE = Woman-owned Business Enterprise; MBE = Minority-owned Business Enterprise; VBE = Veteran-owned Business Enterprise.

# DESIGN & CONSULTING COMMITMENTS

## AS OF SEPTEMBER 30, 2018

Ref	Company	Scope	Location	Diversity Status
31	Pristine Engineers, Inc.	MEP Peer Review Services	Raynham, MA	MBE
32	Pro Cure, LLC	FFE Project Management	National Harbor, MD	WBE
33	Renderready, LLC	Rendering and Graphic Design	Albuquerque, NM	MBE
34	RSE Associates, Inc.	Engineering Design	Watertown, MA	MBE
35	Sign Design, Inc.	Signage Design	Brockton, MA	WBE
36	Soden Sustainability Consulting, LLC	LEED	Winchester, MA	WBE
37	Spec's Design Group, LLC	Interior Design	Springfield, MA	WBE
38	Stevens & Associates	Façade Stabilization Design	Brattleboro, VT	VBE
39	Timothy Haahs & Associates, Inc.	Architect and Engineer of Record/ Parking Consultant	Blue Bell, PA	MBE
40	Two Twelve	Graphic Designer	New York, NY	WBE
41	US Inspection & Consulting, LLC	Construction Inspections	Lake Havasu City, AZ	MBE
42	VAV International, Inc.	Mechanical Consulting	Woburn, MA	MBE
43	WA Architects, Inc.	Architectural Services	Cleveland, OH	MBE
44	YA Construction Services, LLC	MEP Peer Review	St. Louis, MO	WBE

**Notes:**

- (1) Includes companies that are certified with the following agencies:
- MBE - Massachusetts Supplier Diversity Office or Greater New England Minority Supplier Development Council.
  - WBE - Massachusetts Supplier Diversity Office or Women's Business Enterprise National Council.
  - VBE - United States Department of Veteran Affairs or Massachusetts Gaming Commission.
- (2) Green highlighted companies have been paid as of August 31, 2018.
- WBE = Woman-owned Business Enterprise; MBE = Minority-owned Business Enterprise; VBE = Veteran-owned Business Enterprise.

# Construction Commitments





# CONSTRUCTION COMMITMENTS

## AS OF SEPTEMBER 30, 2018

Group	Project Goals	Commitments	Company Count	Value
WBE	10.0%	21.3%	60	\$119.7M
MBE	5.0%	7.4%	30	\$41.1M
VBE	2.0%	6.4%	22	\$36.2M

Notes:

(1) Total Commitments through September 30, 2018 are \$561.6M.

(2) Includes companies that are certified with the following agencies:

- MBE - Massachusetts Supplier Diversity Office or Greater New England Minority Supplier Development Council.
- WBE - Massachusetts Supplier Diversity Office or Women's Business Enterprise National Council.
- VBE - United States Department of Veteran Affairs or Massachusetts Gaming Commission.

WBE = Woman-owned Business Enterprise; MBE = Minority-owned Business Enterprise; VBE = Veteran-owned Business Enterprise.

# DIVERSE CONSTRUCTION COMPANIES

AS OF SEPTEMBER 30, 2018

Ref	Company	Scope	Location	Diversity Status
1	84 Lumber	Material Supplier	Hampden, MA	WBE
2	Aces Enterprises, LLC	Steel Plate Supplier	Dunlap, IL	VBE
3	AeroSage, LLC	Fire Protection Material Supplier	Tampa, FL	VBE
4	Alares, LLC	Commissioning and Construction Services	Quincy, MA	VBE
5	All American Signs	Signage	Plymouth, MA	VBE
6	Alonzee Consulting	Construction Consulting	Las Vegas, NV	WBE
7	American Environmental, Inc.	Abatement	Holyoke, MA	MBE
8	American Stair Corporation	Stair Supplier	Romeoville, IL	VBE
9	Architectural Products, Inc.	Glass and Glazing	Burlington, CT	WBE
10	Argent Associates, Inc.	Material Vendor	Burlington, CT	WBE
11	Arrow Security Corporation	Security Guard Services	Springfield, MA	VBE
12	Ayala Excavating and Trucking, LLC	Trucking	Springfield, MA	MBE
13	Baron Industries, Inc	Coiling Doors	Woburn, MA	VBE
14	Beacon Light & Supply, Co.	Electrical Supplier	Burlington, CT	MBE
15	BECO Electrical Contractors, Inc.	Electrical	Monson, MA	VBE
16	Berkshire Concrete Cutting, LLC	Saw Cutting	Torrington, CT	WBE
17	Brican, Inc.	General Contracting Services	Springfield, MA	VBE
18	C&C Contractors, LLC	Trucking Services	Springfield, MA	MBE
19	C&D Electronics, Inc.	Cabling, Wiring, Electronics Supplier	Holyoke, MA	MBE

**Notes:**

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WBE = Woman-owned Business Enterprise; MBE = Minority-owned Business Enterprise; VBE = Veteran-owned Business Enterprise.



# DIVERSE CONSTRUCTION COMPANIES

## AS OF SEPTEMBER 30, 2018

Ref	Company	Scope	Location	Diversity Status
20	C4 Cables	Hotel Electrical Material Supplier	Taunton, MA	WBE
21	Capasso Restoration, Inc.	95 State Masonry Contractor	North Haven, CT	WBE
22	Carl-Louis & Co, Inc.	Plumbing, Pipe Fitting, Heating	Dorchester, MA	MBE
23	Carol's Lighting & Supply Company	Electrical Supplies	Canton, MA	MBE
24	Certified Connection, Inc.	Podium Electrical Material Supplier	Worcester, MA	MBE
25	Central Ceilings, Inc.	Drywall Contractor	South Easton, MA	VBE
26	Chabot & Burnett Construction Co., Inc.	Masonry Contractor	Agawam, MA	WBE
27	Charle George Companies, Inc.	Solid Waste Disposal, Recycling, Trucking	Londonberry, NH	WBE
28	CK Flooring Solutions, Inc.	Carpet Installer	Chicopee, MA	WBE
29	CMJ, LLC	Property Management/Maintenance	Springfield, MA	MBE
30	Connecticut Drywall Finishing, Inc.	Drywall	West Springfield, MA	WBE
31	Connecticut Temperature Controls, LLC	Controls	Newington, CT	VBE
32	Consolidated Brick & Building Supplies, Inc.	Brick, Stone & Masonry Distributor	Avon, MA	WBE
33	Construction Labor Unlimited	Labor/Clean-Up	West Springfield, MA	WBE
34	Coghlin Electrical Contractors, Inc.	Electrical Services	Worcester, MA	WBE
35	C.R. Levesque Trucking Corp.	Hauling & Equipment Transportation	Monson, MA	WBE
36	Critical Power Testing and Maintenance, Inc.	Commissioning	Amesbury, MA	VBE
37	CSL, Inc.	Daycare Landscaping	Ludlow, MA	WBE

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# DIVERSE CONSTRUCTION COMPANIES

## AS OF SEPTEMBER 30, 2018

Ref	Company	Scope	Location	Diversity Status
38	Dagle Electrical Construction Corp.	Offsite Improvements - Electrical	Melrose, MA	WBE
39	Davenport Advisors, LLC	Property Management/ Maintenance	Boston, MA	MBE
40	Dependable Masonry Construction Company, Inc.	Masonry and Brickpaving	North Reading, MA	MBE
41	Duray/J.F. Duncan Industries, Inc.	Food Service Equipment Packages	Downey, CA	MBE
42	D & W Construction, LLC	Drywall Finishing, Material & Labor	Winchester, MA	MBE
43	Eagle Elevator Company, Inc.	Elevator Repairs, Service, Maintenance	Boston, MA	VBE
44	East Coast Air Barrier & Restoration, Inc.	Waterproofing Services	Pittsfield, MA	WBE
45	EDI Landscape, LLC	Landscaping Services	Hartford, CT	WBE
46	EDM Construction, Inc.	Carpentry & Structural Steel Erection	Merrimac, MA	WBE
47	E L Waterman, Inc.	Pipe Supplier	Foxboro, MA	WBE
48	Evermore Light & Power, Inc.	Electrical	Somerville, MA	WBE
49	Fabiano Oil Corp.	Fuel & Oil Supplier	Wrentham, MA	WBE
50	Federal Concrete, Inc.	Concrete Services	Hopedale, MA	WBE
51	Fisher Contracting Corporation	General Contracting Services	Worcester, MA	WBE
52	Fletcher Sewer & Drain, Inc.	Inspection - FEIR	Ludlow, MA	WBE
53	Folan Waterproofing and Construction Company, Inc.	Masonry Contractors & Waterproofing	South Easton, MA	WBE
54	Frisoli Electric, Inc.	Electrical	Holbrook, MA	VBE
55	Front Line, Inc.	Final Cleaning	Hopedale, MA	WBE
56	Gomes Construction Co. Inc.	Utility Connections	Ludlow, MA	WBE

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# DIVERSE CONSTRUCTION COMPANIES

## AS OF SEPTEMBER 30, 2018

Ref	Company	Scope	Location	Diversity Status
57	Granite City Electric Supply Company, Inc.	Electrical Supplier	Quincy, MA	WBE
58	Great In Counters, Inc.	Natural Stone & Quarts Fabrication	Smithfield, RI	WBE
59	Green Insulation, Inc.	Insulation	Adams, MA	WBE
60	H B Welding, Inc.	Steel, Welding, Iron Work	Johnston, RI	WBE
61	Hiway Safety Systems, Inc	Offsite Improvements - Traffic line striping	Rockland, MA	WBE
62	Homeland Mechanical, LLC	Pipe Supplier	Quincy, MA	VBE
63	Industrial Flame Cutting, Inc.	Steel Plate Supplier	Beacon Falls, CT	VBE
64	J.J. Curran & Sons, Inc.	Specialty Flooring	Albany, NY	WBE
65	JMK Building Supply, Inc	Drywall	Colchester, CT	WBE
66	JRL Construction, Inc.	General Contractor - Demolition	Springfield, MA	VBE
67	Kittredge Equipment Company, Inc.	Kitchen Equipment	Agawam, MA	WBE
68	L.K. Sheet Metal, Inc.	Sheet Metal	East Hartford, CT	WBE
69	Larry's Trucking Co.	Trucking	Springfield, MA	MBE
70	Lindon Group	Piping Materials	East Providence, RI	WBE
71	Liquore Sand & Gravel, LLC	Trucking and Materials	Enfield, CT	VBE
72	M. Frank Higgins & Co., Inc.	Casino Tile and Stone	Newington, CT	WBE
73	Mastercraft Floor Covering, Inc.	Carpet Installation	Glenpool, OK	WBE
74	McElroy Scenic Service, LLC	Millwork Fabricator	Ashley Falls, MA	WBE
75	Medeiros Hydroseeding & Landscaping Construction, Inc.	Trucking and Soil Materials	Monson, MA	MBE
76	Moor Metals, Inc.	Sales and Distribution of Metals	Holliston, MA	MBE

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# DIVERSE CONSTRUCTION COMPANIES

AS OF SEPTEMBER 30, 2018

Ref	Company	Scope	Location	Diversity Status
77	Ms. Pipe, LLC	Procurement of Valves, Pipes and Fittings	South Windsor, CT	WBE
78	Multi-Residential Kitchens	Cabinetry, Countertops, Millwork, Install	Hagerstown, MD	WBE
79	New Bedford Floor Covering Sales Company, Inc	Floor Covering Supplier	New Bedford, MA	MBE
80	New England Foundation Company, Inc.	Helical Piles	Boston, MA	WBE
81	Northeastern Steel Corporation	Steel Distributor	Revere, MA	MBE
82	Orissa, LLC	Cleaning Service	Rocky Hill, CT	MBE
83	Performance Testing & Balancing LLC	Testing & Balancing	South Hampton, MA	VBE
84	Piping Systems, Inc.	HVAC	Assonet, MA	WBE
85	Protocol Management Services, Inc.	Raised Access Floors Material Supplier	North Attleboro, MA	WBE
86	Quinette King Consulting	Blackout Paint Supplier	Las Vegas, NV	MBE
87	Rebars & Mesh, Inc.	Concrete	Haverhill, MA	WBE
88	Regis Steel Corporation	Steel Erection/ Reinforcing	Fall River, MA	MBE
89	S&F Concrete Contractors, Inc.	Concrete	Hudson, MA	MBE
90	S-Cel-O, LLC	95 State Painting	Springfield, MA	MBE
91	Security Construction Services, Inc.	Fencing	Hudson, MA	WBE
92	SOS Corporation	Construction Cleaning, Selective Interior Demolition	Milford, MA	WBE
93	Steere Engineering, Inc.	Engineering Services	Warwick, RI	WBE
94	Strategic Environmental Services, Inc.	Environmental Consultants	Sutton, MA	WBE

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# DIVERSE CONSTRUCTION COMPANIES

## AS OF SEPTEMBER 30, 2018

Ref	Company	Scope	Location	Diversity Status
95	Sullivan and Narey Construction, Inc.	Armory Building Masonry	Holyoke, MA	VBE
96	Superior Caulking & Waterproofing	Caulking & Waterproofing	Palmer, MA	VBE
97	Supplies Exchange Systems	Materials Supplier	Dorchester, MA	MBE
98	T & M Equipment Corporation	Excavating Contractor	Springfield, MA	VBE
99	Tango Construction Inc.	Paving, Catch Basin, Manhole Adjustment	Fitchburg, MA	MBE
100	Tavares, LLC	Fireproofing	Providence, RI	MBE
101	Titan Roofing Company	Roofing	Springfield, MA	MBE
102	Total Mechanical Service Corp.	Pool Mechanical Contractor	Plymouth, MA	MBE
103	Triton Leasing and Rental, Inc.	Demolition & Abatement	Feeding Hills, MA	WBE
104	Turtle & Hughes, Inc.	Podium Unistrut Supplier	Linden, NJ	WBE
105	United Personnel Services, Inc.	Kitchen Equipment Labor	Springfield, MA	WBE
106	Ultimate Abatement Company, Inc.	Abatement	Plainfield, MA	WBE
107	Wallco Installations, LLC	Operable Partition Installation	Fairfield, CT	WBE
108	Welch Associates Land Surveyors, Inc.	Land Surveying	West Bridgewater, MA	WBE
109	West Floor Covering, Inc.	Sales and Installation of Floor Coverings	Pembroke, MA	WBE
110	Willow Tree Outdoor, LLC	Landscape	Springfield, MA	WBE
111	Woodchuck's Building & Hone Center	Construction Supplier	Rockland, MA	MBE
112	Younger Brothers Construction, LLC	Materials Supplier	Watertown, MA	MBE

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**APPENDIX C**

**CONSTRUCTION WORKFORCE STATISTICS AS OF SEPTEMBER 30, 2018**

**MGM Springfield**  
**Workforce Diversity Report (By Company)**  
As of: September 30, 2018

Reference	Company	This Month's Workforce Diversity Statistics							Project To Date Workforce Diversity Statistics								
		Employee Count	This Month's Total Hours	Women		Minority		Veteran		Employee Count	Project To Date Total Hours	Women		Minority		Veteran	
				Hours	%	Hours	%	Hours	%			Hours	%	Hours	%	Hours	%
1	Acoustics, Inc.	-	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	6	596.50	0.00	0.00%	224.00	37.55%	224.00	37.55%
2	Acranom Masonry Enterprises, Inc.	-	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	13	1,580.50	0.00	0.00%	824.50	52.17%	0.00	0.00%
3	AeroClean	-	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	20	3,382.50	0.00	0.00%	1,808.00	53.45%	0.00	0.00%
4	AK Installation Inc.	-	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	12	2,518.00	674.00	26.77%	798.00	31.69%	124.00	4.92%
5	Allied Fire Protection, Inc.	-	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	9	1,354.00	0.00	0.00%	256.00	18.91%	0.00	0.00%
6	American Environmental, Inc.	-	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	195	33,261.25	2,250.50	6.77%	30,069.75	90.40%	288.50	0.87%
7	AmQuip Crane Rental LLC	-	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	9	1,989.50	0.00	0.00%	970.50	48.78%	0.00	0.00%
8	Ardex, L.P.	-	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	6	268.50	0.00	0.00%	0.00	0.00%	0.00	0.00%
9	Axion Specialty Contracting	-	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	29	9,031.00	0.00	0.00%	3,142.00	34.79%	2,166.00	23.98%
10	Ayotte & King For Tile, Inc	-	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	27	611.50	0.00	0.00%	4.00	0.65%	0.00	0.00%
11	Back Bay Sign	-	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	2	266.00	0.00	0.00%	0.00	0.00%	0.00	0.00%
12	Barber Firestop Systems LLC	-	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	18	2,085.00	38.00	1.82%	30.00	1.44%	0.00	0.00%
13	Bay Crane Northeast	-	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	1	10.00	0.00	0.00%	0.00	0.00%	0.00	0.00%
14	Bay State Elevator Co.	-	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	8	315.00	0.00	0.00%	0.00	0.00%	0.00	0.00%
15	BCI Worldwide	-	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	68	12,263.50	920.00	7.50%	5,421.00	44.20%	490.00	4.00%
16	BECO Electrical Contractors, Inc.	-	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	11	3,433.50	0.00	0.00%	1,116.50	32.52%	2,088.00	60.81%
17	Berkshire Concrete Cutting	-	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	7	136.50	0.00	0.00%	0.00	0.00%	7.50	5.49%
18	Berlin Steel Construction Company	-	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	105	63,226.50	6,565.00	10.38%	6,814.50	10.78%	3,394.50	5.37%
19	BG Mechanical Contractors, Inc.	-	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	34	14,884.62	0.00	0.00%	2,637.00	17.72%	2,632.00	17.68%
20	Blakeslee Prestress, Inc.	-	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	43	27,616.50	2,515.50	9.11%	3,753.00	13.59%	2,218.50	8.03%
21	Blue Construction, Inc.	-	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	28	26,663.00	4,614.50	17.31%	7,152.50	26.83%	1,564.00	5.87%
22	Budget Concrete	-	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	1	65.00	0.00	0.00%	0.00	0.00%	0.00	0.00%
23	C & S Co., Inc.	-	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	6	680.50	0.00	0.00%	173.50	25.50%	0.00	0.00%
24	Capasso Restoration, Inc.	-	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	10	4,172.00	0.00	0.00%	2,148.00	51.49%	706.50	16.93%
25	Central Ceilings, Inc.	-	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	94	98,859.50	7,554.00	7.64%	26,074.50	26.38%	15,181.50	15.36%
26	Chabot & Burnett Construction Co., Inc.	-	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	89	33,497.50	2,451.50	7.32%	9,847.50	29.40%	1,990.00	5.94%
27	Champlain Masonry, Inc.	-	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	36	5,090.75	100.00	1.96%	1,965.00	38.60%	688.00	13.51%
28	Chandler Architectural Products	-	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	46	5,683.50	646.50	11.38%	255.00	4.49%	600.00	10.56%
29	CIP Concrete, Inc.	-	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	15	4,337.00	0.00	0.00%	687.00	15.84%	0.00	0.00%
30	CK Flooring Solutions, Inc.	-	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	30	7,597.50	1,126.00	14.82%	2,252.50	29.65%	521.50	6.86%
31	Coghlin Electrical Contractors, Inc.	-	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	431	359,031.50	17,187.00	4.79%	61,225.00	17.05%	37,178.50	10.36%
32	Collins Electrical	-	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	175	126,162.75	8,059.00	6.39%	16,330.25	12.94%	7,631.00	6.05%
33	Comm-Tract Corp	-	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	13	3,391.00	0.00	0.00%	0.00	0.00%	0.00	0.00%
34	Commonwealth Guardrail, Inc.	-	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	21	1,239.00	91.00	7.34%	190.00	15.33%	53.00	4.28%
35	Connecticut Drywall Finishing, Inc.	-	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	29	4,516.50	207.00	4.58%	861.50	19.07%	0.00	0.00%
36	Construction Labor Unlimited, Inc.	-	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	9	747.00	8.00	1.07%	398.00	53.28%	0.00	0.00%
37	Conte Company, LLC	-	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	3	24.00	0.00	0.00%	0.00	0.00%	8.00	33.33%
38	Cross Country Food Service Installers Inc.	-	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	12	4,067.00	0.00	0.00%	1,003.00	24.66%	1,036.00	25.47%
39	Cushing and Sons, Inc.	-	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	6	174.00	0.00	0.00%	0.00	0.00%	42.00	24.14%
40	Cvn Environmental Services	-	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	1	24.00	0.00	0.00%	24.00	100.00%	0.00	0.00%
41	D.A. Sullivan & Sons, Inc.	-	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	44	15,009.50	1,882.00	12.54%	4,346.00	28.95%	396.00	2.64%
42	Dagle Electrical Construction	-	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	36	5,674.00	204.00	3.60%	244.00	4.30%	211.00	3.72%
43	Day & Nite Refrigeration	-	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	5	3,554.00	0.00	0.00%	2,240.00	63.03%	0.00	0.00%
44	DeLucca Fence Company, Inc.	-	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	10	184.00	8.00	4.35%	16.00	8.70%	0.00	0.00%
45	Dependable Masonry Construction Co., Inc.	-	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	6	439.00	32.00	7.29%	219.00	49.89%	0.00	0.00%
46	Division Six Installers, Inc.	-	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	36	21,644.00	1,380.00	6.38%	4,396.00	20.31%	2,274.00	10.51%
47	Eagle Fence & Guardrail Construction, Inc.	-	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	19	2,377.75	0.00	0.00%	819.00	34.74%	0.00	0.00%
48	East Coast Air Barrier & Restoration, Inc.	-	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	10	465.00	0.00	0.00%	39.00	8.39%	0.00	0.00%
49	EDI Landscape, LLC	-	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	23	12,614.75	1,347.00	10.68%	7,867.00	62.36%	0.00	0.00%
50	EDM Construction, Inc.	-	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	42	6,346.50	471.00	7.42%	1,379.50	21.74%	1,668.00	26.28%
51	EF Corcoran Plumbing & Heating, Inc.	-	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	28	8,491.00	1,410.50	16.61%	2,330.50	27.45%	0.00	0.00%
52	Energy Insulation Conservation Inc.	-	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	23	6,705.00	0.00	0.00%	1,581.00	23.58%	0.00	0.00%
53	Environmental Testing & Balancing	-	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	7	2,706.00	0.00	0.00%	419.50	15.50%	0.00	0.00%
54	Evermore Light and Power, Inc.	-	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	4	613.50	0.00	0.00%	0.00	0.00%	0.00	0.00%
55	Federal Concrete, Inc.	-	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	100	38,506.50	2,886.00	7.49%	4,676.00	12.14%	1,949.50	5.06%
56	First Choice Fishies	-	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	11	6,711.50	1,180.00	17.58%	1,212.00	18.06%	547.50	8.16%
57	Folan Waterproofing & Construction	-	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	13	1,471.50	0.00	0.00%	547.50	37.21%	0.00	0.00%
58	Fontaine Bros, Inc.	-	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	54	18,259.50	2,784.50	15.25%	4,790.00	26.23%	1,230.00	6.74%
59	Food Equipment Installation, Inc.	-	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	4	116.00	0.00	0.00%	0.00	0.00%	0.00	0.00%
60	Frisoli Electric Inc.	-	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	1	299.00	0.00	0.00%	0.00	0.00%	0.00	0.00%
61	Front Line, Inc.	-	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	52	9,672.50	5,198.00	53.74%	2,763.50	28.57%	459.00	4.75%
62	Fusion Electric, Inc.	-	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	2	112.00	0.00	0.00%	104.00	92.86%	0.00	0.00%
63	Gagliarducci Construction, Inc.	-	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	47	4,264.50	635.00	14.89%	709.50	16.64%	906.50	21.26%



MGM Springfield

Workforce Diversity Report (By Company)

As of: September 30, 2018

Reference	Company	This Month's Workforce Diversity Statistics								Project To Date Workforce Diversity Statistics							
		Employee Count	This Month's Total Hours	Women		Minority		Veteran		Employee Count	Project To Date Total Hours	Women		Minority		Veteran	
				Hours	%	Hours	%	Hours	%			Hours	%	Hours	%	Hours	%
141	Tavares, LLC	-	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	30	6,643.00	489.00	7.36%	1,970.00	29.66%	0.00	0.00%
142	Tech Valley Contracting, LLC	-	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	8	2,018.00	206.00	10.21%	0.00	0.00%	0.00	0.00%
143	The Northern Corp.	-	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	5	170.00	0.00	0.00%	32.00	18.82%	0.00	0.00%
144	The Pappas Company, Inc.	-	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	4	128.00	24.00	18.75%	78.00	60.94%	0.00	0.00%
145	Thunderbird Construction	-	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	6	97.00	0.00	0.00%	40.00	41.24%	0.00	0.00%
146	Tishman	-	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	29	44,501.00	11,261.00	25.31%	12,120.00	27.24%	7,120.00	16.00%
147	Titan Roofing, Inc.	-	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	136	39,850.25	611.25	1.53%	6,769.25	16.99%	3,233.75	8.11%
148	T.J. Conway Company	-	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	83	57,528.75	2,237.00	3.89%	10,039.25	17.45%	10,077.50	17.52%
149	Triton Leasing and Rental, Inc.	-	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	35	3,187.50	0.00	0.00%	1,547.50	48.55%	239.00	7.50%
150	Ultimate Abatement Company, Inc.	-	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	47	10,430.50	3,632.50	34.83%	10,119.50	97.02%	0.00	0.00%
151	Unistrut International Corporation	-	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	25	5,477.50	586.00	10.70%	1,069.00	19.52%	184.00	3.36%
152	Universal Electric Co.	-	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	22	7,323.50	556.50	7.60%	2,166.00	29.58%	394.00	5.38%
153	Walco Installations, LLC	-	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	15	1,221.00	177.00	14.50%	241.50	19.78%	182.00	14.91%
154	Whitehawk Construction Company Inc.	-	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	48	16,877.00	1,164.00	6.90%	2,380.00	14.10%	776.00	4.60%
155	William Roberts Electric Co., Inc.	-	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	27	18,571.00	488.00	2.63%	334.00	1.80%	0.00	0.00%
156	Willow Tree Outdoor, LLC	-	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	5	261.50	0.00	0.00%	105.50	40.34%	0.00	0.00%
157	Winterberry Irrigation, LLC	-	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	5	1,548.50	0.00	0.00%	1,072.75	69.28%	0.00	0.00%
158	Wolfe House Movers, LLC	-	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	10	1,194.50	0.00	0.00%	306.00	25.62%	228.00	19.09%
159	Wolverine Fire Protection Co	-	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	34	34,422.50	2,267.50	6.59%	6,894.50	20.03%	1,591.00	4.62%
160	Worcester Elevator Co., Inc.	-	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	2	12.00	0.00	0.00%	0.00	0.00%	6.00	50.00%
<b>Total - Unions</b>		-	<b>0.00</b>	<b>0.00</b>	<b>0.00%</b>	<b>0.00</b>	<b>0.00%</b>	<b>0.00</b>	<b>0.00%</b>	<b>5,589</b>	<b>2,370,604.51</b>	<b>178,569.46</b>	<b>7.53%</b>	<b>533,221.68</b>	<b>22.49%</b>	<b>197,373.67</b>	<b>8.33%</b>
161	On-Site Design / Management	-	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	622	370,359.33	55,918.90	15.10%	63,798.48	17.23%	41,231.55	11.13%
<b>Total</b>		-	<b>0.00</b>	<b>0.00</b>	<b>0.00%</b>	<b>0.00</b>	<b>0.00%</b>	<b>0.00</b>	<b>0.00%</b>	<b>6,211</b>	<b>2,740,963.84</b>	<b>234,488.36</b>	<b>8.55%</b>	<b>597,020.16</b>	<b>21.78%</b>	<b>238,605.22</b>	<b>8.71%</b>

Totals - Overall			
Group	Project Goals	Project To Date	Delta
Women	6.90%	8.55%	1.65%
Minority	15.30%	21.78%	6.48%
Veteran	8.00%	8.71%	0.71%

Notes:

(1) Statistics include all workforce reports that were received by MGM as of September 30, 2018

(2) The total number of unique union workers that have worked on site is approximately 4,985. The 5,589 union workers identified above includes workers that have worked for multiple companies.

