



**MASSACHUSETTS GAMING COMMISSION
PUBLIC MEETING #251**

September 13, 2018
10:00 AM

Massachusetts Gaming Commission
101 Federal Street, 12th Floor
Boston, MA



Massachusetts Gaming Commission



**NOTICE OF MEETING and AGENDA
September 13, 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, September 13, 2018
10:00 a.m.
101 Federal Street, 12th Floor
Boston, MA**

PUBLIC MEETING - #251

1. Call to order
2. Approval of Minutes
 - a. August 2, 2018 – VOTE
 - b. August 14, 2018 – VOTE
3. Administrative Update – Ed Bedrosian, Executive Director
 - a. General Update
4. Ombudsman – John Ziemba
 - a. MGM Quarterly Report
 - b. MGM - Opening Update
 - c. MGM Certificate of Operations – Commissioner Stebbins – VOTE
 - d. Gaming Policy Advisory Committee Appointments – VOTE
 - e. 2019 Community Mitigation Fund Guidelines
5. Licensing Division – Paul Connelly, Director
 - a. Plainridge Park Casino Employee/Vendor Exemption Request – VOTE
6. Legal Division – Catherine Blue, General Counsel
 - a. Final Draft Version of 205 CMR 135.01: Definitions and 139.04: Reports and Information to Be Filed with the Commission and Amended Small Business Impact Statement – VOTE to Complete the Promulgation Process
 - b. Final Draft Version of 205 CMR 140.04: Reports and Reconciliation Regarding Gross Gaming Revenue Tax and Amended Small Business Impact Statement – VOTE to Complete the Promulgation Process



Massachusetts Gaming Commission

7. Commissioner's Updates

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

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

9/11/18
Date


Enrique Zuniga, Commissioner

Date Posted to Website: September 11, 2018 at 10:00 a.m.



Massachusetts Gaming Commission

101 Federal Street, 12th Floor, Boston, Massachusetts 02110 | TEL 617.979.8400 | FAX 617.725.0258 | www.massgaming.com

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Massachusetts Gaming Commission Meeting Minutes

Date/Time: August 2, 2018 – 12:30 p.m.

Place: MassMutual Center
1277 Main Street, Rooms 1 & 2
Springfield, MA 01103

Present: Chairman Steve Crosby
Commissioner Gayle Cameron
Commissioner Eileen O'Brien
Commissioner Bruce Stebbins
Commissioner Enrique Zuniga

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

Call to Order

See transcript pages 2 - 3

[12:30 p.m.](#) Chairman Crosby called to order the 249th Commission meeting. He welcomed Denise Jordan, Chief of Staff for the City of Springfield, who spoke on behalf of Mayor Sarno. Ms. Jordan addressed the opening of MGM, and introduced the team that would be addressing the preparations involved by the City of Springfield.

Approval of Minutes

See transcript page 4

[12:32 p.m.](#) *Commissioner Stebbins moved to approve the minutes of the July 19, 2018 Commission Meeting, subject to correction for typographical errors and other nonmaterial matters. Commissioner Cameron seconded the motion. The motion was approved 3 – 0, with Commissioner Zuniga and Commissioner Stebbins abstaining.*

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Racing Division

See transcript pages 4 - 8

12:36 p.m. **Discussion Regarding Expiration of Racing Legislation.**

The Commission addressed the Commonwealth's racing legislation that authorizes horse racing and simulcasting, that had expired at midnight on July 31, 2018. Executive Director Ed Bedrosian stated that because that legislation was not extended on the morning of August 1, 2018, a letter was sent to racing licensees informing them that as of July 31, 2018 there is no statutory authorization for live horse racing or simulcasting in the Commonwealth. Licensees were advised in the letter that simulcasting in all forms under any license is suspended, as well as live racing at Suffolk Downs and Plainridge Park until further notice. Director Bedrosian stated that he currently understands that the legislature is working on this issue, which may be an extension to the previous law.

Director Bedrosian reported additional actions that he took after the letter that was sent to racing licensees, and stated his concern for the individuals affected.

Ombudsman

See transcript pages 8 - 52

12:50 p.m. **MGM Springfield Opening Traffic Plan Presentation.**

The Commission reviewed a presentation illustrating the progress in the MGM Springfield project. Anticipation and mitigation of traffic issues was discussed. It was noted that Springfield has the Commuter Rail coming from Hartford and New Haven, and there is a study being conducted regarding implementation of an east-west rail. The City of Springfield is meeting with MassDOT to discuss. There is also a new pedestrian wayfinding system being implemented. The MBTA has given CRRC MA Corporation a \$566 million contract to build 152 Orange Line cars and 252 Red Line cars.