MGM Springfield  
 Workforce Diversity Report (By Union)  
 As of: September 30, 2018

Reference	Union	This Month's Workforce Diversity Statistics						Project To Date Workforce Diversity Statistics									
		Employee Count	This Month's Total Hours	Women		Minority		Veteran	Employee Count	Project To Date Total Hours	Women		Minority		Veteran		
				Hours	%	Hours	%				Hours	%	Hours	%	Hours	%	Hours
1	AEFF CWA Local #1300	0	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	1	324.00	0.00	0.00%	0.00	0.00%	0.00	0.00%
2	AFSCME Local #230	0	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	1	48.00	0.00	0.00%	48.00	100.00%	0.00	0.00%
3	Asbestos Workers #6	0	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	109	28,643.00	0.00	0.00%	9,382.50	32.76%	3,307.00	11.53%
4	Boston Plasters' & Cement Masons' - Asphalt Layers' Union #534	0	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	107	8,428.50	817.00	9.69%	1,032.50	12.25%	45.00	0.53%
5	Bricklayers Local #1	0	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	45	10,656.00	0.00	0.00%	4,927.00	46.24%	152.00	1.43%
6	Bricklayers Local #3	0	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	294	94,282.00	2,986.00	3.17%	18,667.00	19.80%	2,735.50	2.90%
7	Building Wreckers Union #1421	0	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	3	542.90	0.00	0.00%	542.00	100.00%	0.00	0.00%
8	Carpenters Commercial Construction Local #349	0	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	1	6.00	0.00	0.00%	6.00	100.00%	0.00	0.00%
9	Carpenters Interior Systems Local #352	0	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	2	12.00	0.00	0.00%	6.00	50.00%	0.00	0.00%
10	Carpenters Local #24	0	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	4	33.50	0.00	0.00%	0.00	0.00%	0.00	0.00%
11	Carpenters Local #26	0	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	1	21.00	0.00	0.00%	0.00	0.00%	0.00	0.00%
12	Carpenters - Local #108	0	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	817	337,609.74	26,582.00	7.87%	84,428.50	25.01%	36,603.00	10.84%
13	Carpenters Local #107	0	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	18	7,787.50	0.00	0.00%	1,658.00	21.29%	112.00	1.44%
14	Carpenters Local #109	0	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	2	671.50	117.00	17.42%	117.00	17.42%	0.00	0.00%
15	Carpenters Local #111	0	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	1	56.00	0.00	0.00%	0.00	0.00%	0.00	0.00%
16	Carpenters Local #1305	0	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	4	366.00	0.00	0.00%	226.00	61.75%	0.00	0.00%
17	Carpenters Local #210	0	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	2	16.00	0.00	0.00%	0.00	0.00%	8.00	50.00%
18	Carpenters Local #2168	0	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	23	4,683.56	10.50	0.22%	2,374.70	50.70%	44.75	0.96%
19	Carpenters Local #2169	0	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	3	1,152.51	0.00	0.00%	0.00	0.00%	0.00	0.00%
20	Carpenters Local #218	0	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	1	6.00	0.00	0.00%	0.00	0.00%	0.00	0.00%
21	Carpenters Local #275	0	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	4	114.00	0.00	0.00%	32.00	28.07%	0.00	0.00%
22	Carpenters Local #33	0	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	13	3,259.50	45.00	1.38%	0.00	0.00%	0.00	0.00%
23	Carpenters Local #326	0	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	4	1,097.00	0.00	0.00%	92.00	8.39%	0.00	0.00%
24	Carpenters Local #327	0	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	3	1,829.50	0.00	0.00%	0.00	0.00%	0.00	0.00%
25	Carpenters Local #328	0	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	2	20.00	0.00	0.00%	0.00	0.00%	0.00	0.00%
26	Carpenters Local #330	0	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	4	885.00	0.00	0.00%	809.00	91.41%	0.00	0.00%
27	Carpenters Local #336	0	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	273	132,508.09	8,684.50	6.55%	34,735.50	26.21%	14,846.00	11.20%
28	Carpenters Local #337	0	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	1	328.50	0.00	0.00%	0.00	0.00%	0.00	0.00%
29	Carpenters Local #338	0	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	6	761.00	0.00	0.00%	210.00	27.60%	0.00	0.00%
30	Carpenters Local #339	0	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	3	104.00	0.00	0.00%	54.00	51.92%	0.00	0.00%
31	Carpenters Local #346	0	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	1	32.00	0.00	0.00%	0.00	0.00%	0.00	0.00%
32	Carpenters Local #349	0	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	7	1,190.00	0.00	0.00%	258.00	21.68%	0.00	0.00%
33	Carpenters Local #424	0	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	2	80.00	0.00	0.00%	72.00	90.00%	65.00	81.25%
34	Carpenters Local #43	0	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	6	554.00	0.00	0.00%	48.00	8.66%	0.00	0.00%
35	Carpenters Local #475	0	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	1	39.00	0.00	0.00%	0.00	0.00%	0.00	0.00%
36	Carpenters Local #535	0	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	3	565.00	0.00	0.00%	0.00	0.00%	0.00	0.00%
37	Carpenters Local #67	0	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	3	320.00	0.00	0.00%	136.00	42.50%	0.00	0.00%
38	Carpenters Local #635	0	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	5	343.50	0.00	0.00%	0.00	0.00%	89.00	25.91%
39	Carpenters Local #1977	0	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	23	13,421.00	0.00	0.00%	8,425.00	62.77%	32.00	0.24%
40	Cement Mason Local #592	0	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	1	65.00	0.00	0.00%	0.00	0.00%	0.00	0.00%
41	CT Bricklayers #1	0	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	19	5,859.00	0.00	0.00%	2,931.50	50.03%	0.00	0.00%
42	Floorcoverers Local #2168	0	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	54	6,790.00	1,064.00	15.67%	2,178.00	32.08%	521.50	7.68%
43	Glaziers Union Local 1133	0	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	9	714.00	0.00	0.00%	0.00	0.00%	0.00	0.00%
44	International Alliance Theatrical Stage Employees Local #53	0	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	7	1,044.00	0.00	0.00%	0.00	0.00%	216.00	20.69%
45	International Association of Heat and Frost Insulators - Local 33	0	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	5	835.50	0.00	0.00%	0.00	0.00%	0.00	0.00%
46	International Association of Iron Workers Local #7	0	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	146	69,795.00	6,383.00	9.15%	6,225.00	8.92%	4,084.00	5.85%
47	International Association of Iron Workers Local #15	0	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	5	2,219.50	40.00	1.80%	137.00	6.17%	0.00	0.00%
48	International Brotherhood of Electrical Workers - IBEW Local #455	0	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	3	112.25	50.75	45.21%	112.25	100.00%	0.00	0.00%
49	International Brotherhood of Electrical Workers - IBEW Local #7	0	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	739	557,175.00	32,157.50	5.77%	87,230.75	15.66%	49,642.00	8.91%
50	International Brotherhood of Electrical Workers - IBEW Local #8	0	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	1	273.50	0.00	0.00%	0.00	0.00%	0.00	0.00%
51	International Brotherhood of Electrical Workers - IBEW Local #35	0	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	38	18,986.45	2,677.00	14.10%	4,730.35	24.91%	3,027.00	15.94%
52	International Brotherhood of Electrical Workers - IBEW Local #90	0	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	3	773.00	0.00	0.00%	0.00	0.00%	0.00	0.00%
53	International Brotherhood of Electrical Workers - IBEW Local #96	0	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	1	8.00	0.00	0.00%	8.00	100.00%	0.00	0.00%
54	International Brotherhood of Electrical Workers - IBEW Local #103	0	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	21	2,194.00	204.00	9.30%	16.00	0.73%	211.00	9.62%
55	International Brotherhood of Electrical Workers - IBEW Local #104	0	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	10	1,850.00	0.00	0.00%	212.00	11.46%	0.00	0.00%
56	International Brotherhood of Electrical Workers - IBEW Local #1228	0	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	1	8.00	0.00	0.00%	8.00	100.00%	0.00	0.00%
57	International Brotherhood of Electrical Workers - IBEW 2nd District	0	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	1	23.00	0.00	0.00%	0.00	0.00%	0.00	0.00%
58	International Union of Elevator Constructors Local #4	0	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	6	404.00	0.00	0.00%	0.00	0.00%	0.00	0.00%
59	International Union of Elevator Constructors Local #41	0	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	57	27,047.90	1,138.00	4.21%	1,460.20	5.40%	3,080.00	11.39%
60	International Union of Elevator Constructors Local #42	0	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	1	46.00	0.00	0.00%	0.00	0.00%	0.00	0.00%
61	International Union of Elevator Constructors Local #43	0	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	1	46.00	0.00	0.00%	0.00	0.00%	0.00	0.00%
62	International Union of Operating Engineers - IUOE Local #4	0	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	79	8,218.00	0.00	0.00%	241.50	2.94%	807.00	9.82%
63	International Union of Operating Engineers - IUOE Local #5	0	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	1	9.00	0.00	0.00%	0.00	0.00%	0.00	0.00%
64	International Union of Operating Engineers - IUOE Local #98	0	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	218	64,663.55	7,645.75	11.82%	14,150.30	21.88%	3,366.75	5.21%
65	International Union of Operating Engineers - IUOE Local #106	0	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	1	12.00	0.00	0.00%	12.00	100.00%	12.00	100.00%
66	International Union of Operating Engineers - IUOE Local #478	0	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	5	2,317.50	0.00	0.00%	2,149.50	92.75%	0.00	0.00%
67	International Union of Painters and Allied Trades - RUPAT District #11	0	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	6	125.50	0.00	0.00%	0.00	0.00%	0.00	0.00%
68	International Union of Painters and Allied Trades - RUPAT Local #1333	0	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	35	14,779.50	0.00	0.00%	270.00	1.83%	2,170.00	14.68%
69	International Union of Painters and Allied Trades - RUPAT, DC #11, Local #481	0	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	19	9,098.00	3,182.00	34.97%	2,564.00	28.18%	0.00	0.00%
70	Iron Workers District Council of New England	0	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	177	39,752.00	4,543.00	11.43%	8			



MGM Springfield  
 Workforce Diversity Report (By Union)  
 As of: September 30, 2018

Reference	Union	This Month's Workforce Diversity Statistics								Project To Date Workforce Diversity Statistics							
		Employee Count	This Month's Total Hours	Women		Minority		Veteran		Employee Count	Project To Date Total Hours	Women		Minority		Veteran	
				Hours	%	Hours	%	Hours	%			Hours	%	Hours	%	Hours	%
79	Laborers Local #230	0	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	14	3,175.50	0.00	0.00%	2,111.00	66.48%	7.50	0.24%
80	Laborers Local #243	0	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	6	4,057.50	82.00	2.02%	0.00	0.00%	0.00	0.00%
81	Laborers Local #271, Rhode Island	0	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	8	1,358.00	1,072.00	78.94%	156.00	11.49%	0.00	0.00%
82	Laborers Local #385	0	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	6	182.00	0.00	0.00%	8.00	4.40%	0.00	0.00%
83	Laborers Local #39	0	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	9	3,091.51	0.00	0.00%	119.01	3.85%	2,347.50	75.93%
84	Laborers Local #429	0	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	3	64.84	0.00	0.00%	40.84	62.99%	0.00	0.00%
85	Laborers Local #455	0	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	24	6,097.50	1,496.00	24.53%	6,097.50	100.00%	0.00	0.00%
86	Laborers Local #473	0	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	17	3,476.00	0.00	0.00%	34.00	0.98%	0.00	0.00%
87	Laborers Local #547	0	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	8	2,183.00	0.00	0.00%	0.00	0.00%	0.00	0.00%
88	Laborers Local #560	0	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	16	1,627.00	1,192.00	73.26%	1,057.00	64.97%	0.00	0.00%
89	Laborers Local #596	0	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	223	88,184.75	9,732.50	11.04%	23,051.50	26.14%	4,951.00	5.61%
90	Laborers Local #609	0	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	27	2,914.00	718.50	24.66%	125.00	4.29%	474.00	16.27%
91	Laborers Local #610	0	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	14	403.50	0.00	0.00%	14.00	3.47%	0.00	0.00%
92	Laborers Local #611	0	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	31	8,084.75	0.00	0.00%	6,254.00	77.36%	0.00	0.00%
93	Laborers Local #665	0	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	9	1,659.50	32.00	1.93%	1,659.50	100.00%	0.00	0.00%
94	Laborers Local #675	0	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	1	133.50	0.00	0.00%	133.50	100.00%	0.00	0.00%
95	Laborers Local #88 [Tunnel Workers]	0	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	4	338.50	0.00	0.00%	8.00	2.36%	41.00	12.11%
96	Laborers Local #721	0	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	1	33.00	0.00	0.00%	0.00	0.00%	0.00	0.00%
97	Laborers Local #876	0	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	1	40.00	0.00	0.00%	0.00	0.00%	0.00	0.00%
98	Laborers Local #999	0	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	677	237,645.71	37,748.71	15.88%	76,068.25	32.01%	17,849.00	7.51%
99	Laborers Local #1000	0	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	3	24.00	8.00	33.33%	8.00	33.33%	0.00	0.00%
100	Massachusetts Laborers' District Council	0	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	11	962.00	0.00	0.00%	85.00	8.84%	96.00	9.98%
101	Nevada Laborer's Local #872	0	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	4	2,638.00	0.00	0.00%	0.00	0.00%	0.00	0.00%
102	Nevada Painters Local #159	0	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	21	7,767.50	541.00	6.96%	2,339.50	30.12%	0.00	0.00%
103	Nevada Plasterer's & Cement Mason Local #797	0	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	3	74.00	0.00	0.00%	36.00	48.65%	0.00	0.00%
104	New England Regional Council of Carpenters	0	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	2	99.50	0.00	0.00%	0.00	0.00%	0.00	0.00%
105	New England Regional Council of Carpenters - Local #43	0	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	1	649.61	0.00	0.00%	649.61	100.00%	0.00	0.00%
106	No. Cal Carpenters Local #9144	0	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	1	16.00	0.00	0.00%	16.00	100.00%	0.00	0.00%
107	NY Bricklayers #2	0	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	1	4.00	0.00	0.00%	0.00	0.00%	0.00	0.00%
108	Operating Engineers Local #4	0	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	22	1,866.00	0.00	0.00%	20.00	1.07%	0.00	0.00%
109	Operating Engineers Local #478	0	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	8	728.00	0.00	0.00%	183.50	25.21%	0.00	0.00%
110	Operative Plasterers and Cement Masons International Association, Local 40	0	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	51	25,786.50	702.50	2.72%	6,248.00	24.23%	2,749.00	10.66%
111	Painters and Allied Trades 1M	0	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	13	4,108.50	121.00	2.95%	390.00	9.49%	0.00	0.00%
112	Painters and Allied Trades District Council #35	0	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	152	60,921.50	2,907.00	4.77%	18,935.00	31.08%	2,183.00	3.58%
113	Pile Drivers Local #56	0	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	18	2,114.00	0.00	0.00%	468.50	22.16%	180.50	8.54%
114	Plasterers and Cement Masons Local #534	0	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	77	5,587.00	0.00	0.00%	1,603.50	28.70%	921.50	16.49%
115	Plumbers & Pipefitters #104	0	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	386	204,636.37	9,678.50	4.73%	26,731.25	13.06%	23,115.00	11.30%
116	Plumbers & Pipefitters Local #777	0	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	15	5,154.50	0.00	0.00%	144.00	2.79%	1,583.00	30.71%
117	Roofers #241	0	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	1	8.00	0.00	0.00%	0.00	0.00%	0.00	0.00%
118	Roofers #248	0	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	107	31,414.50	0.00	0.00%	6,084.75	19.37%	1,965.50	6.26%
119	Sheet Metal Workers #17	0	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	5	349.50	0.00	0.00%	0.00	0.00%	0.00	0.00%
120	Sheet Metal Workers #19	0	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	6	2,601.00	0.00	0.00%	0.00	0.00%	1,036.00	39.83%
121	Sheet Metal Workers #40	0	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	32	14,972.00	0.00	0.00%	1,565.50	10.46%	0.00	0.00%
122	Sheet Metal Workers #63	0	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	128	59,408.50	5,352.50	9.01%	11,291.00	19.01%	4,805.00	8.09%
123	Sheet Metal Workers #83	0	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	2	17.00	0.00	0.00%	0.00	0.00%	0.00	0.00%
124	So. Cal Painters Local #256	0	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	5	375.00	105.00	28.00%	135.00	36.00%	0.00	0.00%
125	Sprinkler Fitters #669	0	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	43	35,776.50	2,267.50	6.34%	7,150.50	19.99%	1,591.00	4.45%
126	Teamsters' #404	0	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	10	972.50	114.50	11.77%	32.00	3.29%	0.00	0.00%
127	Teamsters Local #25	0	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	9	131.50	0.00	0.00%	4.00	3.04%	0.00	0.00%
128	United Union of Roofers, Waterproofers and Allied Workers/ Local Union #12	0	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	2	1,080.50	0.00	0.00%	0.00	0.00%	0.00	0.00%
129	United Union of Roofers, Waterproofers and Allied Workers/ Local Union #9	0	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	1	328.50	0.00	0.00%	328.50	100.00%	0.00	0.00%
<b>Total - Unions</b>		<b>0</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00%</b>	<b>0.00</b>	<b>0.00%</b>	<b>0.00</b>	<b>0.00%</b>	<b>5,996</b>	<b>2,370,604.51</b>	<b>178,569.46</b>	<b>7.53%</b>	<b>533,221.68</b>	<b>22.49%</b>	<b>197,373.67</b>	<b>8.33%</b>
130	On-Site Design / Management	0	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	622	370,359.33	55,918.90	15.10%	63,798.48	17.23%	41,231.55	11.13%
<b>Total</b>		<b>0</b>	<b>0.00</b>	<b>0.00</b>	<b>0.00%</b>	<b>0.00</b>	<b>0.00%</b>	<b>0.00</b>	<b>0.00%</b>	<b>6,618</b>	<b>2,740,963.84</b>	<b>234,488.36</b>	<b>8.55%</b>	<b>597,020.16</b>	<b>21.78%</b>	<b>238,605.22</b>	<b>8.71%</b>

Totals - Overall			
Group	Project Goals	Project To Date	Delta
Women	6.90%	8.55%	1.65%
Minority	15.30%	21.78%	6.48%
Veteran	8.00%	8.71%	0.71%

**Notes:**  
 (1) Statistics include all workforce reports that were received by MGM as of September 30, 2018.  
 (2) The total number of unique union workers that have worked on site is approximately 4,985. The 5,996 union workers identified above includes workers that have worked for multiple companies and/or multiple unions.

**APPENDIX D**

**LETTER REGARDING COST OF CONSTRUCTION AND CAPITALIZATION OF GAMING LICENSE**



MGM SPRINGFIELD  
ONE MGM WAY  
SPRINGFIELD, MA 01103

413.273.5000  
MGMSPRINGFIELD.COM

December 17, 2018

Massachusetts Gaming Commission  
101 Federal Street, 12<sup>th</sup> Floor  
Boston, MA 02110

**Re: Quarterly Report – Third Quarter 2018**

Dear Commissioners:

In accordance with 205 CMR 135.02(5)(a) of the Massachusetts Gaming Commission Monitoring of Project Construction and Licensee Requirements (the “Monitoring Regulations”), please see below for the costs of construction, infrastructure improvements and related costs incurred by Blue Tarp reDevelopment, LLC (“MGM”) through September 30, 2018 in connection with the development of MGM Springfield project in Springfield, Massachusetts (the “Project”) compared to MGM’s cost estimates as of that date, which costs have been calculated in accordance with 205 CMR 122.03: Costs Included in the Calculation of Capital Investment.

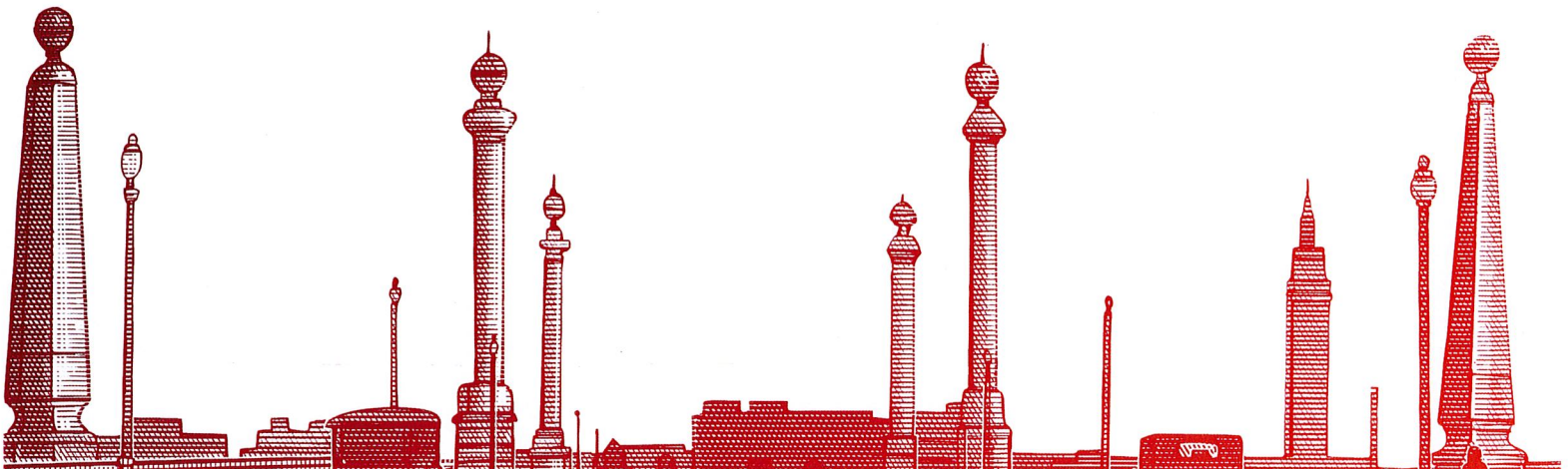
**Eligible Capital Costs**

As of September 30, 2018, the following amounts have been incurred toward eligible capital costs: (i) \$660.3mm for construction and design; (ii) \$25.8mm for furniture, fixture, and equipment; and (iii) \$36.4mm for operating supplies and equipment.

**Ineligible Costs**

As of September 30, 2018, the following amounts have been incurred toward ineligible capital costs: (iv) \$85.0mm for license/application fee; (v) \$132.5mm for pre-opening expenses and host community costs; (vi) \$0.0mm in project contingency costs; (vii) \$60.7mm for land; and (viii) \$63.4mm for capitalized interest.

In addition, in accordance with 205 CMR 135.02(b) of the Monitoring Regulations, I direct you to the publicly-filed financial statements of MGM Resorts International, the parent company of





MGM SPRINGFIELD  
ONE MGM WAY  
SPRINGFIELD, MA 01103

413.273.5000  
MGMSPRINGFIELD.COM

Blue Tarp reDevelopment, LLC (the "Licensee"), including MGM's Quarterly Report on Form 10-Q for the quarter period ended September 30, 2018, filed with Securities and Exchange Commission (the "SEC") on November 2, 2018, which is available at [www.sec.gov](http://www.sec.gov). As reflected in these financial statements, the Licensee has sufficient resources in order to meet all expected financial obligations relating to the completion of the gaming establishment and related infrastructure improvements associated with the Project.

I hereby certify that the foregoing information is truthful and accurate to the best of my knowledge and belief.

Sincerely,

Courtney Wenleder  
Vice President & CFO

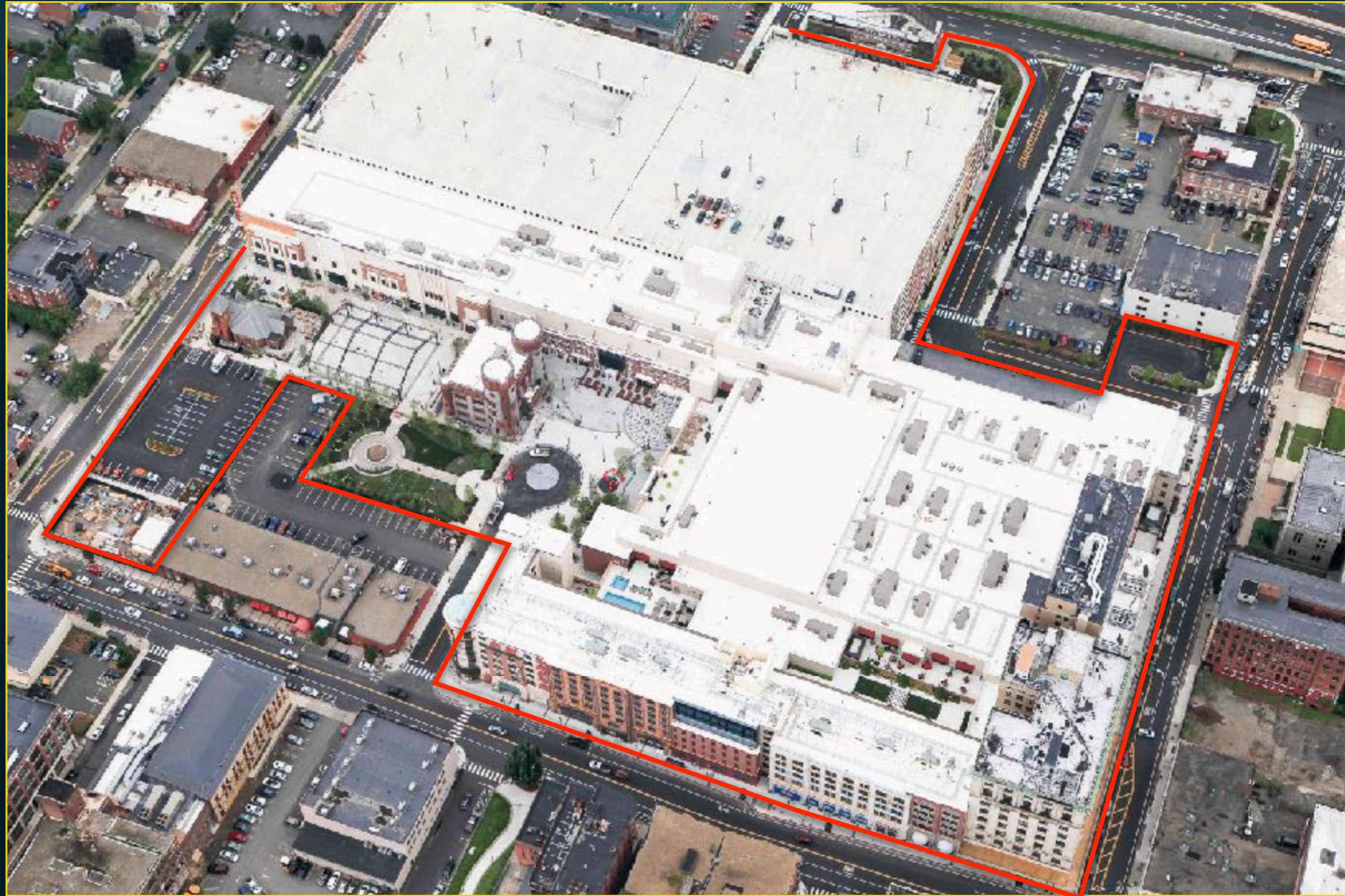
cc: Michael Mathis, President & COO  
Seth N. Stratton, Vice President & Legal Counsel  
Edward Pikula, Esq., Springfield City Solicitor

**APPENDIX E**

**CONSTRUCTION SITE PROGRESS IMAGES FOR Q3 2018**



# AERIAL PROGRESS



Aerial View - August 20, 2018



# AERIAL PROGRESS



Aerial View - August 20, 2018



# HOTEL EXTERIOR



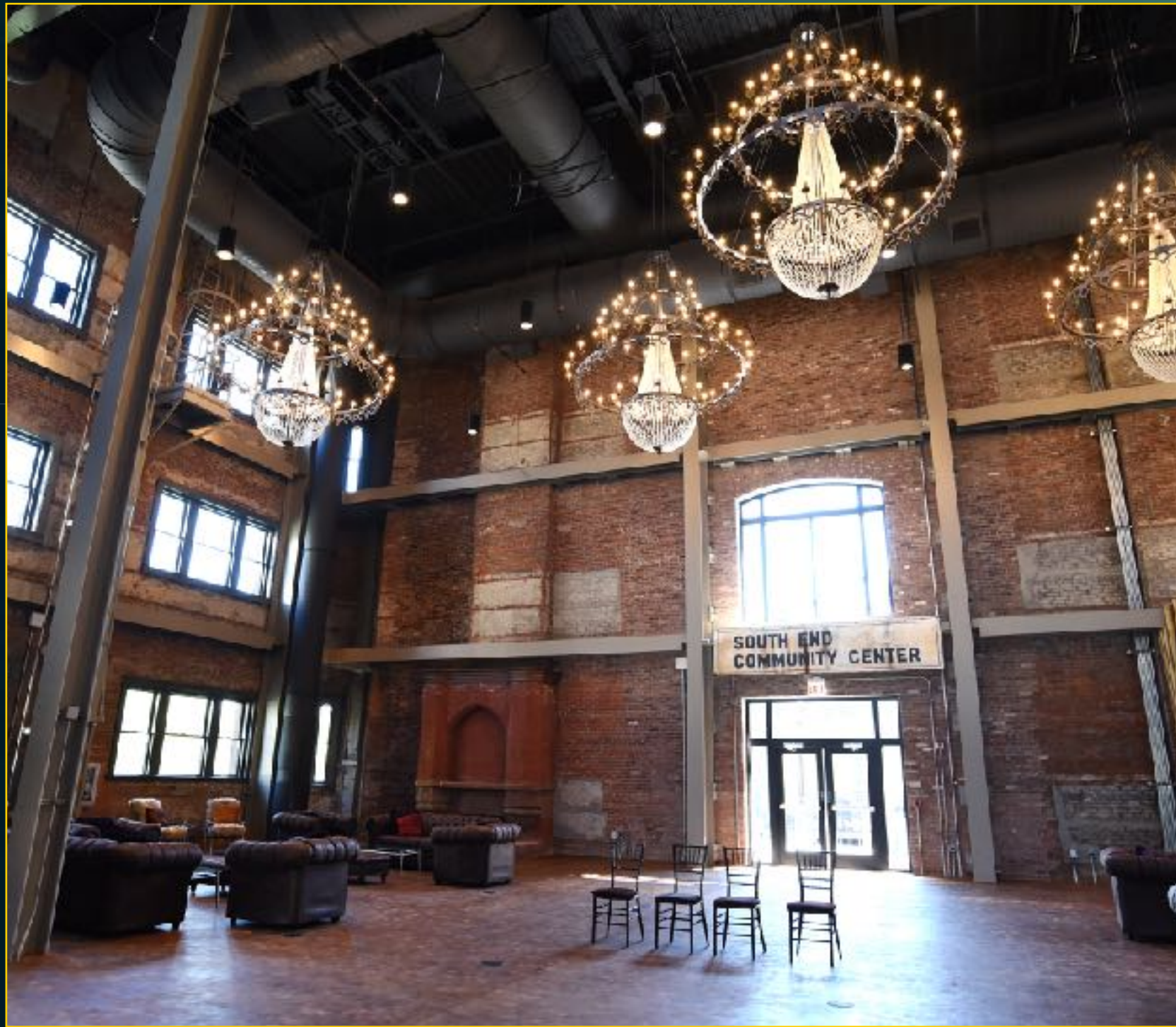


# PODIUM EXTERIOR



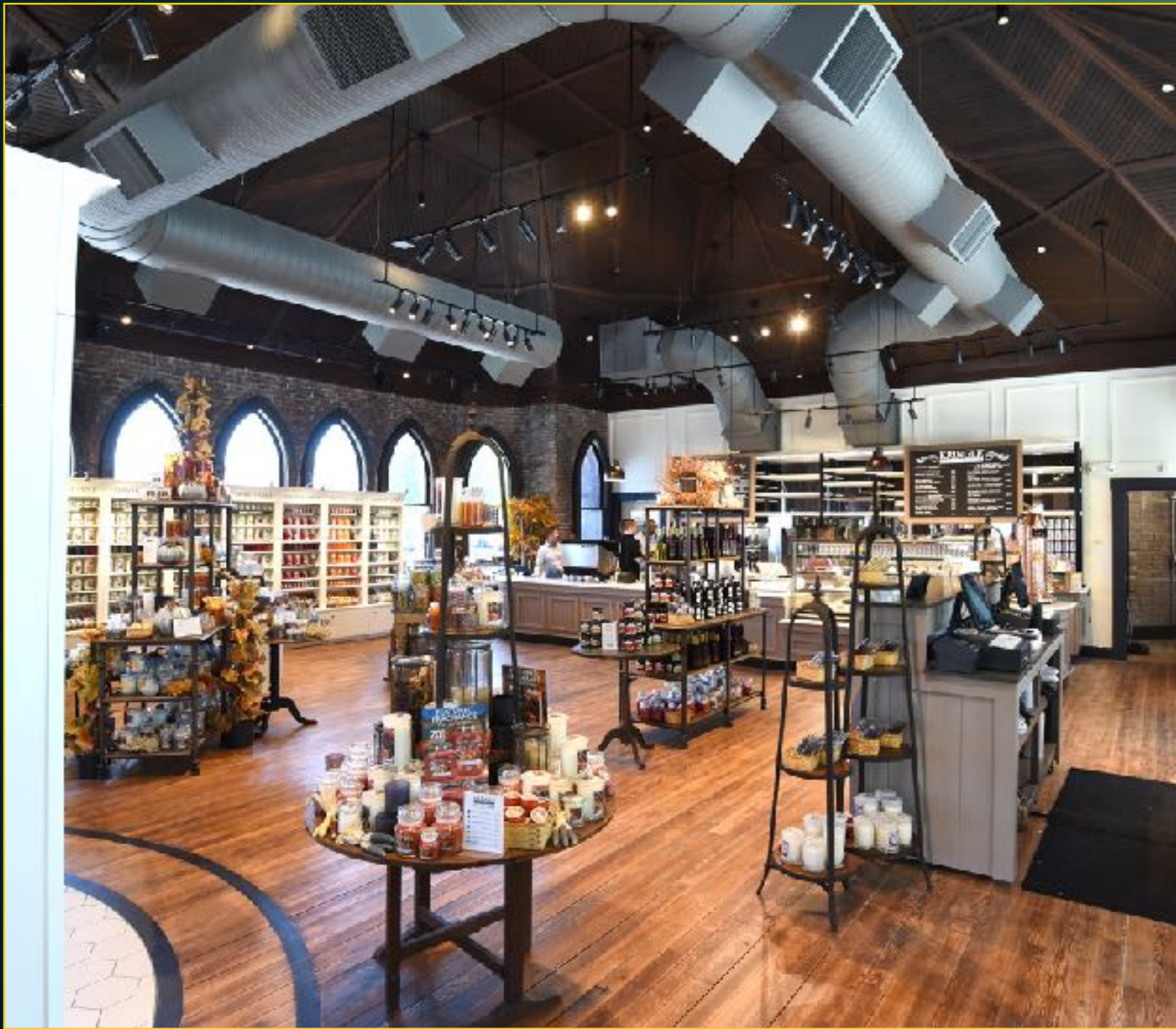


# ARMORY





# CHURCH





# PARKING GARAGE





# CHILD CARE





# LOBBY





# CASINO & VENUES



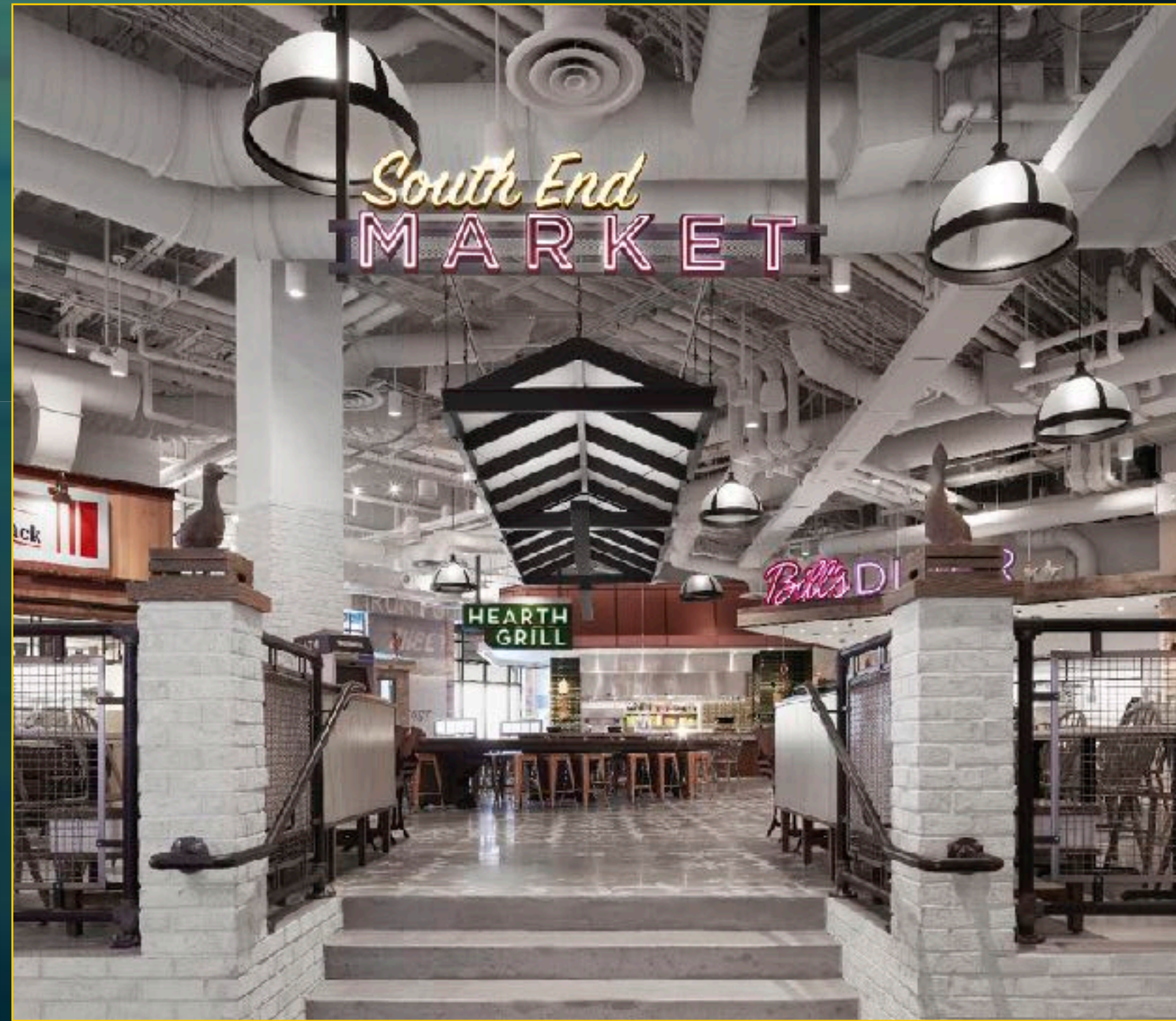


# CASINO & VENUES



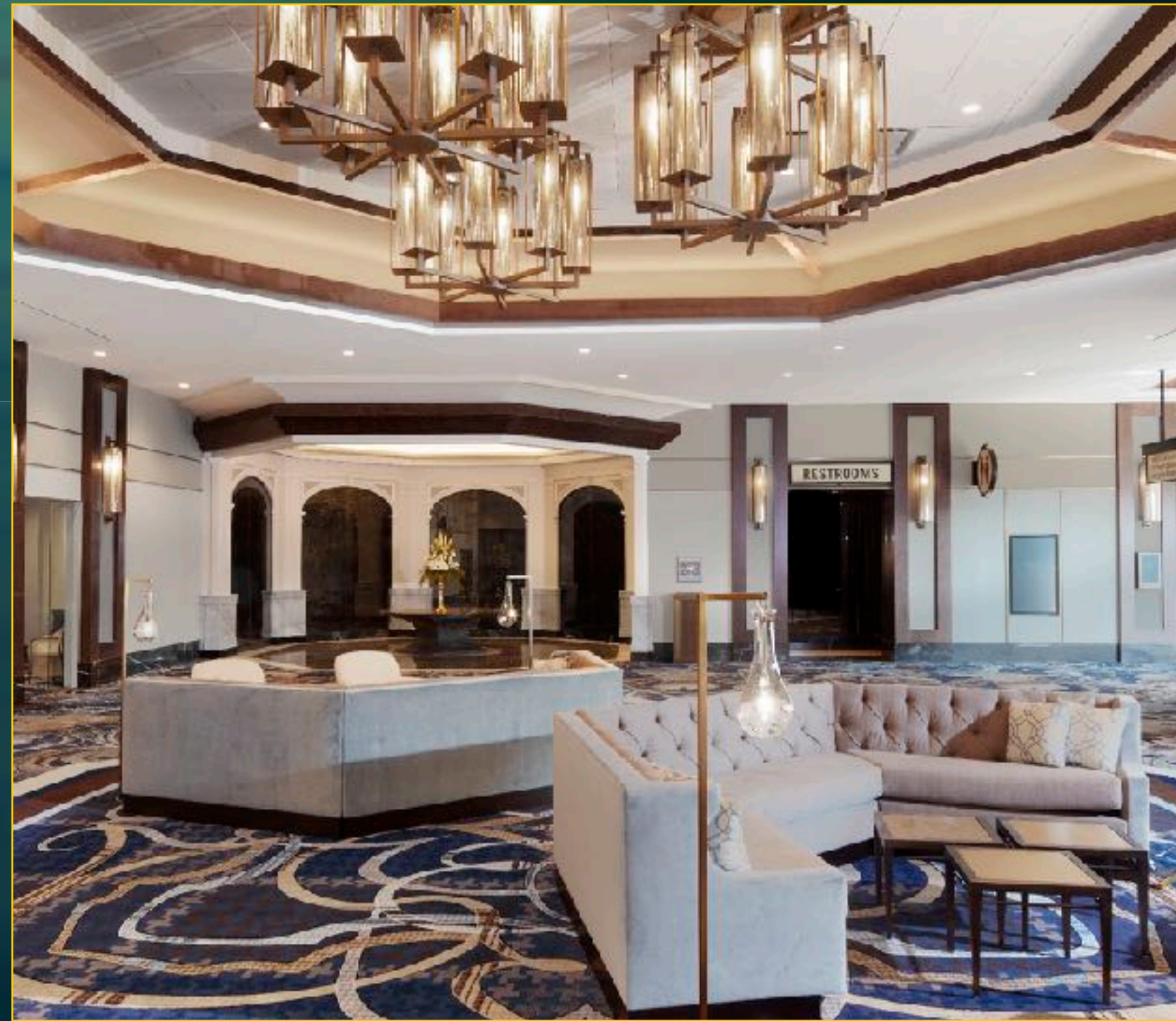


# CASINO & VENUES



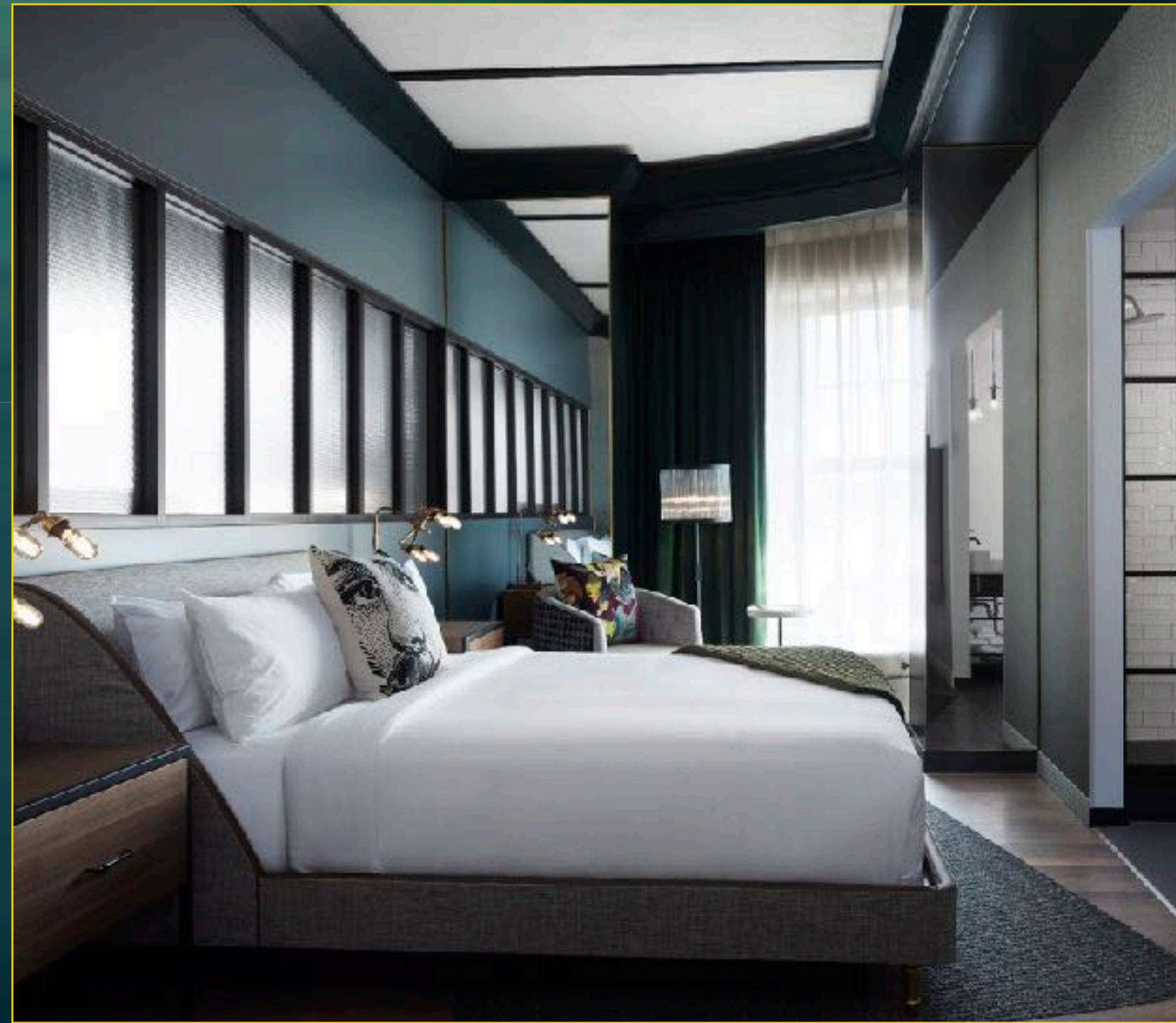


# BALLROOM / PRE-FUNCTION



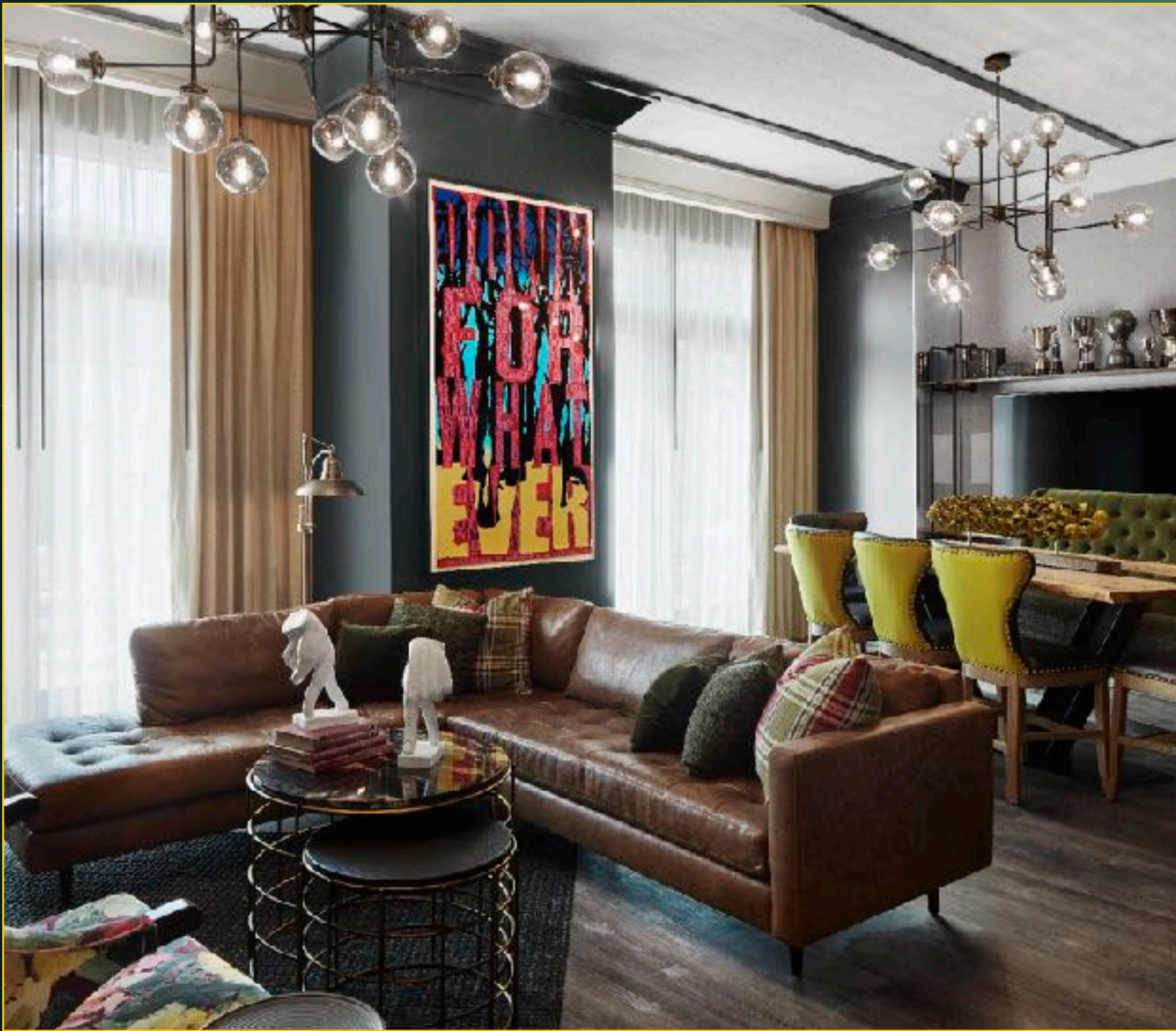


# GUESTROOMS





# GUESTROOMS





# GameSense MGM Year End Update

**GameSense is an innovative responsible gaming program designed to promote positive play and reduce gambling-related harm. To promote positive play, GameSense Advisors (GSAs) engage in conversations with players relative to their gambling behavior to increase informed player choice. To reduce gambling related harm, GSAs provide persons at risk and those with a gambling problem with information relevant to their specific needs such as self-assessment tools, voluntary self-exclusion and information on local treatment resources.**

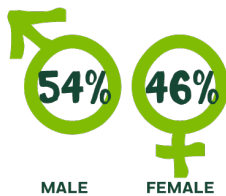
## Voluntary Self-Exclusion

Since the opening of MGM, there have been 82 Springfield-based enrollments into the VSE Program. 71 enrollments (87%) were completed by GSAs and 6 (7%) by MGC Gaming Agents.

## Interactions with Guests

As an evaluation mechanism, GSAs are asked to record their interactions with guests. They have logged a total of *48,863 interactions*, which include non-substantive “simple” guest communication as well as more substantive “intensive” interactions relating to responsible and/or problem gambling. The below figure provides a snapshot of intensive interactions metrics since the August opening.

**8,062 INTENSIVE INTERACTIONS**



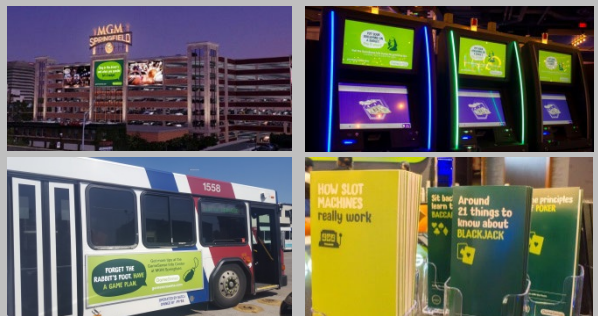
## GameSense Communications

MGC executed a comprehensive communications and marketing campaign to coincide with the opening of MGM Springfield.

Digital advertising incorporates behavioral targeting to reach persons believed to be at a greater risk of developing a gambling problem. 3.2M people have viewed digital GameSense messages since August, driving a sharp increase in visitors and engagement to a newly re-designed GameSenseMA.com.



MGC and MGM have partnered on environmental signage strategies to engage patrons inside and outside the casino, as well as on PVRTA buses servicing the casino.



Brochures have been a very successful aid in responsible gaming education. They are found within the GameSense Info Center and throughout the casino.



# NONDISCLOSURE AGREEMENT

## PURSUANT TO 205 CMR 139.02

This Nondisclosure Agreement (hereinafter, “agreement”) is dated as of ~~September 27~~ **December 20**, 2018, between the Massachusetts Gaming Commission (hereinafter, “Commission”), and Wynn MA, LLC, (hereinafter, “gaming licensee”).

### RECITALS

**WHEREAS**, all documents submitted by a gaming licensee to the Commission or obtained by the Commission in accordance with 205 CMR 139.00 have been deemed by the Commission to have been submitted pursuant to a gaming related investigation to ensure compliance with G.L. c. 23K and 205 CMR, adherence to the principles articulated in G.L. c.23K, §1, and/or to ensure the ongoing suitability of gaming licensees in Massachusetts; and

**WHEREAS**, pursuant to G.L. c.23K, §21(a)(7) any information or reports, or parts thereof, that are required to be filed or otherwise submitted to or obtained by the Commission, the IEB, or their respective agents, in accordance with 205 CMR 139.00 that contain material or information that the gaming licensee considers a trade secret or believes would be detrimental to the gaming licensee if it were made public may be identified as confidential by the gaming licensee; and

**WHEREAS**, pursuant to G.L. c.23K, §21(a)(7) , 205 CMR 103.08, and 205 CMR 139.02 the gaming licensee may request that the Commission enter into a written nondisclosure agreement under the terms of which the Commission agrees not to release the specified material or information publicly, in response to a request for public records or otherwise, and will assert the statutory exemption, G.L. c.4, §7(26)(a), and/or any other applicable exemptions, and withhold the applicable materials in response to any request for such record or information; and

**WHEREAS**, the agreement may provide for coverage for specific materials or information, or categories of materials or information, which will be, or are likely to be, submitted to or obtained by the commission on more than one occasion;

**NOW THEREFORE**, the Commission and the gaming licensee agree to the following:

1. **Subject Information and Materials.** This agreement shall apply to the following information and materials submitted to or obtained by the Commission from the gaming licensee:

#	INFORMATION/MATERIAL (including any limits on non-disclosure)	AUTHORITY (205 CMR, license condition, etc.)
1	Annual business plan	138.05(10)
2	<ul style="list-style-type: none"> <li>• Internal audit reports prepared by gaming licensee’s internal audit department or its independent accountant or auditor.</li> <li>• Information or materials contained in Commission audits conducted in accordance with 205 CMR 139.08 to the extent they relate to surveillance, security, internal control procedures, financial materials not otherwise publicly disclosed under federal law, and any other information or materials for which an NDA has been approved.</li> </ul>	140.05(3)(c)
3	Board of Director meeting minutes	139.05(12)
4	Capital expenditure plan (subject to the provision of adequate information to allow the Commission to publicly review the plan for approval).	139.09

5	Compliance and Audit Committee meeting minutes	138.04(2)(g) & (h) 139.05(12)
6	Progress plans, reports, and related documentation, including contracts, regarding compliance with construction commitments and environmental mitigation that contain interim assessments and/or opinions of the gaming licensee regarding compliance by the gaming licensee and/or status of the measure. This does not include information that is discussed publicly before the Commission. This provision shall sunset upon the issuance of the Operation Certificate by the Commission to the gaming licensee.	135.04
7	Non-construction related documents describing the gaming licensee's pre-opening strategy and plans and/or describing potential compliance issues regarding the project including any interim analysis, opinions, and assessments offered by the gaming licensee or their agents. This does not include information that is discussed publicly before the Commission. This provision shall sunset upon the issuance of the Operation Certificate by the Commission to the gaming licensee.	135.00
8	<u>Daily</u> revenue numbers	139.04(6) 140.03(2)
9	Daily surveillance log	141.05(6)
10	Data derived from gaming licensee's player card loyalty program (subject to paragraph 6 below)	139.05(6)
11	Federal and state tax returns	139.05(4)
12	Subject to proper identification by gaming licensee (see paragraph 3 below), financial statements and disclosures outside of what is publicly available via SEC filings (not including attested statement required in accordance with 205 CMR 139.06(2)).	139.06(1) 139.06(2) 139.07
13	Those parts of floor plans of Encore Boston Harbor depicting sensitive areas of the gaming establishment including the cage, count room, main bank, back of the house, and armored car areas.	205 CMR 151.02
14	Those parts of an incident report generated by the gaming licensee that implicate or incorporate surveillance, security, or internal control procedures in any way (redaction to be utilized in lieu of complete withholding, where possible).	139.04(7)
15	Information on salaries, wages, and bonuses to individuals or to specific job titles (not including salary ranges or benefits based on category of job).	139.04(1)
16	Reports on Macau operations that are required to be filed in any U.S. jurisdiction.	License condition Section 2, provision 31
17	Main bank closeout reports/variance reports	138.00
18	Marketing materials prior to their use in the public domain that the Commission may request to see in advance of their use in Massachusetts.	142.02
19	Quarterly report covering all complimentary services	139.05(7)
20	Daily figures contained in a tax compliance packet	140.00
21	Soft count variances	138.00
22	Statistics on drop, handle and win by individual game or specific categories of games	139.04(6)
23	All information on the <i>Slot Machine Master List</i> including actual or theoretical payback percentage by machine.	145.01
24	System of Internal controls and standard operating procedures.	138.02 139.04(14)
25	Name of an underage individual or an individual on the VSE list contained in an underage or voluntary self-exclusion compliance report, and to the extent surveillance, security, or internal control procedures are incorporated in such a compliance report in any way (redaction to be utilized in lieu of complete withholding, where possible). Additionally, the names on the gaming licensee's <i>do not market</i> list.	139.05(5)

26	Value of promotional credits offered or used	139.05(5) & (7)
27	Amount of disbursements to individual vendors (not the identity of the vendor)	138.06(2)
28	Those parts of a report of violations or suspected violations of G.L. c. 23K or 205 CMR submitted by the gaming licensee to the Commission that implicate or incorporate surveillance, security, or internal control procedures in any way (redaction to be utilized in lieu of complete withholding, where possible).	139.04(7)
29	W2-G/1042-S report	142.02
30	Video recordings, audio recordings, and photographs obtained from Encore Boston Harbor's surveillance system by any means.	205 CMR 141.02
31	Compliance Binder. Typically updated quarterly, the binder is prepared on a corporate-wide basis by Wynn Resorts, Ltd. for the corporate compliance committee members and other associated executives, and is comprised of documents containing assessments, summaries, and action items relative to potential and actual regulatory and legal issues. (Wynn MA, LLC shall remain responsible for ensuring all information required to be submitted in accordance with 205 CMR 115.01(4) and other applicable sources be submitted under separate cover as otherwise required.).	205 CMR 115.01(d) for certain parts.

2. **Approval of Designation.** The gaming licensee has declared by way of application that it considers the information and materials identified in paragraph 1 above to contain a trade secret and/or that it would be detrimental to the gaming licensee if those materials were made public. The Commission agrees that the information and materials constitute a trade secret and/or that it would be detrimental to the gaming licensee if that information and material were made public and are entitled to confidential treatment under 205 CMR 103.00 and 139.02 and agrees to enter into this agreement in an effort to protect the information and materials from public disclosure.
3. **Identification of Information and Materials.** The gaming licensee agrees to clearly mark all information and materials subject to this agreement that are submitted to the Commission with the letters "NDA-CONFIDENTIAL" and to include, where possible, a cover page with the submission indicating that the information and materials are subject to this agreement.
4. **Requests for Public Records.** The Commission agrees that it will not voluntarily publicly disclose any information or materials that are the subject of this agreement whether by way of a response to a request for public records or otherwise. In the event that the Commission receives a request for the disclosure of any such materials or information it will deny the request, withhold the materials, and assert the statutory exemption, G.L. c.4, §7(26)(a), and/or any other applicable exemptions to the public records law.
5. **Notification and Waiver.** The Commission will make reasonable efforts to notify the gaming licensee of any request for the public disclosure of any information or materials that are the subject of this agreement. Notwithstanding this agreement, the gaming licensee may, by written approval, agree to the public release of any such information or materials in response to a public records request or upon request by the Commission.
6. **Use by the Commission.** Nothing contained in this agreement shall be construed so as to prevent the Commission from making use of any information or material provided by the gaming licensee or otherwise as part of an investigation, disciplinary matter, or in any other manner deemed necessary by the Commission. For example, the Commission will make use of the gaming licensee's customer tracking data collected or generated by loyalty programs, player tracking software, player card systems, online gambling transactions or any other information system in the manner provided by St. 2011, c. 194, section 97.
7. **Liability.** The Commission will utilize best efforts and employ all reasonable measures to ensure that any information or materials that are the subject of this agreement are not publicly disclosed. In the event of a public release in violation of this agreement, however, the gaming licensee agrees to hold harmless the Commonwealth of Massachusetts, the Commission, its employees and agents, in either professional or personal capacities from liability and any claims for damages of any kind.



8. **Disclosures to Governmental Entities.** It shall not be a breach of this agreement for the Commission to provide information as directed by an order of any court or governmental agency of competent jurisdiction. If the Commission determines that it is legally obligated to disclose information or materials that are the subject of this agreement, the Commission shall not be under any obligation to notify the gaming licensee if in doing so, in its sole discretion, it determines that the integrity of a governmental investigation or other matter would be compromised. The Commission will disclose only such information as is legally required, and will notify the court or governmental agency of the existence of this agreement.
9. **Information Sharing with other Jurisdictions.** It shall not be a breach of this Agreement for the Commission to provide information regarding applicants or licensees to law enforcement entities or gaming authorities and other domestic, federal or foreign jurisdictions, including the Federal Bureau of Investigation in accordance with G.L. c.23K, §6(e) whether by way of Memorandum of Understanding or otherwise.
10. **Subpoenas.** In the event the Commission is served with a subpoena or other process from a person other than a governmental entity for any information or materials that are the subject of this agreement, the Commission shall promptly notify the gaming licensee in writing and forward a copy of the subpoena in order that the gaming licensee may initiate efforts to quash the subpoena or otherwise oppose production of such information or materials. However, while the Commission itself may elect to do so, it shall be under no obligation to file any motion to quash or otherwise oppose the request for production.
11. **Modification and Amendment.** This agreement may be amended or modified only with the mutual written consent of the parties. The Commission may revisit the Approval of Designation for any information or material included in accordance with paragraphs 1 & 2 of this agreement and 205 CMR 103.12 at its discretion. Further, the Commission may require, after review of submitted information and documentation or otherwise, the agreement be modified if it determines that specific information or materials submitted or to be submitted are not clearly addressed in paragraph 1 of this agreement.
12. **Cumulative Obligations.** This agreement is intended to supplement and clarify the Commission's obligations under the public records laws of the Commonwealth, G.L. c.66, §10. Nothing in this agreement shall be interpreted so as to supersede such obligations.
13. **Entire Agreement.** This agreement constitutes the entire agreement between the Commission and the gaming licensee relating to the matters discussed herein and supersedes all prior oral and written understandings with respect to the provision of such information or materials.
14. **Term and Termination.** This agreement shall remain in place until otherwise terminated.
15. **Non-waiver.** Any failure by either party to enforce the other party's strict performance of any provision of this agreement will not constitute a waiver of its right to subsequently enforce such provision or any other provision of this agreement.
16. **Governing Law; etc.** This agreement will be governed by the laws of the Commonwealth of Massachusetts. If a provision of this agreement is held invalid under any applicable law, such invalidity will not affect any other provision of this agreement that can be given effect without the invalid provision. Further, all terms and conditions of this agreement will be deemed enforceable to the fullest extent permissible under applicable law, and, when necessary, the court is requested to reform any and all terms or conditions to give them such effect.
17. **Dispute resolution.** The parties agree to engage in all reasonable efforts to resolve any disputes arising from this agreement by mutual agreement. In the event the parties are unable to resolve such a dispute, a neutral single arbitrator shall be engaged to resolve the matter.

The parties have executed this agreement on the date first written above.

<u>WYNN MA, LLC</u>	<u>MASSACHUSETTS GAMING COMMISSION</u>
By:  Print name:  Title:	By:  Print Name:  Title:

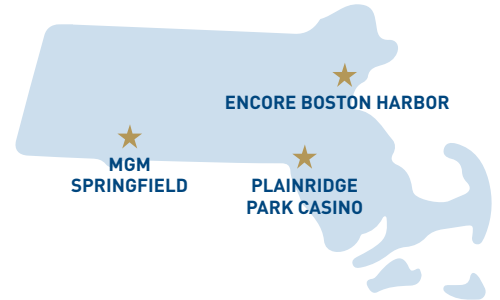


# CASINO INDUSTRY IMPACT REPORT 2017

WORKFORCE, BUSINESS, AND DIVERSITY IMPACTS

## OVERVIEW

In 2017, Plainridge Park Casino had been operating over a year, having opened June 2015. MGM Springfield and Encore Boston Harbor had both broken ground and were under construction. Both the operations and construction phases of the three casinos contributed significantly to the workforce opportunities and economic impacts for Massachusetts residents and business owners, as well as minority, veteran, and woman employees and business owners.



## INDUSTRY JOBS IMPACT

**JOB CREATION** The impact the casinos had on the workforce during 2017.



2017 Construction\*  
**6,329 JOBS**

+



2017 Operations\*  
**716 JOBS**

=

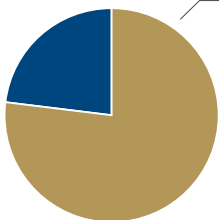
**OVER 7,000**

people found work within the industry

\* 2017 Construction: During 2017, both MGM Springfield and Encore Boston Harbor were under construction. \* 2017 Operations: Inclusive of all 3 licensees, although MGM and EBH had not yet opened.

## MA RESIDENT WAGES\*

**OVER \$18.7 MILLION**



That's over **77%** of the  
**\$24,380,083**  
total wages paid

## MA EMPLOYMENT

The total number of permanent employees (not including construction) who were living in MA upon hire.



**473**  
MA residents  
employed out of  
**716**  
Total jobs

\* MA Resident Wages reported for casino operations salaries/benefits only. Not inclusive of wages paid out to construction workforce.

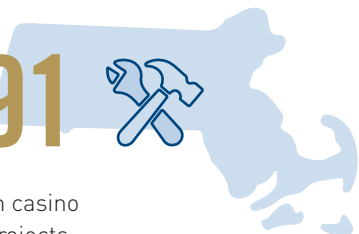
## INDUSTRY JOBS IMPACT CONT.

### CONSTRUCTION EMPLOYMENT

**4,891**



MA residents on casino construction projects



**OVER 2.6 MILLION**  
TOTAL PROJECT HOURS LOGGED IN 2017

That's over **51,000** hours per week!

**WORKFORCE DIVERSITY** With one casino operational and two under construction, 80% of permanent casino employees and 34% of the construction project workforce were composed of minorities, veterans and women.

#### Operations



**576**

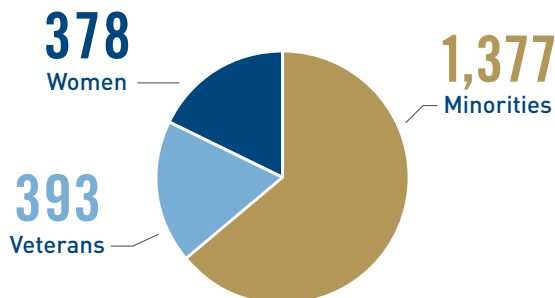
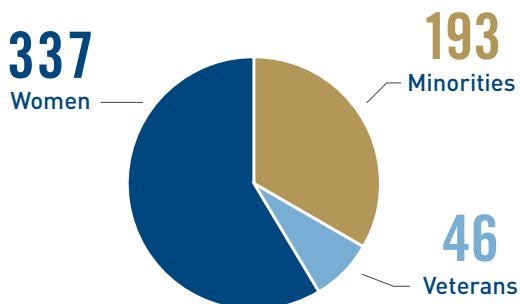
Minorities, Veterans and Women working in casinos

#### Construction



**2,148**

Minorities, Veterans and Women on construction projects



## INDUSTRY ECONOMIC IMPACT ON BUSINESS

**MA VENDOR/SUPPLIER SPEND** The impact on local businesses serving the casino industry.

**OVER \$617.7 MILLION**  
SPENT WITH MA BUSINESSES IN 2017





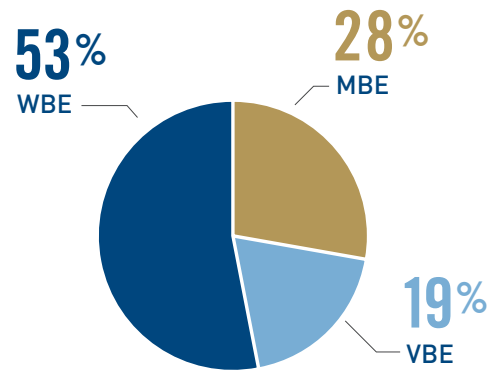
## INDUSTRY IMPACT ON DIVERSE-OWNED BUSINESS

**DIVERSE VENDOR SPEND** Casino spending with minority-owned (MBE), veteran-owned (VBE), and woman-owned (WBE) businesses.



# OVER \$174.8 MILLION SPENT WITH DIVERSE [MBE/VBE/WBE] VENDORS/SUPPLIERS IN 2017

Breakout of spend with  
**CERTIFIED DIVERSE  
BUSINESSES**



## PROGRAMMING IMPACTS

### SUPPORT FOR WORKFORCE AND DIVERSITY INITIATIVES

MGC provides grants, sponsorships and other funding to organizations in support of diversity and workforce development.



# \$347,109 TOTAL FUNDING BY MGC IN 2017

Organizations  
Supported

**12**

Grants

**\$207,000**

Campaign for  
Women in Construction

**\$125,000+**

Diversity Programs and  
Event Sponsorships

**\$14,000+**



TO: Acting Chairwoman Cameron, MGC Commissioners  
FROM: Jill Griffin, John Ziemba, Crystal Howard, Mary Thurlow  
CC: Ed Bedrosian, Catherine Blue  
DATE: December 17, 2018  
RE: Community Mitigation Fund  
Workforce Development Pilot Program Amendment Request

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**Request Summary:** Springfield Technical Community College (“STCC”) requests a budget amendment that it believes will provide the Hampden Prep program with the leverage to:

- increase enrollment numbers;
- provide a more active and consistent advising model for day and evening students;
- purposefully introduce students to career pathways; and
- engage students prior to, during and after completing the HP Program at STCC.

STCC indicates that approval of this amendment request would provide consistent advising of day and evening students and enhance service delivery to its participants. (See attached memo.)

**STCC’s Hampden Prep Program requests approval to:**

1. Open program enrollment to high level 2 students (in addition to level 3) in order to increase program participation. STCC representatives indicate that “in the Springfield area few students are testing into Level 3 on the Test of Adult Basic Education placement assessment. Access to enrolling Level 3 students has been problematic even with continuous outreach and recruitment efforts while Springfield Adult Learning Center has 73 Level 2 students on a waitlist.” Since this is a fundamental change in the original Commission approved grant we bring this back to the Commission for a vote.
2. Combine two part-time education and career advisor positions (day and evening) into one full-time advisor position to serve both the day and evening students.
3. Shift MGC grant fund to program budget lines to enhance services and assist in reducing barriers to best serve students of the Hampden Prep Program. These changes include:
  - Utilize MGC funds for students to participate in OSHA 10 certification training in December of 2018 as proposed in the original MGC application with the current



Massachusetts Gaming Commission

cohort of students and with past cohort participants. Students will receive an OSHA 10 certification upon completion of the training.

- Pay for the full HiSET exams for 30 students.
  - Provide six students with bus passes for eight months.
  - Pay for the cost of the National Career Ready Certification assessment for fifty students.
4. Send four Hampden Prep staff to the Massachusetts Coalition for Adult Education Conference in May 2019. This conference brings together over 500 teachers, advisors, community leaders, and program administrators for a day to learn about new adult basic education policies, discuss best practices and learn new skills to better serve students.
  5. Move funds into program efforts to recruit, train and provide engagement to its current cohort, those being students that have either completed or participated in previous cohorts since the launch of Hampden Prep at STCC.
  6. Fund the costs of monthly (day/evening) Information Sessions, including light refreshments beginning in November 2018.
  7. A Career Development Day: A day long leadership workshop featuring a panel of Springfield entrepreneurs designed to increase student exposure to soft skills, job readiness skills, career options, and to leaders in the world of employment
    - Sharing planning, failures, resiliency, culture and success
    - Job readiness, career pathways, networking and confidence coaching workshops

### **Grant History:**

At the June 26, 2017 MGC meeting the Commission voted to approve a Community Mitigation Fund Workforce Development Pilot of \$200,000 to Springfield Technical Community College to develop and implement an accelerated High School Equivalency (HSE) and workforce readiness program, Hampden Prep. The applicant stated, “Additional MGC funding will enable Hampden Prep to focus academic prep work on those Level 3 students who are nearly ready for the multitude of new and emerging jobs, but lack the HiSET credential to make them eligible for vocational training and minimum employment credentials.”

As noted in STCC’s application, “...upticks related to the MGM Casino, CRRC rail-car company and other manufacturing growth is promising, a great majority of Springfield’s residents cannot access jobs with these employers due to their lack of academic credentials and/or skills. As incumbent workers gravitate to these new, better paying jobs, there will be a deficit of capable workers to backfill those positions in the local economy.” It was additionally noted that “Similar need is also found in the region’s urban cores in Holyoke, Chicopee and Westfield.”

In its application STCC notes that “Springfield Technical Community College (STCC), in collaboration with Holyoke Community College (HCC) -- our partner in Training Workforce Options (TWO), proposes to develop and implement an innovative High School Equivalency (HSE) and workforce readiness program, Hampden Prep.” STCC’s 2017 outline of its Hampden Prep program’s regional approach (with specific goals for surrounding community residents) and outreach strategy described a partnership with MGM Springfield as well as their existing network of employment and training partners including: DESE-funded ABE programs, the two Career Centers of Hampden County, the Regional Employment Board (LWIB), and Holyoke Community College (HCC). The Career Centers in Springfield and Holyoke would host both information and recruitment sessions for Hampden Prep in addition to other information sessions at public housing units, house of corrections and throughout the community.

The 2017 Grant proposed serving 90 level 3 students (classes began 2/20/18) through providing “...local education (high school credential) and career readiness exploration and certificate...” In the November 8, 2018 MGC public meeting HCC provided an update regarding outcomes: the Hampden Prep program served 50 students: 49 completed and 7 achieved a high school equivalency. Six participants enrolled in college and 8 were placed in jobs.

The 2017 CMF review team was interested in Hampden Prep’s proposed strategy to maximize the number of program completers and positive program outcomes including completion of the 12 week program and HSE achievement in order to strongly meet the Guidelines’ proposed goals “... to improve the skills, knowledge, and credential attainment of ... residents interested in a casino career, focusing on increasing industry-recognized and academic credentials needed to work in the most in-demand occupations related to the expanded gaming industry or a focus on occupations that could be in high demand from the casino”.

At the June 7, 2018 MGC meeting the Commission approved a collaboration between Holyoke Community College, Springfield Technical Community College and Springfield Public Schools for Region B for \$300,000.00. This included \$82,693 for year two of the STCC / HCC Hampden Prep Program for local education (high school credentials), and career readiness exploration and certificate. In 2018 HCC/STCC proposed serving 60 level three students in year two of the Hampden Prep program.

**Staff Analysis:** MGC staff found most of the proposed changes support the general goals of the CMF Workforce Development Pilot Program to provide interested residents in gaming regions the ability to attain academic and occupational credentials needed to work in the most in-demand occupations related to the gaming industry. Additionally the CMF Workforce Development Pilot Program was established to assist the unemployed or underemployed to either get their GED or Adult Basic Education (“ABE”) which would position them to get future jobs in the casino industry or training in advance by the backfilling of jobs.



However, in the case of the newly proposed Career Development Day, although an interesting and laudable event, MGC staff thought the general purpose may be pushing the boundaries of the previously approved grant goals. No clear case had been made for the direct impact the event would have on Hampden Prep participants. Additional concerns were raised regarding the use of stipends to pay local entrepreneurs as conference speakers.

Generally the proposed amendment appears to be aligned with the grants previously approved by the Commission to support the Hampden Prep program's goal of moving unemployed or underemployed adults into high demand jobs and "to accelerate ABE, HiSET prep and developmental programs for Hampden County residents and to provide non-traditional students the supports needed to complete postsecondary credentials in areas recognized by employers in the Springfield labor market."

**Hampden Prep Program  
Springfield Technical Community College  
Budget Amendment Narrative**

**December 14, 2018**

Currently, in the Springfield area few students are testing into Level 3 on the Test of Adult Basic Education placement assessment. Access to enrolling Level 3 students has been problematic even with continuous outreach and recruitment efforts. Springfield Adult Learning Center has 73 Level 2 students on a waitlist. Hampden Prep (HP) requests allowing these students to be served in the program. HP will continue to prioritize enrolling the highest academic level student available for each session. HP staff will continue to actively recruit and provide outreach for potential students.

Hampden Prep Program is requesting permission to enhance services delivered to its students by moving existing funds to provide for the following needs:

- Consistency in advising day and evening students by moving to one full time advisor
- Funding to be used for HiSET fees and bus passes
- Increase the amount set aside for the National Career Readiness Certificate from \$45 to \$79 per student
- Increase training options based on student need (OSAH 10, ServeSafe, etc.)
- Monthly informational recruitment sessions
- A Career Development Day: A day long leadership workshop featuring a panel of Springfield entrepreneurs designed to increase student exposure to soft skills, job readiness skills, career options, and leaders in the world of employment
  - Sharing planning, failures, resiliency, culture and success
  - Job readiness, career pathways, networking and confidence coaching workshops

Approving this proposed budget amendment will provide HP the leverage to increase enrollment numbers, provide more active and consistent advising for day and evening students, decrease student financial barriers, increase student exposure to career pathways, and engage students prior to, during and after completing the HP Program at STCC.

**Hampden Prep**  
**Springfield Technical Community College**  
**PROPOSED BUDGET NARRATIVE**

**FT Advisor \$18,879.00 FY18**

**FT Advisor \$8,308.00 FY19**

Currently HP advising is being provided to students by two part time positions of which one of the positions was previously held by former Advisor, Iesha Ramos, who has been appointed as the Interim Hampden Prep Coordinator position until June 30, 2018. STCC Hampden Prep Program is proposing to combine the two part time positions and have one full time advisor position to serve day and evening students. Doing so will allow the advisor to work more closely with the Hampden Prep Coordinator to document, track and engage, facilitate career readiness sessions, one on one sessions with students and aid Hampden Prep Instructors to engage and advise students to start, complete and understand career options after successfully completing the program and passing High School Equivalency exam.

Due to the immediate need of this position, we are requesting permission to place a current part time STCC Advisor in the Springfield Adult Learning Center Program as an interim Advisor lasting until June 30, 2018. After reviewing the budget, this grant will be able to sustain this proposed position until the end of the grant. If this request is approved, the plan is to post the full time Hampden Prep Advisor position in April of 2019. The proposed job posting will specify that the position will end at the end of this contract.

The FT Advisor is projected to begin in December 2018. The advisor will be paid an hourly rate of \$25.00 and work 37.5 hours. 37.5 hours a week The FT Advisor will work from December 2018-June 2019 for a total cost of \$18,879 for FY 18 and \$8,308 for FY 19.

**HiSET exams \$3,000.00 FY19**

The full battery cost for the HiSET is \$100.00. The total cost for 30 students is \$3,000.00

**STUDENT BUS PASSES \$2,160.00 FY19**

Student bus passes cost \$45 per month per student. The cost for 6 students is \$270.00 a month. Total cost for 6 student bus passes for 8 months is \$2,160.00.

**NCRC \$3,950.00 FY19**

The full battery for the National Career Ready Certification is \$79.00. For 50 students the total cost will be \$3,950.

**Monthly Information Sessions with Refreshments \$920.00 FY19**

HP Monthly information sessions will begin in November 2018. The cost for the snacks is \$57.50 for the day information sessions and \$57.50 for evening. The cost for the month is \$115.00. The total cost of monthly information sessions' light refreshments for 8 months will be \$920.00

**CAREER DEVELOPMENT DAY SPRING 2018 \$1,800.00 (TOTAL COST)**

- **Meals \$600.00**
  - Meals for 40 people will be provided during career development day at \$15 per person for a total cost of \$600.00.
- **Speakers \$1200**
  - Career Development Day speakers will be paid a stipend of \$150.00. There will be 8 speakers for a total cost of \$1200.

**Learning coach (peer advisors) \$5,760.00 FY19**

The learning coach will be paid a stipend for \$20 an hour. The learning coach will provide peer support for a minimum of 2 hours and a max of 6 hours a week. The learning coach will work 3 weeks a month for a total of 18 hours a month and \$360.00 a month. 2 learning coaches will be hired, one for the day and one for the evening for eight months for a total cost of \$5,760.00.

**MCAE Network Conference \$660.00 FY19**

The Massachusetts Coalition for Adult Education MCAE Network Conference brings together over 500 teachers, advisors, and community leaders, program administrators for a day to learn about new adult basic education policies, discuss best practices and learn new skill to better serve students. The conference takes place May 2019. The conference registration fee is \$165 per person. The total cost for 4 people is \$660.00.





TO: Chairwoman Cameron, Commissioners  
FROM: Jill Griffin, Crystal Howard  
CC: Catherine Blue, Ed Bedrosian  
DATE: December 20, 2018  
RE: Hospitality Sector Pipeline Workforce Grant Program - Update

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**RFP Overview:** On October 25, 2018 the Commission released The Hospitality Sector Pipeline Workforce Grant Program RFP with individual grant awards of up to \$50,000 and a total of up to \$100,000 available. Proposals were due to the Commission on November 28, 2018. The Commission received 11 responses totaling \$419,212 requested. The proposals were required to include a partnership with a minimum of two businesses with operations in Massachusetts and that employ Massachusetts residents in the target occupations.

**About the Initiative:** The Massachusetts Gaming Commission's (MGC) Department of Workforce Supplier and Diversity Development released funds in support of the Leisure Hospitality and Tourism (LHT) industry, with a primary concern of support for increased training opportunities for jobs within the industry to target a direct challenge indicated in The Work of Leisure: Behind the Scenes of the Massachusetts Leisure, Hospitality and Tourism Industry report, University of Massachusetts Donahue Institute, that a remarkably high percentage of employers in the industry said that finding appropriately skilled workers for their available jobs was inherently difficult. The large number of entry-level jobs, combined with low barriers to entry and a tendency to promote existing and long-term employees to management-level positions, make the hospitality sector ideal for workforce development efforts. UMass Massachusetts Donahue Institute estimates that even without the casino business, the industry will generate 6,500 new jobs annually – more than 1 in 9 new jobs created in the state. Additionally, they estimate an additional 59,000 LHT jobs will open up annually as workers leave the industry and need to be replaced. Given the availability of jobs and upward mobility in some of the sector there is an opportunity to support increased training to prepare a pool of diverse, industry-ready, skilled candidates to step into jobs with career opportunities.

The release of funds was also an effort to build upon the Leisure, Hospitality and Tourism (LHT) industry's importance to the overall economy of the Commonwealth of Massachusetts, given the introduction of Expanded Gaming and the openings of Plainridge Park Casino, MGM Springfield and the projected June opening of a third casino in Everett, Massachusetts.

**Primary Objectives:** The program was designed to support and place un/underemployed Massachusetts residents into quality jobs in the hospitality sector, designed to establish career



Massachusetts Gaming Commission

ladders leading to living wages. By investing in the development of, or expansion on the quality of well-defined career pathways that match training, education and supportive services needs to youth/adult needs; establishing wrap-around supports that enable the individual to thrive as they pursue career advancement; and increasing the capacity of education and workforce development programs to better serve opportunities for youth.

### **Grant Awardees and Descriptions**

**Holyoke Community College:** Awarded \$45,000 to support Welcome Pioneer Valley (WPV,) a brand new non-credit foundations of hospitality and hotel operations program at the HCC MGM Culinary Arts Institute. WPV will seek to train 60 job seekers or non/hospitality hotel workers, as well as 30 supervisors/managers from January through June 2019. The program is designed for anyone interested in starting or developing a career in the hotel industry including housekeepers, front desk personnel, valets, stewards, porters, environmental service workers and more. WPV will offer 60 hours of classroom instruction and hands on training; the duration of the program will be two weeks. There will be four cohorts of 15 individuals over the life of the grant. Training components will include: Fundamentals of Hotel Operation, Understanding Hospitality Operations and Business, Room Sanitation and Safety, Guest Service Pioneer Valley.

**Partners include:** D Hotel and Suites, MGM Springfield, Fairfield Inn and Suites (Marriott) and Greater Springfield Convention and Visitors Bureau.

**Jewish Vocational Services:** Awarded \$45,000 to train 28 individuals through two training cycles for employment in hotels and to educate 60 individuals through monthly workshops about careers in the Leisure, Hospitality and Gaming industry. JVS's training program includes a three week internship at a partner site. Following one week of classroom instruction at JVS in hospitality, guest service skills, hotel vocabulary and safety, each participant is matched with a three week job shadow opportunity in the area of room attendant, house person, maintenance, laundry or food service. The participant also returns to JVS once a week during the job shadow to work on resumes, interviewing skills and the job search process. The training includes information about career pathways, the best ways to communicate with their supervisors about their desire to move up. The target population for this program is un/underemployed adults who are non-native English speakers.

**Partners include:** Westin Boston Waterfront, Intercontinental Boston, and The Charles Hotel.



Massachusetts Gaming Commission





**2018**  
ANNUAL REPORT



## December 2018

### **Governor**

Charles D. Baker

### **Attorney General**

Maura Healey

### **Treasurer**

Deborah Goldberg

Chairs of the House and Senate  
Committees on Ways & Means

Chairs of the Joint Committee  
on Economic Development &  
Emerging Technologies

Clerks of the House and Senate

## **HONORABLE MADAMS AND MESSRS.**

We are pleased to deliver the seventh annual report of the Massachusetts Gaming Commission. This report covers the details of our operations as of the end of the Fiscal Year 2018 (June 30, 2018), and is submitted in accordance with section 70 of Chapter 23K.

During FY18 we continued to implement the operational readiness process in anticipation of the opening of MGM Springfield. This fiscal year we also increased funding for workforce development activities that leverage existing efforts at the State and local levels to help provide opportunities for employment.

The third full year of operations for Plainridge Park Casino concluded on June 30, 2018. The total gaming tax revenues collected for the fiscal year were \$170.0M with \$68.0M of that directed to Local Aid.

The opening of the downtown Springfield casino was August 24, 2018. Although our Investigations and Enforcement Bureau initiated an investigation on Wynn Resorts and the company's response to allegations of inappropriate conduct by its former chairman, construction at the Encore Boston Harbor continues in Everett.

We are always available to discuss with you at your convenience the efforts the Commission is making, the results it is achieving and any other aspect of our operations about which you would like additional information.

Sincerely,  
Massachusetts Gaming Commission



# MISSION

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**The mission of the Massachusetts Gaming Commission is to create and maintain a fair, transparent, and participatory process for implementing the expanded gaming law** passed by the Legislature and signed by the Governor in November 2011. The Commission strives to ensure that its decision-making and regulatory systems engender the confidence of the public and participants, and that they provide the greatest possible economic development benefits and revenues to the people of the Commonwealth, reduce to the maximum extent possible the potentially negative or unintended consequences of expanded gaming, and allow an appropriate return on investment for gaming providers that assures the operation of casino-resorts of the highest quality.

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# LETTER FROM THE CHAIR

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The Massachusetts Gaming Commission (MGC) has been in existence since March 21 of 2012, and this report entails the seventh fiscal year of operations in the process of implementing the expanded gaming legislation (**Chapter 194 of the Acts of 2011 — An Act Establishing Expanded Gaming in the Commonwealth**) enacted by the General Court and signed into law by the Governor November 2011.

The Commission made significant progress towards its mission during FY18. We continue to operate the regulatory framework to enable this Commission to oversee and regulate the gaming licenses that the Gaming Act allows.

## DURING FY18 THE COMMISSION:

1. Oversaw the third full year of operations of at Plainridge Park Casino (PPC). For FY18 (ending June 30, 2018) Gross Gaming Revenues totaled \$170.0M (an \$11.82M increase from the prior year) resulting in taxes of \$83.2M (\$68M to Local Aid and \$15.2M million to the Race Horse Development Fund)
2. Promulgated or amended thirty sets of regulations that govern many important aspects of gaming and racing operations including progressive games and equipment, gaming devices and electronic gaming equipment, licensing and registration of casino employees, surveillance, tax remittance and reporting, administrative closure of applications and complementary services and promotional gaming credits
3. Released important reports including the *Social and Economic Impacts of Expanded Gambling in Massachusetts: 2018* summarizing the impacts of expanded gaming to date. Other reports included the *Analysis of the Wave 2 of the Gambling Cohort Study (MAGIC)* as well as a second- year analysis of Lottery Revenue and Plainridge Park
4. Completed the evaluation of two major responsible gaming initiatives: (1) We staff and operate a GameSense Info Center at PPC, and (2) We deployed "PlayMyWay," a voluntary budgeting tool for slot players. These programs are first-of-their-kind in the United States
5. Continued to oversee and regulate the racing and simulcasting operations in the Commonwealth, including disbursements to purses and for the benefit of horsemen and breeders associations for a total of \$16.55M (\$9.5M disbursed to standardbred and \$7.0 million disbursed to thoroughbred)
6. Held 25 public meetings of the Commission, and an additional four public hearings. The Commission streams all its public meetings live via the MGC website and transcribes the meetings and hearings in full. Further, there were 27 additional open meetings (Access and Opportunity Committee, Public Health Trust Fund Executive Committee, Horse Racing Committee, etc.)
7. Authored a White Paper on Sports Betting in anticipation of the United States Supreme Court decision to strike down key elements of the law that prohibited most states from sanctioning and regulating sports betting (PASPA)

Finally, during FY18 the Legislature enacted and the Governor signed St. 2017 Chapter 100 §3 as part of broader CORI reform efforts. This provision gives MGC the discretion to exempt individuals in certain job categories from registration. This effectively reconciled important provisions in the Gaming Act that had resulted in an automatic disqualification from employment to people with a criminal offense in their records.

# MAJOR MILESTONES ANTICIPATED FOR FISCAL YEAR 19

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**The first 10 months of operations of the MGM Springfield casino will follow the August 24, 2018 opening.** Gaming revenue for the first partial third quarter (from opening through September 30, 2018) amounted to \$36.4M, which resulted in \$9.1M in gaming taxes. For FY19 the Commonwealth could expect to collect approximately \$59.9M for the first partial year of operations from this Category 1 license.

**The fourth full year of operations of Plainridge Park Casino will conclude on June 30, 2019.** Gaming revenue for the first quarter of FY19 was \$44.9M which resulted in \$22.0M in revenues to the Commonwealth. Given increased competition from MGM Springfield, PPC could see prior year revenues decrease.

**Regulatory, staffing and oversight of the Everett operation** will accelerate in anticipation of the projected opening of Encore Boston Harbor in June 2019. We do not anticipate significant revenue from this Category 1 licensee in FY19.

**We will continue to improve our responsible gaming efforts.** We have convened a group of Northeast regulators and operators in our efforts to implement a **Regional Voluntary Self-Exclusion Program**. This program would be the first effort of its kind in the nation.

**We will continue our research and program evaluation activities.** We have begun a strategic planning process for the research agenda to continue making our research and program evaluation activities as useful as possible for regulation, mitigation, and the informing of policymakers.

**Standardbred racing will continue at Plainridge Park Casino and is expected to include 108 days of live racing for the calendar year 2019. Thoroughbred racing will continue at Suffolk Downs and is expected to include at least 4 days of live racing for the calendar year 2019.**

We continue to evaluate the feasibility of thoroughbred racing given available monies for purses.

**We will continue to work to maximize the economic benefits from a casino.** We convene and connect licensees to the Commonwealth's workforce and small business resources. We provide grants to leverage and supplement state and local workforce development programs.

**We will continue our transition to regulatory aspects of the operations of casinos, including:**

- Furtherance of regulations that govern operations and functions at the gaming establishments
- Implementation of further rules and procedures to ensure the integrity of the game
- Compliance, monitoring and audit programs for the oversight of operations of licensees

**We monitor developments that affect the gaming industry to make policy recommendations.** Topics like the status of the Mashpee Wampanoag Tribe have significant implications for **Region C** (Southeastern Massachusetts). Other topics include online gaming, sports betting, illegal gambling and the status of the Wampanoag Tribe of Gay Head (Aquinnah) and their potential impact on the young gaming industry in Massachusetts.







# KEY PROVISIONS OF THE GAMING ACT

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**Chapter 194 of the Acts of 2011 (“The Gaming Act”)** includes significant features to ensure public confidence and a robust gaming industry that generates economic development while providing mitigation measures to protect potentially vulnerable groups.

## **A STRONG, INDEPENDENT REGULATORY FRAMEWORK**

- Five full-time commissioners appointed by the three constitutional officers
- Rigorous standards for suitability and licensure of companies, vendors and employees
- On-site presence of gaming agents, state police and responsible gaming agents (GameSense Advisors)
- Detailed regulations and strict oversight to ensure integrity of the operations and fairness of the games

## **A ROBUST AND FUNDED RESEARCH MANDATE**

The Gaming Act enshrines the role of research in enhancing responsible gaming and mitigating the negative consequences of expanded gaming in Massachusetts. To this end, the Secretary of Health and Human Services and the Commission established a Public Health Trust Fund Executive Committee to oversee and execute on this mandate. The act directs the parties to:

- Understand the social and economic effects of expanded gaming including conducting a baseline study and subsequent studies of all relevant critical, social and economic variables
- Obtain scientific information relative to the neuroscience, psychology, sociology, epidemiology and etiology of gambling
- Make annual, scientifically-based recommendations for policy to the Legislature

## **STRONG LOCAL CONTROL**

- Host communities vote on the host community agreement negotiated between the applicant and the local executive
- Surrounding communities have a process for addressing mitigation concerns (that must also be funded and addressed by the applicants)
- Reimbursement to communities for mitigation costs

## **POLICIES TO MAXIMIZE THE BENEFITS TO THE COMMONWEALTH**

- A competitive and transparent process for license solicitation, evaluation and award of up to three Category 1 licenses and one Category 2 license to maximize capital investment
- Clear directives and specific criteria to realize economic benefits to support local, small and diverse businesses, employ the unemployed and underemployed while protecting vulnerable groups and other Commonwealth assets including the Lottery and impacted live entertainment venues

# RECOMMENDATIONS FOR LEGISLATIVE ACTION

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In accordance with M.G.L. Chapter 30 §33 and Chapter 23K (the Gaming Act); **we submit recommendations for legislative action. The topics for consideration are:**

- 1. Consider addressing the expiring nature of the racing statutes in a permanent manner.** The current statutes that govern live racing and simulcasting in the Commonwealth (M.G.L. Chapters 128A and 128C) expire on July 31, 2018. As part of the Gaming Act (Chapter 194 of the Acts of 2011, §104), the Commission was tasked with providing findings and recommendations to the Legislature (given its then pending expiration of July 31, 2014). These recommendations were submitted in April 2013, in a report that included a draft proposed new M.G.L. Chapter 128D. While the Legislature did not enact the proposed Chapter 128D, different efforts to address this (in the House and Senate) resulted in four annual extensions of sections 128A and 128C (St. 2105 Chapter 10 §59, St. 2016 Chapter 176, St. 2017 Chapter 56 and St. 2018 Chapter 159). These extensions have allowed Suffolk Downs to continue simulcasting while requiring they conduct at least one day of live racing. However, in our opinion, the current short-term nature of the law creates uncertainty to the viability of live horse racing in the Commonwealth. Accordingly, the Commission favors an approach that includes a comprehensive statutory amendment that takes a more long-term view including allowing the Commission to set the minimum number of race days and use the Race Horse Development Fund to provide more assistance to the racing industry (both standardbred and thoroughbred).
- 2. Consider addressing the rapidly evolving nature of online gaming in a holistic way.** In 2016 the Legislature created a special commission that produced a report on July 31, 2017. In our opinion and as stated in the special commission's final report, the Commonwealth should provide a flexible, omnibus regulatory framework (and update outdated relevant statutes) as opposed to addressing the legality and regulation of each new game or online technology on a one-off basis, which may also include sports betting.
- 3. Consider exempting members of the Gaming Policy Advisory Committee, its subcommittees and local advisory committees from certain conflicts of interest and ethics restrictions.** M.G.L. Chapter 23K, §68 created a Gaming Policy Advisory Committee (GPAC) and subcommittees (specifically a Subcommittee on Community Mitigation) and Local Community Mitigation Advisory Committees (LCMACs) to provide advice to the commission on gaming policy and related mitigation matters. By statute, the LCMACs include appointees from the host and surrounding communities to the casinos. The people in the best position to provide informed input in many of these advisory roles are local officials, municipal and regional employees. However, it has been determined that municipal and regional employees may be in violation of the state's conflict of interest law (M.G.C. Chapter 268a) if they were to provide advice to the Commission while also performing their local duties which typically include gaming-related matters. MGC worked closely with the State Ethics Commission to craft language to allow those municipal and regional planning employees to provide the best advice to the Commission while also meeting their gaming-related local and regional duties.



FIELD 10:11

Don't Pass Bar

PASS LINE

CALL BETS

12



# AGENCY DIVISIONS

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## INVESTIGATIONS AND ENFORCEMENT BUREAU AND DIVISION OF LICENSING

The Investigations and Enforcement Bureau (IEB) is comprised of 1) the Investigations Division, which includes Massachusetts State Police (MSP) staff and a team of civilian financial investigators; 2) the Gaming Agents Division, comprised of civilian agents, which is charged with providing regulatory oversight and on-site monitoring of licensed gaming establishments; and 3) the Chief Enforcement Counsel whose duties include legal review of investigations and acting as the attorney for the IEB in licensing and enforcement actions by the bureau. The Director of the IEB also oversees the Division of Licensing, which administers the licensing and registration functions on behalf of the Commission for employees of, and vendors to, the gaming establishments.

The IEB conducts probity investigations to determine suitability for licensure and registration for all gaming establishment employees and vendors, per licensing regulations (205 CMR 134.00), which also define thresholds, standards and procedures for licensing and registration. On January 2018, the IEB initiated an investigation into the circumstances reported in the Wall Street Journal regarding inappropriate behavior by Wynn Resorts CEO Steve Wynn and the company's response. As of the writing of this report, the investigation continues.

There are three levels of employee licensure: Key Gaming Employee — Executive, Key Gaming Employee — Standard, and Gaming Employee. All three levels of licensure require a background check before employment may commence at a gaming establishment. Some employees not classified by regulation as either Key Gaming or Gaming Employees must register as a Gaming Service Employee, unless exempted from classification by the Commission. Background checks for those employees may commence after employment begins. The depth of background check is commensurate with the level of licensure/registration.

Pursuant to St. 2017 Chapter 110 §3, the Commission may, in its discretion, exempt certain service employees by job description from the registration requirement, which had previously acted as somewhat of a barrier for some seeking employment.

**In FY18, the IEB and the Division of Licensing received and processed 2,026 applications for individual licensure or registration and over 658 applications for business entity licensure or registration.** MGC also licensed an additional 14 casino qualifier individuals and 6 casino entity qualifiers.

At PPC, gaming agents perform a variety of tasks including slot machine moves and inspections, operational audits, compliance reports, patron complaints, machine jackpots over certain thresholds, and tips from the **Fair Deal** tip line.

As part of the Commission's mission to ensure the integrity of the games, MGC promulgated an important set of regulations regarding the rules for table games and gaming equipment. These rules are typically quite detailed, and their associated procedures are enforced and designed to minimize advantage play. During the coming year, we anticipate training additional staff. This also includes the additional preparation of table game monitoring and associated procedures.

During FY18, we successfully processed licensing applications via an upgraded version of a **Licensing Management System** (LMS). The system is a web-based digital tool to capture information from individuals to be licensed by MGC. The easy-to-use system allows for efficiencies in the licensing process. Users upload different documents as necessary and when available. The system provides for the documentation and preservation of all requirements of the licensing and investigatory processes.

The LMS has dramatically enhanced our Division of Licensing's ability to administer, track, document and communicate with licensees, and on-site staff on the status of the licenses and registrations. Also, the IEB utilizes the LMS to reflect actual workflows and track and record background investigations in our ongoing effort of building an entirely digital agency.

## OFFICE OF THE OMBUDSMAN

The Office of the Ombudsman is responsible for coordinating and communicating interactions among the Commission and many stakeholders: State agencies, applicants, licensees, host and surrounding Communities, and multiple other interested parties.

### COMMUNITY MITIGATION GRANTS

The Community Mitigation Fund receives monies from the licensing fees and the taxes on gross gaming revenues and is designed to address unanticipated adverse impacts that may result from the construction and operations of casinos. It may also be used for planning, either to determine how to achieve further benefits from a facility or to avoid or minimize any adverse impacts. When fully funded, the Community Mitigation Fund will have approximately \$20M annually for local mitigation projects.

The Office of the Ombudsman reviews requests for mitigation dollars and makes recommendations to the Commission on the disbursements from the Community Mitigation Fund. **To date, the Commission has allocated approximately \$12.3M in grants to host, surrounding and neighboring communities, governmental agencies and public safety organizations.** During FY18, the Community Mitigation grants were as follows:

- 1. One-Time Reserve Grants in the amount of \$100,000.** This grant reserved \$100,000 for the communities which were a host community, surrounding community, nearby or adjacent community. To date, a total of 28 communities associated with Region A (Eastern Massachusetts), Region B (Western Massachusetts) and the slots-parlor have been granted reserves for a total of \$2,800,000.
- 2. Specific Mitigation Grants.** These grants were developed to assist communities with an unanticipated or anticipated mitigation need specific to that Community. During FY18 these grants were as follows:
  - Hampden County District Attorney's Office: \$125,000**  
\$100,000 for an additional Assistant District Attorney to assist with potential increased caseloads that may result from the operation of the MGM Springfield facility, and \$25,000 to develop a tracking system for casino-related cases. The grant provides flexibility to pay for the portion of a victim witness advocate.

- Hampden County Sheriff's Department: \$765,000**  
Lease assistance for the Western Massachusetts Recovery and Wellness Center for 2018 and 2019. The Center needed to move from its prior location which was located within the current footprint of the MGM Springfield facility.
- Massachusetts State Police: \$1,814,544**  
Hiring, training, and compensation of Troopers for the expansion of the Gaming Enforcement Unit
- Springfield Police: \$160,498**  
Training and equipment for Recruit Officers to attend Police Training Academy, and additional personnel costs. Five Springfield Police Officers and one Lieutenant will be assigned to the MGM Springfield Gaming Enforcement Unit.

**3. Transportation Grants.** These grants were developed to assist communities in transportation and transportation-related impacts. The Commission continues to support regional approaches to mitigation needs and recognizes that some mitigation requires the commitment of more than one community. The 2018 Guidelines for the Community Mitigation Fund allowed multiple communities to submit a joint application.

- Attleboro: \$100,000**  
Traffic study of and improvements (e.g., signal coordination) to a study area that consists of Route 123 from its intersections at Route 1, northerly along Route 1 to the North Attleborough corporate line.
- Boston: \$200,000**  
Assistance with the design of the Sullivan Square / Rutherford Avenue Project.
- Chelsea: \$200,000**  
100% Design / Engineering of Beacham / Williams Street Corridor.
- Everett / Somerville: \$425,000**  
Design and permitting of station enhancements / a weather protected connecting structure (connector) for enhanced access to the Assembly Square MBTA Station. A completed connector would work in tandem with a proposed bicycle and pedestrian bridge to provide connections from the station to the Encore Boston Harbor facility, the City of Everett, and regional bicycle and pedestrian paths.

- **Medford: \$198,600**  
Survey, final design documents and complete permitting for the proposed South Medford Connector bicycle and pedestrian path, designed to provide enhance regional connections.
- **Revere / Saugus: \$275,000**  
Funding for preliminary traffic designs for elements within Phase 1 of the Route 1 Improvement Project in order to plan for potential Encore Boston Harbor traffic.
- **West Springfield: \$200,000**  
Professional engineering consultant to collect data, analyze and design improvements to portions of both Park Street (Route 20) and Park Avenue (Route 20) between the intersections of Elm Street (Route 20) and Union Street, easterly to the North End Bridge Rotary at Route 5 to mitigate transportation impacts associated with additional casino traffic.

**4. Workforce Development Pilot Program.** FY18 was the second year that MGC allocated funding for Workforce Development purposes as part of the Community Mitigation Fund. This program was conceived as a pilot program to help increase job readiness in both Regions A and B in anticipation of the casino openings. A total of \$900,000 for the Workforce Development Pilot Program was approved for this fiscal year funding round as follows:

- **Boston Private Industry Council: \$300,000**  
Funding for the Greater Boston Casino Pipe Line Initiative (GBCPI) including funding for English for Hospitality classes, "Community Supports" local outreach to job seekers, Best Pre-apprentice program funding and gaming school scholarships.
- **Holyoke Community Collegen: \$300,000**  
Work Ready collaboration between Holyoke Community College (HCC), Springfield Technical Community College (STCC) and Springfield Public Schools including \$70,000 for HCC gaming scholarships, \$57,306 for HCC / STCC line cook training; \$100,000 for year two of the SPS Ahead of the Game program for literacy and math skills GED / HiSET; and \$82,693 for year two of the STCC / HCC Hampden Prep Program for local education (high school credential) and career readiness exploration and certificate.

- **MetroNorth Regional Employment Board (MNREB): \$300,000**  
MetroNorth Casino Careers Consortium (MNCCC) including \$95,000 for the NECAT Everett Culinary Training Program, \$10,000 for the Career Casino Advisors program, \$60,000 for English for Employment, and \$50,000 for Job Readiness Training

## 5. Non-Transportation Planning

- **Malden: \$50,000**  
Planning to assist in the completion of a Broadway Corridor Framework Plan to study existing physical and economic conditions and project gaming facility related impacts on the Corridor. The effort will also provide recommendations relating to land use, economic development, and implementation.
- **Revere: \$50,000**  
\$42,000 to continue the services of an economic development consultant to address Encore Boston Harbor opportunities over an additional period of 6 months. The balance of the grant, \$8,000, would be used to undertake marketing and promotional efforts about these development opportunities and the potential linkage with the Encore Boston Harbor casino.
- **West Springfield: \$40,000**  
Funding for an architectural and engineering consultant to conduct a Police Facility Needs Assessment and Location Study. The Town of West Springfield will experience space constraints in its current facility resulting from the hiring of eight new officers to address potential MGM Springfield calls for service.

**6. Tribal Gaming Technical Assistance Reserve \$200,000**

- **Southeastern Regional Planning and Economic Development District (SRPEDD): \$200,000**

This reserve would provide funding to SRPEDD to assist in the determination of potential impacts that may be experienced by communities that are geographically proximate to the proposed facility. The Commission determined that this reserve should continue until there is a decision regarding the tribal facility.

**LICENSEE REPORTING AND CONSTRUCTION OVERSIGHT**

The Office of the Ombudsman also helps the Commission remain up to date on the activities of its licensees, including the progress of the construction of the Encore Boston Harbor and MGM Springfield facilities, and the status of all three current facilities in meeting the terms of their licenses. The Office of the Ombudsman coordinates reports due to the Commission from licensees as well as developments regarding their progress against a large number of license conditions. This office includes the role of a Construction Project Oversight Manager for the oversight of efforts from licensees and other design, permitting, and construction requirements.

The Ombudsman further coordinates and supports legislatively mandated Advisory Committees and sub-committees which support the Commission on the Community Mitigation Fund guidelines on an annual basis.

**INFORMATION TECHNOLOGY DIVISION**

The Information Technology Division (ITD) supports both internal and external business processes of MGC and provides infrastructure, connectivity, hardware, software, as well as data management and security for the integrity and efficiency of MGC's operations and its oversight of licensees.

The Gaming Technology Unit (GTU) is responsible for planning, organizing, managing, and implementing the regulations, policies, procedures, and testing needed to ensure the integrity of electronic gaming devices (EGDs) and associated software and equipment.

The GTU oversees the issuance of certifications and permits for the use of EGDs in Massachusetts. The Unit is also responsible for the evaluation, inspection, and investigation of electronic gaming devices and associated equipment, and the oversight of all EGD assets in the jurisdiction.

We have implemented a Central Monitoring System (CMS), for the oversight, reconciliation, inventory and control of all activity of the electronic gaming devices (slots) at the casinos. This system enables MGC to maintain a strict accounting and control of gaming revenues and corresponding taxes due to the Commonwealth in a highly efficient manner.



Gaming Agents



# RESEARCH & RESPONSIBLE GAMING

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The Office of Research and Responsible Gaming leads MGC's efforts to mitigate gambling-related harm through the development and implementation of casino-based responsible gaming programs. In addition, this office directs the implementation of a comprehensive gaming research program as mandated by Section 71 of Chapter 23K.

The Director of Research and Responsible Gaming serves as key liaison to the Public Health Trust Fund. The Gaming Act created this fund, and it is managed by an executive committee co-chaired by the Chair of the Commission and the Secretary of Health and Human Services or their designees. When fully funded, the Public Health Trust Fund will direct approximately \$15M annually to gaming research, responsible gaming and problem gambling prevention and treatment programs. MGC and the Executive Office of Health and Human Services set an annual budget for expenditures from the Public Health Trust Fund, which includes funding for the yearly gaming research program.

## **SOCIAL AND ECONOMIC IMPACTS OF GAMBLING IN MASSACHUSETTS**

The cornerstone research effort of the Commission is a comprehensive, multi-year study of the **Social and Economic Impacts of Gambling in Massachusetts** (SEIGMA). This study constitutes the most in-depth and comprehensive investigation of the impacts of introducing casino gambling ever undertaken. Led by the UMass Amherst School of Public Health and Health Sciences and supported by the UMass Donahue Institute, a multi-disciplinary research team collects, analyzes and reports each year the actual impacts, which in turn provide key information to policymakers.

This year, SEIGMA released a report summarizing the impacts of expanded gaming to-date.

## **SOCIAL AND ECONOMIC IMPACTS OF EXPANDED GAMBLING IN MASSACHUSETTS: 2018**

### **Social and Health Impacts**

As of mid-2018 (i.e., after the opening of Plainridge Park Casino and prior to the opening of MGM Springfield and Encore Boston Harbor), the evidence indicates the following:

- There has been no significant change in the prevalence of problem gambling or related indices (treatment seeking, bankruptcy, divorce/separation, suicides) at either a state level or in the PPC host and surrounding communities.
- There has been no significant change in the overall amount of crime at a state level or in the PPC host and surrounding communities.
- There has been no significant change in population health (health, happiness, stress, substance use, addictions) at either a statewide level or in the PPC host and surrounding communities that can be attributed to casino introduction.

### **Economic and Fiscal Impacts**

As of mid-2018 (i.e., after the opening of Plainridge Park Casino and prior to the opening of MGM Springfield and Encore Boston Harbor), the evidence indicates the following:

- The building of all three casinos has had significant direct economic benefits. All three casino companies have spent a considerable amount of money within the state building these facilities and employing a large local workforce in the construction. This amounted to \$150.2M for PPC, with nearly 87% of this being spent in the state and approximately 81% of the construction workforce being from Massachusetts.
- The operation of PPC is also creating significant economic benefits, as most of the \$176M-\$186M annual revenue appears to represent new money from 'recaptured' Massachusetts casino patrons

(i.e., Massachusetts residents who reported they would have gambled out-of-state if not for PPC) and out-of-state patrons. Furthermore, the large majority of this revenue stays in the state. Of the \$129.5M in operational expenses (taxes, wages, supplies) in PPC's first year of operation, 87% was spent within Massachusetts. Also, slightly more than 500 people have ongoing employment at the casino, with approximately 71% being in-state employees. A significant portion of these are 'new' jobs as people taking the positions were either unemployed or working part-time prior to beginning work at the casino.

- Government impacts from casino gambling have not been extensively analyzed. However, it is clear that some regulatory costs are incurred at a state level are offset by revenue from casino business taxes and licensing fees. At a regional level, there are some financial costs in the community hosting the casino due to strain on infrastructure and local government services as well as the fact that the local populace will disproportionately contribute to casino revenue. However, this is offset by revenue from Host and Surrounding Community agreements with the casino, casino property taxes, and Local Aid from the state government from taxes on casino gross gaming revenue.

### **MASSACHUSETTS GAMING IMPACT COHORT (MAGIC)**

Since 2015, the same research team that leads the SEIGMA study has been conducting a longitudinal cohort study of gambling and problem gambling in Massachusetts. The MAGIC study surveys the same individuals (a sample of 3,139 Massachusetts residents) over time in an effort to obtain information on how gambling and problem gambling develops, progresses, and remits. The survey also identifies demographic groups particularly at risk of experiencing gambling-related harm. This research also highlights risk and protective factors important in developing effective prevention, intervention, treatment, and recovery support services. The stability and movement in and out of different gambling behaviors is a key focus of the MAGIC study.

### **ANALYSIS OF MAGIC WAVE 2: INCIDENCE AND TRANSITIONS**

The second wave of MAGIC was conducted from March 2015 –September 2015 (an average of 16.5 months after Wave 1). Changes in gambling participation within the cohort were examined by comparing the self-reported past-year behaviors of the members of the cohort at Wave 1 and Wave 2. Results from this study suggest that the incidence of problem gambling may be relatively high, despite the fact that casinos are not yet operating in the Commonwealth. If true, it would indicate that additional prevention and treatment resources for the state are required. The results also suggest that remission from problem gambling is quite high. If true, then additional treatment resources may be especially beneficial in accelerating such transitions. Future analyses will focus on predictors of problem gambling onset and whether there are gender differences in these predictors as well as predictors of problem gambling remission and the extent to which accessing treatment is one of these factors.

#### **KEY FINDINGS:**

- Recreational Gamblers and Non-Gamblers display the most stable pattern of gambling behavior.
- 80% of Recreational Gamblers stayed Recreational Gamblers.
- 64% of Non-Gamblers remained Non-Gamblers. A sizable portion transitioned into the Recreational Gambling category.
- Only 49% of Problem or Pathological Gamblers stayed in this category.
- Sizable portions transitioned into At-Risk Gambling and Recreational Gambling categories.
- At-Risk Gamblers display the most unstable pattern of gambling behavior:
  - Only 37% remained in this category.
  - Most transitioned to Recreational Gambling.
  - A significant minority transitioned to Problem or Pathological Gambling.

## TRANSITIONS BETWEEN GAMBLING BEHAVIOR GROUPS FROM WAVE 1 TO WAVE 2

		WAVE 2									
		Non-Gambler		Recreational Gambler		At-Risk Gambler		Problem or Pathological Gambler		Shift	
GAMBLING STATUS		N	%	N	%	N	%	N	%	N	%
WAVE 1	Non-Gambler	298	64.4	158	34.1	7	1.5	0	0.0	16.5	35.6
	Recreational Gambler	177	8.3	1,723	80.3	223	10.4	22	1.0	422	19.7
	At-Risk Gambler	8	2.0	201	50.9	148	37.5	38	9.6	247	62.5
	Problem or Pathological Gambler	-	-	16	20.3	23	29.1	39	49.4	40	50.6
	<b>TOTAL</b>	<b>484</b>		<b>2,098</b>		<b>401</b>		<b>99</b>			

The full report can be found at <https://massgaming.com/wp-content/uploads/MAGIC-Wave-2-Report-1-10-18.pdf>

### RESPONSIBLE GAMING INITIATIVES

The ongoing Responsible Gaming programs currently deployed at PPC but expected to be implemented in both Category 1 casinos are:

#### THE VOLUNTARY SELF-EXCLUSION PROGRAM (VSE)

As required by statute, the Voluntary Self-Exclusion Program is available to assist patrons who recognize that they have experienced a loss of control over their gambling and wish to invoke external controls. Once on the list, persons are prohibited from entering the gaming floor, and if they do, gambling wins and losses are transferred to the MGC Gaming Revenue Fund. Enrollment terms are 6 months, 1 year, 3 years, or 5 years. The VSE contract covers all Massachusetts casino properties. The self-exclusion process utilizes an engaged approach, ensuring that the patron obtains the assistance needed, is responded to in a respectful, timely, and discreet manner, and feels supported.

- There are currently 329 participants in the VSE Program. To date, 56 participants have removed themselves from the list at the conclusion of their term.

MGC contracted with the Cambridge Health Alliance, Division on Addiction to provide an evaluation of the Voluntary Self-Exclusion Program. This initial report summarizes data collected from the program and its enrollees during its first twenty-nine months of operation in Massachusetts.

#### KEY FINDINGS INCLUDE:

- Overall, VSE enrollees were satisfied with the enrollment process and held positive impressions of it as well as the GameSense Advisors who facilitated enrollment; however, program satisfaction declined over time, possibly indicating a need for program-related maintenance activities.
- More than 40% of VSE enrollees who completed the follow-up interview indicated that enrollment influenced them to access additional help and resources.
- Enrollees who completed the follow-up interview indicated that the program was helpful to them because of the support it provided, as well as its role as a deterrent because of the risk of being caught.
- Enrollees who completed the follow-up interview reported statistically significant improvements in gambling problems, mental health, and relationship quality.
- Enrollees who completed the follow-up interview significantly reduced the frequency and amount they gambled. Though more than 70% continued to gamble, 80% reported that they were gambling less at follow-up than prior to enrollment.

The full report can be found at <https://massgaming.com/wp-content/uploads/VSEeval.pdf>

Also, we continue our efforts of convening a Regional Voluntary Self-Exclusion Program with neighboring states with casino gambling in New England (Connecticut, Rhode Island, Maine) and New York. We anticipate that during FY18, we will be well on our way to a multi-state compact that will be the first-in-the-nation.

#### **GAMESENSE**

GameSense is an innovative responsible gaming program adopted by the Massachusetts Gaming Commission as part of its mission to 1) promote positive play and 2) reduce gambling-related harm.



To encourage responsible gaming, GameSense works to support positive play for all players. Positive play is when a player holds attitudes and beliefs that minimize their risk for developing gambling problems. GameSense works to encourage positive play by increasing informed player choice. Informed player choice includes, but is not limited to, a deeper understanding about how gambling and individual games work, how much one is spending, and debunking common gambling myths. PlayMyWay is offered as a GameSense tool that allows players to set a budget and receive reminders of their budget so they can self-monitor their play activity.

To reduce gambling related harm, GameSense works to provide at-risk and problem gamblers with information relevant to their specific needs. This includes connecting players to self-assessment tools, providing information to help them recognize the signs of problem gambling and community-based resources if they wish to seek professional help. If a player feels that their gambling is beyond their control, they can also enroll in the Voluntary Self-Exclusion Program, which excludes them from participating in gambling activities.

To increase visibility and awareness of the program, GameSense Info Centers are located near high-traffic gambling areas of the casino. GameSense Advisors are on-site 16 hours per day, 7 days a week to educate and engage with casino patrons and staff.

MGC contracted with the Cambridge Health Alliance, Division on Addiction to provide an evaluation of the GameSense program. A compendium of four evaluations spanning more than two years summarizes data collected from the program.

#### **KEY FINDINGS INCLUDE:**

- Within one year of launch, 54% of patrons surveyed reported being aware of the GameSense program and the level of awareness increased (43% to 69%) between February 2016 and July 2016.
- Nearly three in five (59%) patrons surveyed reported learning something new about gambling from the GameSense Advisor. As a result of this interaction, 22% reported having changed how they gamble. One in three (33%) patrons who had an in-depth conversation with a GameSense Advisor said this conversation caused them to think about their own gambling.



- GameSense Advisors recorded 5,659 direct interactions with patrons between December 2015 to May 2016, and 7,878 direct interactions between August 2016 to February 2017.
- Nine out of ten believed GameSense could benefit anyone who gambles. Moreover, the overwhelming majority of patrons (98%) who spoke with a GameSense Advisor reported being satisfied with the information provided.
- One in three (32%) patrons who had an in-depth conversation with a GameSense Advisor sought them out to learn about or enroll in PlayMyWay, and 90% of enrollments in the voluntary self-exclusion program were completed by GameSense Advisors (314 out of 349 enrollments).

The full report can be found at <https://massgaming.com/wp-content/uploads/Comprehensive-Evaluation-of-the-Plainridge-Park-Casino-GameSense-Program-7-26-18.pdf>

#### PLAYMYWAY

This tool prompts rewards card holders to voluntarily choose a daily, weekly and/or monthly budget to track their spending while at PPC.



Enrolled participants receive automatic notifications after they reach 50% and 75% of the spend budget. Players will also receive a notification when they reach 100% of the budget, and if they continue to play, notifications will be received at 25% intervals. A player can choose to stop at any point or keep playing. There is no penalty or consequence for playing beyond the set budget as it is intended to help players make decisions and monitor their gambling in real time.

As of October 2018 over 20,000 PPC patrons have enrolled in PlayMyWay representing 7.5% of eligible players. Of the number of people who have enrolled, 2,900 (or 16%) have unenrolled.

MGC contracted with the Cambridge Health Alliance, Division on Addiction to provide an evaluation of PlayMyWay. A compendium of four evaluations spanning more than two years summarizes data collected from the program.

#### KEY FINDINGS INCLUDE:

- PlayMyWay users had significantly more cash activity than non-users on slot machines and electronic table games. For example, during the entire study period, PlayMyWay users inserted significantly more cash into slot machines than non-users but also withdrew more funds than non-users (lost less).
- PlayMyWay users tended to wager less money as well as lose less money per day compared to non-users. Over time, PlayMyWay users also exhibited slightly more variation in amount wagered than non-users.
- About half of enrollees never approached their self-determined budgets, and therefore never received any notifications. The observation of patterns of ongoing notification indicated that most people who received notifications from PlayMyWay did not stop gambling.
- The initial evaluation of PlayMyWay provides the first look into how real gamblers use and interact with PlayMyWay at Plainridge Park Casino. Data limitations prevented evaluators from assessing key differences in gambling behavior between PlayMyWay users and non-users, and among PlayMyWay users before, during, and/or after using PlayMyWay. These limitations also hampered a complete assessment of how budget notifications might relate to both gambling and cash activity. Additional evaluation is currently underway and expected to be complete within the next few months.

The full report can be found at <https://massgaming.com/wp-content/uploads/PlayMyWay-Preliminary-Evaluation-11-21-17.pdf>





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Contina Brooks  
Operating Engineer / Home Owner





# CASINO PROPERTY & PROJECT SUMMARIES

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## PLAINRIDGE PARK CASINO

PPC is the Category 2 licensee in Plainville, Massachusetts. The facility also hosts standardbred live racing and simulcasting operations.

<b>Conditional Award of the License</b>	February 2014
<b>Operations Certificate/Date Opened</b>	June 24, 2015
<b>Gaming Space</b>	43,800 square feet
<b>Capital Investment Amount</b>	\$250M
<b>Employees</b>	503 employees as follows: 35 Key Gaming Employees, 190 Gaming Employees and 278 Service Employees
<b>Tax on Gross Gaming Revenues</b>	49%
<b>Slots/Gaming Positions</b>	1,250 slots/1,414 Gaming Positions
<b>Table Games</b>	N/A
<b>Additional Amenities</b>	2 Full-Service Restaurants [“Flutie’s Sports Bar” and “Slack’s Oyster House & Grill”] 3 food court style eateries [“B-Good” “Dunkin’ Donuts” “Slice”] Live Entertainment [“Revolution Lounge”] Additional racing concessions/outlets



## ENCORE BOSTON HARBOR

Encore Boston Harbor is a Category 1 licensee for Region A in Everett, Massachusetts. The facility will sit on a previously contaminated site on the bank of the Mystic River at the site of the former Monsanto plant.

<b>Conditional Award of the License:</b>	September 2014
<b>Projected Opening Date</b>	June 2019
<b>Gaming Space</b>	190,461 square feet
<b>Total Investment Amount</b>	\$2.5 billion
<b>Total Employment</b>	4,000 permanent jobs (projected)
<b>Tax on Gross Gaming Revenues</b>	25%
<b>Slots</b>	2,574 Slot Machines
<b>Table Games</b>	141 gaming tables, 91 poker tables
<b>Additional Amenities</b>	5-star hotel (671 rooms), 56,602 sf retail space, 10 outlets of food and beverage, multipurpose venue, spa/gym, convention space, outdoor space, indoor garden, indoor pool





## MGM SPRINGFIELD

MGM Springfield is a Category 1 licensee for Region B in Springfield, Massachusetts. The facility is located on approximately 14 acres in downtown Springfield in the congregation of parcels bound by Main, State, Union and East Columbus Streets.

<b>Conditional Award of the License</b>	June 2014
<b>Opening Date</b>	August 24, 2018
<b>Gaming Space</b>	126,262 square feet
<b>Total Gross Area</b>	759,157 square feet
<b>Total Investment Amount</b>	\$960 million*
<b>Tax on Gross Gaming Revenues</b>	25%
<b>Parking</b>	3,375 covered on site
<b>Total Employment</b>	3,000 permanent jobs (projected)
<b>Slots</b>	3,000
<b>Table Games</b>	100
<b>Other Amenities</b>	4-star hotel (250 rooms), 8 outlets for food and beverage, 26,000 sf of retail space, bowling alley, cinema and 54 residential units

\*Does not include \$60.7M for land and \$75.5M for capitalized interest







# RACING OPERATIONS

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MGC is also responsible for the operational and fiscal oversight of the standardbred and thoroughbred racing operations and pari-mutuel facilities in the Commonwealth (under M.G.L. Chapters 128A and 128C).

FY18 marked the fourth year that the Race Horse Development Fund had monies available to supplement purses, and accordingly the Commission approved disbursements for the prescribed purposes.

## LIVE RACING AND SIMULCASTING AT LICENSED FACILITIES

### STANDARDBRED RACING

Calendar Year 2018 was the first year in which no race days were stipulated by statute (the Gaming Act stipulated an increase in race days for the first three years after award of a gaming license to a prior racing licensee). A racing meet of 110 days is being held at Plainridge Park Casino in Plainville. For the meet, the Division of Racing issued approximately 1,320 occupational licenses.

The highlight of the 2018 harness racing season was the Sire Stakes finals in October. Approximately \$800,000 was distributed as purses. The events included the exhibition of "Foiled Again", the standardbred that has won the most purse money in U.S. history.

For the upcoming Calendar Year 2019, the number of race days will be 108. MGC solicited public comments and conducted public hearings to obtain input from stakeholders (operators, horsemen, etc.) and approved the racing application as presented.

### THOROUGHBRED RACING

For the Calendar Year 2018, live thoroughbred racing was conducted at Suffolk Downs for a total of 8 days. For the meet, the Division of Racing issued approximately 1,200 occupational licenses. For the Calendar Year 2019, Suffolk Downs applied for 4 racing days, with the possibility of adding days. We anticipate that racing will not continue at Suffolk Downs after July 1, 2019.

### SIMULCASTING

Simulcasting is conducted year-round on seven licenses at the following facilities:

- Plainridge Park Casino
- Raynham Park
- Suffolk Downs, including Twin Spires, TVG, Xpressbets, Wonderland

For 2018, total pari-mutuel handle in the Commonwealth is expected to reach \$227M (approximately a 3.6% increase from the prior year).

During 2018, the Division of Racing continued efforts to enhance the safety and welfare of racing participants, as well as monitor and regulate the racing operations in the Commonwealth.

### KEY ACTIVITIES INCLUDED:

- Participation in the annual Association of Racing Commissioners International (ARCI) conference, and continuing education; the annual Organization of Racing Investigators conference and training; the Racing Officials accreditation program; and the Thoroughbred Racing Protective Bureau/ARCI Wagering Technology and Security Conference
- Cutting-edge updates to racing regulations
- Implementation of a new in-house financial reporting system



## DISBURSEMENTS OUT OF THE RACE HORSE DEVELOPMENT FUND

During FY18, the Commission made disbursements in accordance with Chapter 23K and the recommendations for the split (between standardbred and thoroughbred horsemen) of the statutory Horse Racing Committee. The distributions out of the Race Horse Development Fund were as follows:

ENTITY	AMOUNT	STATUTORY PURPOSE
HARNESS HORSEMEN'S ASSOCIATION	381,956	Health & Welfare of Harness Horsemen
MASSACHUSETTS THOROUGHBRED BREEDERS ASSN	956,697	Thoroughbred Breeders Program
NEW ENGLAND HBPA	229,352	Health & Welfare Thoroughbred Horsemen
PLAINVILLE GAMING AND REDEVELOPMENT LLC	7,639,118	Standardbred Live Racing Purses
STANDARDTBRED OWNERS OF MASSACHUSETTS	1,527,824	Standardbred Breeders Program
STERLING SUFFOLK	4,453,802	Thoroughbred Live Racing Purses
<b>Grand Total</b>	<b>\$15,188,749</b>	



Plainridge Park Casino Racing



# TAX COLLECTIONS & AGENCY FINANCES

MGC's Division of Administration and Finance (A&F), led by the Chief Financial and Accounting Officer, is responsible for the strict oversight of the revenues at gaming facilities and the collection of taxes due to the Commonwealth from those operations. The taxes and assessments on gross gaming revenues for Category 1 facilities is 25%. The taxes and assessments on gross gaming revenues at the Category 2 facility is 49%.

The Division is also in charge of completing all financial transactions and coordinating with other functional areas to complete all administrative functions. The Division is responsible for accounting, budgeting, payroll, HR, and classification and compensation functions within the MGC structure.

## GAMING REVENUES AND TAX COLLECTIONS

From July 1, 2017 through June 30, 2018, PPC reported \$170.0 million in gross gaming revenues which generated \$68M in tax dollars to Local Aid and \$15.3M in assessments to the racehorse development fund. Below is a chart by month. The same information can be found at [massgaming.com/revenue](http://massgaming.com/revenue)

## SLOT MACHINE REVENUE

MONTH	COIN IN	SLOT GGR	HOLD %	PAYOUT %	TOTAL IN COLLECTED STATE TAXES	TOTAL IN COLLECTED RACE HORSE ASSESSMENTS	TOTAL IN COLLECTED STATE TAXES AND RACE HORSE ASSESSMENTS
July 2017	\$ 194,625,671	\$ 15,442,096	7.93%	92.07%	\$ 6,176,838	\$ 1,389,789	\$ 7,566,627
August	\$ 84,302,185	\$ 14,220,614	7.72%	92.28%	\$ 5,688,246	\$ 1,279,855	\$ 6,968,101
September	\$ 181,888,412	\$ 14,895,275	8.19%	91.81%	\$ 5,958,110	\$ 1,340,575	\$ 7,298,685
October	\$ 175,514,522	\$ 13,562,865	7.73%	92.27%	\$ 5,425,146	\$ 1,220,658	\$ 6,645,804
November	\$ 168,442,924	\$ 12,900,720	7.66%	92.34%	\$ 5,160,288	\$ 1,161,065	\$ 6,321,353
December	\$ 166,215,233	\$ 12,722,209	7.65%	92.35%	\$ 5,088,884	\$ 1,144,999	\$ 6,233,883
January 2018	\$ 158,131,225	\$ 12,493,164	7.90%	92.10%	\$ 4,997,265	\$ 1,124,385	\$ 6,121,650
February	\$ 163,656,092	\$ 13,875,608	8.48%	91.52%	\$ 5,550,243	\$ 1,248,805	\$ 6,799,048
March	\$ 190,673,169	\$ 15,828,132	8.30%	91.70%	\$ 6,331,253	\$ 1,424,532	\$ 7,755,785
April	\$ 183,304,282	\$ 14,594,193	7.96%	92.04%	\$ 5,837,677	\$ 1,313,478	\$ 7,151,154
May	\$ 183,441,966	\$ 14,622,782	7.97%	92.03%	\$ 5,849,113	\$ 1,316,050	\$ 7,165,163
June	\$ 182,655,960	\$ 14,858,491	8.13%	91.87%	\$ 5,943,397	\$ 1,337,264	\$ 7,280,661
<b>Total</b>	<b>\$2,132,851,346</b>	<b>\$ 170,016,148</b>	<b>N/A</b>	<b>N/A</b>	<b>\$ 68,006,459</b>	<b>\$ 15,301,453</b>	<b>\$ 83,307,913</b>

For the first quarter of FY19 (July–September of 2018), PPC brought in \$44.8M in Gross Gaming Revenues for a total of \$21.9M in taxes and assessments due to the Commonwealth. It is possible that PPC could see revenues lower than the prior year, due to increased competition from MGM Springfield and the Tiverton Hotel and Casino in Tiverton, Rhode Island.

## AGENCY FY18 FINANCIAL RESULTS

MGC approved an initial FY18 budget of \$29.15M from the Gaming Control Fund. After three quarters of adjustments and increases for hiring related to the opening of MGM Springfield, MGC’s revised final budget was \$30.96M. To meet the projected spending, MGC required an assessment of \$24.52M to licensees.

The final expenditures for FY18 were \$29.59M and revenues (after balancing forward \$2.6 million of FY19 slot fees received in FY18) were \$30.54M. The result was a \$947K excess revenue in FY18 which was credited to licensees in FY19. Below is a summary of spending and revenue for the Gaming Control Fund.

## GAMING CONTROL FUND

CATEGORY	BUDGET PROJECTIONS		ACTUALS
	Initial Projection	Actuals To Date Total	
<b>Expenses</b>			
<b>MGC Regulatory Cost</b>			
AA REGULAR EMPLOYEE COMPENSATION	6,148,832		5,853,402
BB REGULAR EMPLOYEE RELATED EXPEN	78,400		67,614
CC SPECIAL EMPLOYEES	43,200		25,927
DD PENSION & INSURANCE RELATED EX	2,274,415		2,085,374
EE ADMINISTRATIVE EXPENSES	661,724		406,046
FF PROGRAM, FACILITY, OPERATIONAL SUPPLIES	-		1,680
GG ENERGY COSTS AND SPACE RENTAL	1,247,229		1,282,797
HH CONSULTANT SVCS (TO DEPTS)	1,382,756		1,950,893
JJ OPERATIONAL SERVICES	4,591,189		3,825,125
KK Equipment Purchase	78,444		20,868
LL EQUIPMENT LEASE-MAINTAIN/REPAIR	32,107		26,952
NN NON-MAJOR FACILITY MAINTENANCE REPAIR	1,500		1,363
PP STATE AID/POL SUB/OSD	114,244		144,263
TT PAYMENTS & REFUNDS POL ISA	50,000		-
UU IT Non-Payroll Expenses	3,776,877		3,772,467
<b>MGC Regulatory Cost Subtotal:</b>	<b>20,480,967</b>		<b>19,464,774</b>
<b>EE — Indirect Costs</b>	<b>1,648,870</b>		<b>1,579,832</b>
<b>Office of Attorney General</b>			
ISA to AGO	2,633,905		2,386,077
TT Reimbursement for AGO 0810-1204(up to 449,364	-		91,694
AGO State Police	1,068,417		915,149
<b>Office of Attorney General Subtotal:</b>	<b>3,702,322</b>		<b>3,392,921</b>

**GAMING CONTROL FUND CONT.**

CATEGORY	BUDGET PROJECTIONS	ACTUALS
Expenses	Initial Projection	Actuals To Date Total
<b>Research and Responsible Gaming/Public Health Trust Fund</b>		
AA REGULAR EMPLOYEE COMPENSATION	205,317	206,689
BB REGULAR EMPLOYEE RELATED EXPEN	6,000	5,433
CC SPECIAL EMPLOYEES	-	-
DD PENSION & INSURANCE RELATED EX	74,592	74,029
EE ADMINISTRATIVE EXPENSES	8,000	9,598
FF PROGRAM, FACILITY, OPERATIONAL SUPPLIES	500	34
HH CONSULTANT SVCS (TO DEPTS)	1,444,351	1,478,104
JJ OPERATIONAL SERVICES	-	11,266
MM PURCHASED CLIENT/PROGRAM SVCS	25,000	-
PP STATE AID/POL SUB/OSD	2,074,723	2,007,939
UU IT Non-Payroll Expenses	75,000	11,080
ISA to DPH	1,140,197	1,071,694
<b>Research and Responsible Gaming/Public Health Trust Fund Subtotal:</b>	<b>5,053,681</b>	<b>4,875,867</b>
<b>ISA to ABCC</b>	<b>75,000</b>	<b>281,331</b>
<b>Gaming Control Fund Total Costs</b>	<b>30,960,839</b>	<b>29,594,726</b>

CATEGORY	BUDGET PROJECTIONS	ACTUALS
Revenues	Initial Projection	Actuals To Date Total
Gaming Control Fund Beginning Balance 0500	879,066	879,066
Phase 1 Collections (restricted) 0500	121,806	142,966
Phase 1 Refunds 0500	-	-
Phase 2 Category 1 Collections (restricted) 0500	4,559	4,559
Region C Phase 1 Investigation Collections 0500	-	-
Region C Phase 2 Category 1 Collections 0500	-	-
Grant Collections (restricted) 0500	-	-
Region A slot Machine Fee 0500	1,945,200	1,945,200
Region B Slot Machine Fee 0500	1,800,000	1,800,000
Slots Parlor Slot Machine Fee 0500	750,000	750,000
Gaming Employee License Fees (GEL) 3000	30,000	98,140
Key Gaming Executive (GKE) 3000	35,000	8,700
Key Gaming Employee (GKS) 3000	20,000	26,225
Non-Gaming Vendor (NGV) 3000	30,000	42,100
Vendor Gaming Primary (VGP) 3000	135,000	209,986
Vendor Gaming Secondary (VGS) 3000	40,000	5,000
Gaming School License (GSB)	-	100
Gaming Service Employee License (SER) 3000	5,400	13,425
Subcontractor ID Initial License (SUB) 3000	-	-
Temporary License Initial License (TEM) 3000	-	-
Veterans Initial License (VET) 3000	-	-
Transfer of Licensing Fees to CMF 0500	-	-
Assessment 0500	24,518,396	24,518,396
Misc. 0500	52,982	98,223
FY19 Slot Assessment Collected in FY18	-	(2,695,200)
<b>Grand Total</b>	<b>30,367,409</b>	<b>30,542,087</b>
<b>Balance in Gaming Control Fund — Positive/(Negative)</b>	<b>-</b>	<b>947,361</b>







# WORKFORCE, SUPPLIER & DIVERSITY DEVELOPMENT

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During FY18 MGC worked with community groups and the Legislature to reconcile certain parts of the Gaming Act relative to automatic disqualification to people with criminal offenses in their records. This past year, the Legislature enacted and the Governor signed St. 2017 Chapter 100 §3 as part of broader CORI reform efforts. This provision gave MGC the discretion to exempt individuals in certain job categories from the registration requirement.

During the year, MGC reviewed the job requirements of certain positions (kitchen, restaurant, maintenance and some office staff) and exempted job classifications from registration, and thus those individuals are now subject only to the particular requirements of casino management. As a result, approximately 800 individuals at MGM Springfield were not required to be registered. We believe that this effort makes certain non-gaming related jobs are more accessible as opportunities for advancement.

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## DIVERSITY MONITORING AND COMPLIANCE

MGC established processes and systems to ensure the Gaming Act's goals for business and workforce development and diversity during construction and operations are realized. MGC's efforts and those of licensees include requirements to:

- Set diversity hiring goals and submit strategic plans for the inclusion of minorities, women and veterans in the workforce and during construction
- Regularly report progress towards diversity goals
- Support workforce development programs and develop affirmative action plans for the training and hiring of the underemployed and unemployed
- Coordinate with stakeholders and representatives from across the Commonwealth to strategize and support the hiring of Massachusetts residents and contracting with local diverse small businesses

We continue convening an [Access and Opportunity Committee \(AOC\)](#) as part of those efforts. The AOC brings together state officials and community leaders, diversity advocates and licensees — MGM Springfield and Encore Boston Harbor — to help ensure that diversity goals are achieved through open, inclusive dialogue. During this fiscal year, MGC convened 10 monthly Access and Opportunity Meetings. MGM Springfield and Encore Boston Harbor provided detailed diversity reports on the

percentage of minorities, women and veterans working on the construction of the resort-casinos and the dollar amount contracted with minority-, woman-, and veteran-business enterprises compared to the initial goals set by each casino. Specific items addressed at the AOC include:

- Detailed report on hours by trade and subcontractor participation for each project
- Discussion of recommended actions to increase the numbers and participation
- Discussion of timeline and upcoming contracting and hiring opportunities

In addition, we partnered a Vendor Advisory Team with MGM Springfield via monthly meetings and phone calls to review bid opportunities and assist in identifying potential Massachusetts vendors for MGM. Participants included the Hispanic-American Institute, MA Office of Business Development, Springfield Regional Chamber, MA Supplier Diversify Office, SBANE, MA Small Business Development Center, MA Department of Agricultural Resources, MA Department of Fish and Game, Veterans Business Outreach Center of New England, Center for Women and Enterprise, Small Business Administration, Latino Chamber of Commerce, MA Department of Veterans Services and the Executive Office of Housing and Economic Development.

Diversity Audit: On July 2018, MGC staff conducted a comprehensive review of MGM Springfield’s construction diversity reporting. This review included an evaluation of the methods by which diversity data is collected, disseminated and reported to MGC by the licensees, as well as verification of the accuracy of the data. The review also included an assessment of the controls in place and testing of the supporting documentation at the subcontractor level. The review team was satisfied that the diversity numbers reported to MGC for the construction period fairly represent the actual numbers contracted and there is enough documentation at the licensee to support those figures.

**WORKFORCE DEVELOPMENT EFFORTS – WESTERN MASSACHUSETTS**

FY18 was a busy year for Western Massachusetts and MGC staff in preparation of the opening of MGM Springfield. MGC co-convened with the Hampden County Regional Employment Board monthly meetings of the MGC/MGM Workforce Opportunity Team to identify and respond to project challenges, keep area workforce stakeholders informed about recruiting timelines and assist MGM Springfield in identifying and marketing employment opportunities to underemployed and unemployed residents of the Commonwealth.

The group included representatives from the Governor’s Workforce Skills Cabinet, City of Springfield, EOLWFD-Division of Career Services, Massachusetts Casino Careers Training Institute/Holyoke Community College, Springfield Technical Community College, Springfield Works Career Center, FutureWorks One Stop Career Center, CareerPoint One Stop Career Center, Partners for Community and Affiliates, Springfield Partners for Community Action, Franklin Hampshire Regional Employment Board and Springfield Public Schools.

**DIVERSITY AND TECHNICAL ASSISTANCE GRANT PROGRAM**

This year the Commission continued its award of grants to enhance supplier diversity. The focus of this program is to help diverse firms succeed in the casino industry’s markets for goods and services as well as during the construction phase. This fiscal year the grantees included:

- **The Hispanic American Institute, Chelsea Chamber of Commerce and North Shore Latino Business Association: \$12,000 Awarded**  
For bilingual outreach and technical assistance including one-on-one counseling to businesses regarding opportunities with Encore Boston Harbor. Efforts included networking events and seminars which resulted in engaging 70+ business owners (51 were WBEs, 56 were MBEs, 32 were minority women, 62 business owners were immigrants/ non-native English speakers)
- **Build A Life That Works Campaign/Northeast Center for Tradeswomen’s Equity: \$50,000 Awarded**  
Now in its second year, the “Build A Life That Works” recruitment initiative seeks to inspire women to pursue a career in the union building trades as a viable path to equal pay for equal work, benefits and a better future. This first-of-its-kind, statewide effort aims to increase tradeswomen in the building trades to 20% by 2020.



Build A Life That Works Campaign

- Hampden County Sheriff’s Department: \$12,716 Awarded**

This funding was utilized to train 60 current custodial inmates and a recently released population for certification in the Customer Service Gold program from the American Hotel and Lodging. It also provided trainees with information about CORI employment laws and available casino opportunities. This program had a 96% graduation rate.
- Quaboag Valley Community Development Corporation (QVDCD): \$7,722 Awarded**

This grant promoted awareness of vendor opportunities and job openings through direct network outreach and advertising. It funded free culinary ServSafe courses and Job Readiness Skills courses for underemployed and unemployed job seekers, as well as an informational session for potential vendors.
- Asian American Civic Association (AACA): \$15,000 Awarded**

This grant made available program enhancements to increase minority access and job opportunities to the casino industry, including a job fair, and an informational session for 165 students enrolled in ESOL and job readiness training.
- BEST Hospitality Training (BEST): \$15,000 Awarded**

This hospitality training pipeline focused on casino careers. Efforts included a marketing strategy and informational sessions for 59 job seekers and work with community organizations to promote BEST’s English for Hospitality curriculum.
- Chelsea Collaborative and La Comunidad: \$12,260 Awarded**

This organization collaborated to support a workforce pipeline initiative to bridge the unemployment and income gap for Chelsea and Everett-area residents by expanding adult education offerings through ESOL reaching 160 students (nine classes) computer courses, and SkillSmart Training. Over 150 individuals benefitted from individualized case management of which 87% identified as Latino and 20% were unemployed.

## ADDITIONAL EFFORTS — WORKFORCE DEVELOPMENT

The Commission anticipates that over 15,000 individuals will need to be considered for employment to fill the remaining 4,000 needed permanent positions. To effectively respond to this workforce challenge, MGC continues work with established partnerships. Other partnerships and local efforts include:

- **“Hampden Prep”** Springfield Technical Community College, in collaboration with Holyoke Community College (HCC) workforce readiness program
- **Massachusetts Casino Careers Training Institute**
- **HCC MGM Culinary Arts Institute** (opened 2018)
- **Lasell College and Encore Boston Harbor** collaboration designed to prepare students for careers in the hospitality industry



HCC MGM Culinary Arts Institute

**RESULTS ON DIVERSITY HIRING & CONTRACTING**

**MGM SPRINGFIELD SUPPLIER DIVERSITY/WORKFORCE**

AS OF AUGUST 31, 2018

SUPPLIER DIVERSITY		DESIGN & CONSTRUCTION	
Demographic	Goal	Results	Value
MBE	5%	7.4% awarded	\$41M
WBE	10%	20.5% awarded	\$113.1M
VBE	2%	6.3% awarded	\$34.7M

As of August 31, 2018 MGM Springfield had awarded contracts totaling \$552.3M with **\$188.8M in qualified contracts to M/W/VBEs.**

WORKFORCE		CONSTRUCTION
Demographic	Goal	Results
Minorities	15.3%	21.78%
Women	6.9%	8.55%
Veterans	8%	8.71%

At the end of FY18, MGM Springfield had exceeded diversity goals in all Women, Minority and Veteran participation categories. Also, 71% of the total hours worked at the MGM Springfield facility were by Massachusetts residents.

**ENCORE BOSTON HARBOR SUPPLIER DIVERSITY/WORKFORCE**

AS OF JUNE 30, 2018

SUPPLIER DIVERSITY		DESIGN	CONSTRUCTION	
Demographic	Goal	Results	Goal	Results
MBE	7.9%	8.9% awarded	5%	6% awarded
WBE	10%	7.8% awarded	5.4%	10.8% awarded
VBE	1%	6.6% awarded	1%	2.6% awarded

As of June 30, 2018, Encore Boston Harbor had awarded contracts (design and construction) totaling \$1.32B with **\$233.1M in qualified contracts to M/W/VBEs.**

WORKFORCE		CONSTRUCTION
Demographic	Goal	Results
Minorities	15.3%	25%
Women	6.9%	6.8%
Veterans	3%	6.4%

As of the end of FY 18 over 3.1M work hours had been completed on the Encore Boston Harbor project by over 5178 individuals. 86.36% of total hours worked were by MA residents.



# PLAINRIDGE PARK CASINO SUPPLIER DIVERSITY/WORKFORCE

AS OF JUNE 30, 2018

SUPPLIER DIVERSITY		OPERATIONS
Demographic	Goal	Results
Minorities	6%	12%
Women	12%	25%
Veterans	3%	2%

WORKFORCE		OPERATIONS
Demographic	Goal	Results
Minorities	10%	25%
Women	Not Stated*	54%
Veterans	Not Stated*	5%

\*These figures (goals) were not stipulated as part of the PPC Operations Plan

## MGC SUPPLIER DIVERSITY EFFORTS

MGC works with a Vendor Advisory Group to connect diverse Massachusetts companies to business opportunities with casino licensees. Also, MGC is committed to ensuring that its internal supplier base is representative of the Commonwealth's diversity.

On May 2018, we were honored to receive the Quasi-Public Organization of the Year Award from the Supplier Diversity Office of the Operational Services Division (OSD). The award, signed by Governor Charlie Baker and Lieutenant Governor Karyn Polito recognized MGC for its "outstanding participation in the Commonwealth's Supplier Diversity Program."

The award recognizes MGC's efforts to fulfill the Expanded Gaming Act's mission to ensure that all Massachusetts residents and businesses benefit from new opportunities afforded by expanded gaming. This is the second consecutive year MGC has received this recognition.

<sup>1</sup>Racing numbers do not include seasonal employees



Access and Opportunity Committee

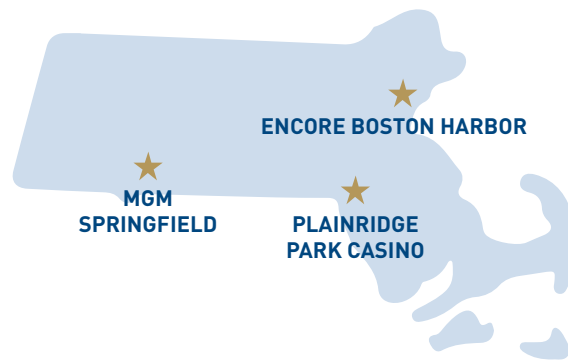


Gaming Agent Inspections

# CASINO INDUSTRY IMPACT REPORT 2017

## OVERVIEW

In 2017, Plainridge Park Casino had been operating over a year, having opened June 2015. MGM Springfield and Encore Boston Harbor had both broken ground and were under construction. Both the operations and construction phases of the three casinos contributed significantly to the workforce opportunities and economic impacts for Massachusetts residents and business owners, as well as minority, veteran, and woman employees and business owners.



## INDUSTRY JOBS IMPACT

**JOB CREATION** The impact the casinos had on the workforce during 2017.



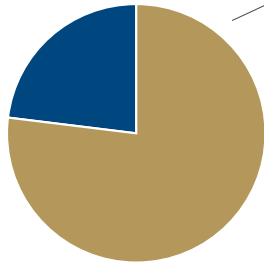
\* **2017 Construction:** During 2017, both MGM Springfield and Encore Boston Harbor were under construction.

\* **2017 Operations:** Inclusive of all 3 licensees, although MGM and EBH had not yet opened.

INDUSTRY JOBS IMPACT CONT.

MA RESIDENT WAGES\*

OVER \$18.7 MILLION



That's over 77% of the  
**\$24,380,083**  
total wages paid

MA EMPLOYMENT

The total number of permanent employees (not including construction) who were living in MA upon hire.



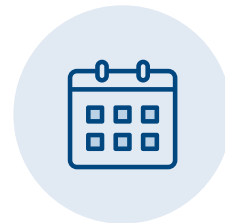
**473** out of **716**  
MA residents employed Total jobs

\* MA Resident Wages reported for casino operations salaries/benefits only. Not inclusive of wages paid out to construction workforce.

CONSTRUCTION EMPLOYMENT

**4,891**

MA residents on casino construction projects



OVER 2.6 MILLION  
TOTAL PROJECT HOURS LOGGED IN 2017

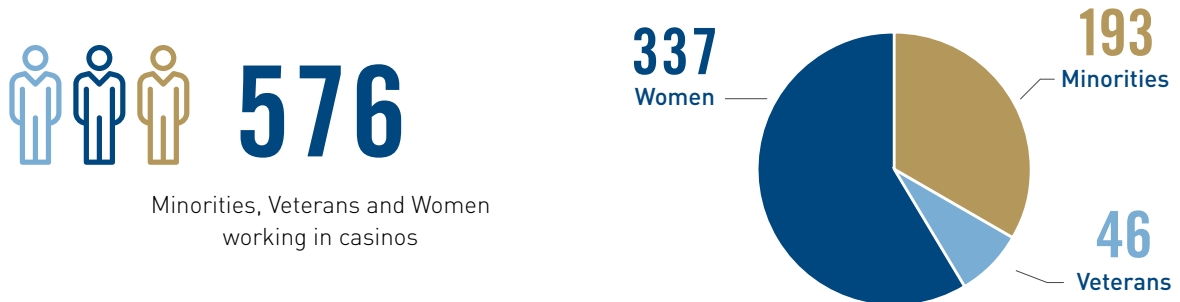
That's over **51,000** hours per week!



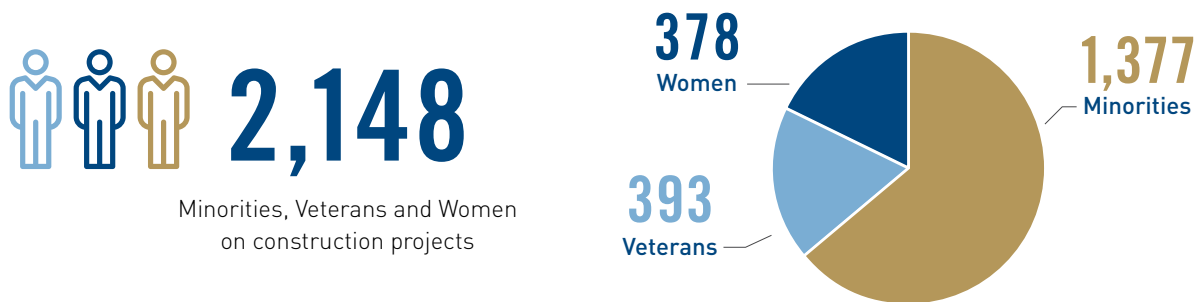
### WORKFORCE DIVERSITY

With one casino operational and two under construction, 80% of permanent casino employees and 34% of the construction project workforce were composed of minorities, veterans and women.

#### Operations



#### Construction



### INDUSTRY ECONOMIC IMPACT ON BUSINESS

#### MA VENDOR/SUPPLIER SPEND

The impact on local businesses serving the casino industry.

**OVER \$617.7 MILLION**  
**SPENT WITH MA BUSINESSES IN 2017**



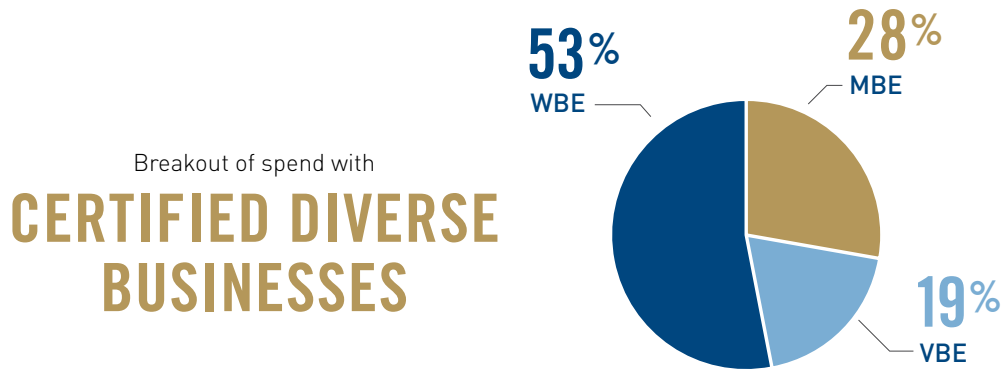
**INDUSTRY IMPACT ON DIVERSE-OWNED BUSINESS**

**DIVERSE VENDOR SPEND**

Casino spending with minority-owned (MBE), veteran-owned (VBE), and woman-owned (WBE) businesses.



**OVER \$174.8 MILLION**  
**SPENT WITH DIVERSE [MBE/VBE/WBE]**  
**VENDORS/SUPPLIERS IN 2017**



**PROGRAMMING IMPACTS**

**SUPPORT FOR WORKFORCE AND DIVERSITY INITIATIVES**

MGC provides grants, sponsorships and other funding to organizations in support of diversity and workforce development.



**\$347,109 TOTAL FUNDING**  
**BY MGC IN 2017**

Organizations Supported	Grants	Campaign for Women in Construction	Diversity Programs and Event Sponsorships
<b>12</b>	<b>\$207,000</b>	<b>\$125,000+</b>	<b>\$14,000+</b>

# LITIGATION MATTERS

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## **CITY OF BOSTON/REVERE/MOHEGAN SUN ET AL. V. MGC**

On September 22, 2015, Judge Sanders, in the Suffolk Superior Court- Business Litigation session, heard oral argument on MGC's motions to dismiss concerning the claims asserted by the City of Boston, City of Revere, Mohegan Sun, the International Brotherhood of Electrical Workers 103 ("IBEW") and the individual citizens. These claims (by the non-Boston entities) included allegations that the MGC failed to follow the Gaming Act, that the gaming act and certain of its regulations were unconstitutional and that MGC violated the Open Meeting Law.

On December 3, 2015, MGC's motion was granted, and all of Boston's claims were dismissed. On that same date, the Court dismissed all of the claims of the IBEW, Revere, Mohegan Sun and the individual citizen plaintiffs except for Mohegan's claim of a right to certiorari review. All of the parties except for Boston appealed to the single justice of the Appeals Court but were denied. MGC then appealed to the full Appeals Court and also sought direct appellate review by the Supreme Judicial Court. The other dismissed plaintiffs (aside from Boston) have appealed their respective dismissals to full Appeals Court.

The Supreme Judicial Court heard oral argument on December 5, 2016, and published a decision on March 10, 2017. In its decision, the Supreme Judicial Court affirmed the dismissal of Revere and the Union's claims against MGC while remanding the citizen claims of open meeting law violations and Mohegan Sun's certiorari claim back to the Superior Court. The administrative record in the certiorari claim has now been assembled; however, a briefing schedule has not yet been established pending the Investigation and Enforcement Bureau's report on their Wynn investigation.

The Open Meeting Law claims have been bifurcated from the certiorari claim and written discovery has been completed. Deposition discovery is complete; however, the plaintiffs have filed a motion to expand discovery. That motion will be heard in December 2018. The parties will file motions for summary judgment in late fall 2018, with a hearing in March 2019.

## **FBT V. MGC**

On November 14, 2016, the Commission was sued for tortious interference with respect to the plaintiff's agreement to sell property to the licensee for the Category 1 facility in Everett. The plaintiff is requesting damages as determined at trial. On April 7, 2017, the Commission filed a motion to dismiss the suit, which was granted by the court on June 7, 2017; however, the plaintiff filed an amended complaint while the court was in the process of issuing its decision. The court's decision stands, and the Commission has filed a motion to dismiss the claims in the amended complaint. The Commission's motion to dismiss was argued in October 2017. In his order on the motion, Judge Leibensperger raised questions concerning whether he had subject matter jurisdiction necessary to rule on the motion. The parties jointly had the matter reassigned to a judge in Middlesex County to remedy the jurisdictional questions, and the motion was argued again in front of Judge Kaplan. In May 2018, Judge Kaplan dismissed the FBT plaintiff's claims for a per se taking and impairment of contract rights but allowed their regulatory taking claims to survive. The Commission filed an Answer as to the surviving count on June 15, 2018, and on July 5, 2018, filed a Third Party Complaint adding Wynn MA, LLC as a defendant. Wynn MA, LLC has been served with the Third Party Complaint and is expected to file a response to that document by October 25, 2018. Discovery has now started, and the Commission is working on its responses to written discovery requests.

## OTHER MATTERS — THE LAND-IN-TRUST CHALLENGE TO THE TRIBE

### LITTLEFIELD ET AL. V. UNITED STATES DEPT. OF THE INTERIOR ET AL. (D. MASS. 2016)

MGC is not a party to this legal challenge, but as an interested observer and as directed by Statute, MGC will continue to monitor the developments and status of the Mashpee Wampanoag Tribe (“Mashpee” or “Tribe”) and their efforts to build a casino in Taunton.

In this matter, the plaintiffs and defendants filed cross-motions for summary judgment on the plaintiff’s first cause of action concerning the Tribe’s eligibility as beneficiaries under the Indian Reorganization Act (“IRA”) and the authority of the Secretary of the Interior to take land into trust for their benefit. In finding for the plaintiffs, Judge Young interpreted the definition of “Indian” set forth in section 479 of the IRA. The definition states:

The term “Indian” as used in this Act shall include [1] all persons of Indian descent who are members of any recognized Indian tribe now under Federal jurisdiction, and [2] all persons who are descendants of such members who were, on June 1, 1934, residing within the present boundaries of any Indian reservation, and shall further include [3] all other persons of one half or more Indian blood.

The Supreme Court decision in *Carcieri v. Salazar* previously held that the term “now under Federal jurisdiction” refers to those tribes that were under federal jurisdiction when the IRA was enacted in 1934. The Mashpee, in this case, were arguing that they qualified as Indian under the IRA under the second definition; however, such an argument necessarily turns on the interpretation of the term “such members.” The plaintiffs argued that the term “such members” referred to the preceding use of “members” and thus the descendant of a recognized Indian tribe could only qualify as Indian for land in trust purposes if that tribe was under federal jurisdiction in 1934. The Mashpee were not federally recognized until 2007. The government, in turn, argued that the term “such members” was ambiguous.

Judge Young reviewed the definition and use of the word “such” in several other cases ultimately concluding that the Secretary erred in finding that the Mashpee fell within the second definition of “Indian” in the IRA. He explained that the Mashpee were not a tribe under federal jurisdiction in 1934 (taking them out of the first definition) and that the term “such members” from the second definition referred back to the use of members

in the first definition. Given that recognition under the second definition requires descent from members of a tribe under Federal Jurisdiction in 1934 and the Mashpee were not recognized until nearly 70 years later, **Judge Young concluded that the Secretary lacked the authority to acquire land in trust for the Mashpee** and remanded the matter to the Secretary for further proceedings consistent with his opinion.

The Bureau of Indian Affairs filed a motion for reconsideration, which was denied by the District Court, and the Mashpee Wampanoag filed a motion to intervene, which was granted. In December 2016, the U.S. Department of the Interior and the Mashpee Wampanoag each filed a notice of appeal to the U.S. Court of Appeals for the First Circuit. On April 24, 2017, the Mashpee Wampanoag filed an assent to the motion to stay briefing pending the revised decision from the Department of the Interior. On May 8, 2017, the federal appellants in this matter moved to withdraw their appeal. The Department of the Interior has not issued a revised decision but instead has requested a further briefing from the parties. The Mashpee Wampanoag have asked the court to further stay the matter pending a decision from the Department of the Interior, and the court has agreed to the requested stay. The Commission will continue to monitor this matter.

Recently, on September 7, 2018, the Department of the Interior produced a revised decision in accordance with the request of the United States District Court for the District of Massachusetts. After evaluation of the voluminous materials submitted by the tribe, the Department concluded that the Tribe did not satisfy the “under Federal jurisdiction” requirement of the first definition of “Indian” as put forth by the IRA. Specifically, the assistant secretary wrote that “The record before me contains little indicia of Federal jurisdiction beyond the general principle of plenary authority, and little if any evidence demonstrating that the United States took any actions establishing or reflecting Federal obligations, duties, responsibilities for or authority over the Tribe in or before 1934.” The combination of the Department’s finding and the District Court’s ruling that the Tribe did not qualify under the second definition of “Indian” in IRA, could result in the Tribe losing its land in trust and its official tribal status entirely. In accordance with the instructions provided by the First Circuit Court of Appeals, the Tribe is now required to explain how, following the Department’s decision, the Tribe can be qualified to have land taken in trust by the federal government. Attorneys for the Tribe have requested additional time to address this issue.



## **CHALLENGE TO THE AQUINNAH WAMPANOAG TRIBE'S PLAN TO INTRODUCE ELECTRONIC BINGO GAMING ON THE TRIBE'S MARTHA'S VINEYARD LANDS**

### **COMMONWEALTH OF MASSACHUSETTS, ET AL V. THE WAMPANOAG TRIBE OF GAY HEAD (AQUINNAH), ET AL (D. MASS. 2015)**

MGC is also not a party to this litigation, but, again, pursuant to its statutory mandate, the Commission is monitoring the case because the Aquinnah Tribe's entitlement to conduct commercial gaming is at issue.

The case originated in 2015 on a complaint by the Commonwealth, joined by a local Martha's Vineyard community organization and the Town of Aquinnah (collectively, the "Commonwealth Plaintiffs"), to block the Aquinnah Tribe's stated intention to open an electronic bingo facility on its reservation land. The Tribe had obtained approval from the National Indian Gaming Commission to do so pursuant to the federal Indian Gaming Regulatory Act (IGRA). (Under IGRA, a federally recognized Tribe may sponsor electronic bingo games — so called, "Class 2" gaming — on its lands without the approval of state authorities. For conventional casino gaming, for example in a resort with table games, state approval under IGRA is required through a formal compact process.)

The principal basis of the Commonwealth Plaintiffs' complaint was that the Aquinnah Tribe had surrendered whatever rights it otherwise would have had to conduct gaming on its tribal lands on account of the Tribe in 1987 having entered into an agreement to settle pending litigation involving the Tribe's claims to substantial portions of Martha's Vineyard. The Tribe alleged that these lands had been conveyed to non-tribal members over a period of many decades in violation of federal law restricting the transfer of Indian land to non-Indians. That settlement agreement was incorporated into a federal statute, the Indian Claims Settlement Act of 1987 (the "1987 Federal Act").

The Tribe acknowledged that pursuant to the settlement agreement it waived its right to conduct gaming on the property transferred to it in the settlement. However, the Tribe submitted that the 1987 Federal Act was impliedly repealed and superseded by the permissive provisions of IGRA, which was passed and became law a year later in 1988.

In November 2015, the US District Court in Boston (Saylor, J.) granted the Commonwealth Plaintiffs' motion for summary judgment. The Court concluded that the Tribe had exercised insufficient governmental authority over its lands to qualify for IGRA-approved gaming. It also concluded that, in any event, the Tribe was bound by the terms of its 1987 settlement agreement because IGRA did not repeal the 1987 Federal Act.

In April 2017, however, the First Circuit Court of Appeals reversed the District Court, rejecting its conclusion as to the insufficiency of the Tribe's exercise of governmental authority and finding that, in fact, IGRA did impliedly repeal the 1987 Federal Act.

The Commonwealth Plaintiffs' motion for *en banc* review by the First Circuit was denied.

On August 8, 2017, the Commonwealth Plaintiffs filed an application for certiorari review before the Supreme Court of the United States. The application is pending.

The Commission will continue to monitor closely developments in the case.



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