The Commission also reviewed a presentation by the Department of Public Works ("DPW") for the City of Springfield, showing the level of detail applied to the MGM Springfield Grand Opening Traffic Management Plan. The DPW reported that the work is substantially complete, and that they are ready for MGM Springfield to open. It was also reported that they have already coordinated with MassDOT, MA Turnpike, I291, and I91, and all of the overhead signs will be activated notifying people that the MGM facility will be opening on August 24, 2018. Planned street closures, parking ban areas, methods to control traffic in the city were reviewed. MGM will initiate the LOOP Bus program, serving downtown Springfield. DPW, MGM, Springfield Police Department are all coordinating together on these plans.

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Springfield Police Commissioner John Barbieri presented the METRO security group plan for the casino's opening. He indicated that there will be a total of 37 officers, split into shifts. The downtown Springfield area will be split into four sections/divisions.

The opening day schedule for August 24th was reviewed. The public is urged to arrive early and stay late, and use alternative methods of transportation, such as the LOOP or Uber.

Research and Responsible Gaming

See transcript pages 52 - 74

1:23 p.m. **GameSense Communications Strategy Discussion.**

The Research and Responsible Gaming Division presented the new GameSense brand for relaunch and introduction into western Massachusetts to the Commission.

The GameSense marketing campaign was presented, and Elaine Driscoll, Director of Communications reviewed the GameSense Communications Objectives, and announced the completion of the website that had just gone "live". A GameSense kiosk at MGM Springfield was also described to the Commission. Director Driscoll then reviewed the advertising campaign that will launch the August 24th opening.

Administrative Update

See transcript pages 74 – 165

1:48 p.m. Executive Director Bedrosian announced that the Governor has just signed off on the extension regarding racing in Massachusetts, and that he has sent an email to the MGC's licensees reauthorizing simulcasting and live racing.

2:00 p.m. **MGM Springfield Operations Certificate Status Presentations.**
Director Bedrosian introduced a presentation that would show the status of compliance with the conditions of the license for MGM Springfield, outlining the path to an operations certificate.

2:12 p.m. **Construction and Commitments**
The Commission reviewed the status of MGM's pre-opening requirements for the issuance of their Operations Certificate. Ombudsman John Ziemba requested approval of these items from the Commission, stating that there is substantial evidence that MGM Springfield has materially complied with the terms of its license. It was also noted that the Commission will continue to review MGM Springfield's progress in meeting all goals and standards, both in the short term and long term of the license.

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Joe Delaney, Construction Project Oversight Manager presented items in a memo addressing the opening requirements for MGM Springfield. It was determined on July 31st that the items required for a temporary certificate of occupancy are complete. The Commission will continue inspections of projects that are still in progress, but are scheduled to be complete before the opening of MGM Springfield.

[2:32 p.m.](#)

Workforce and Hiring.

The Commission reviewed design and construction commitments with regard to women-owned business, minority-owned businesses, and veteran-owned businesses. It was reported that staff believes that they have met the requirements to establish a workforce development plan.

Marikate Murren, Vice President of Human Resources at MGM Springfield reported employee diversity statistics as of July 25, 2018. Ms. Murren stated that she believed that MGM Springfield appears to have met their hiring goals so far. She will come back in 90 days to report attrition “fall out” number.

[2:55 p.m.](#)

Technology

The Commission reviewed the status of regulation compliance in several technology related areas, as presented by Katrina Jagroop-Gomes, Chief Information Officer and Scott Helwig, Gaming Technical Compliance Manager. Work performed was reported, and recommendations were made to the Executive Director relative to the Network Security Plan. The Commission’s Gaming Technical Compliance team will conduct a security audit during the first year of MGM Springfield’s operations.

[3:00 p.m.](#)

Responsible Gaming

The Research and Responsible Gaming Division presented the Voluntary Self-Exclusion program, the GameSense Information Center, and the MGM Springfield Responsible Gaming Plan with Karen McRae, Director of Compliance for MGM Springfield. Director Vander Linden advised that the key responsible gaming initiatives and policies outlined for the Commission in these programs meet the Commission’s high expectations and statutory and regulatory requirements.

[3:07 p.m.](#)

Gaming Regulatory Compliance

The Commission reviewed the status of gaming regulatory compliance with MGM Springfield. Bruce Band, Gaming Agents Division Chief reported status of all plans (MGM’s floor plan, surveillance plan and camera locations, emergency and critical incident response plan, slot operations plan, play night inspection plan, gaming day operations, and liquor license) stating that they have all been reviewed by the Investigations and Enforcement Bureau, and have been found to be satisfactory, meeting the requirements of the regulation after testing nights.

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3:12 p.m. **Employee Vendor Licensing**

The Licensing Division reported that as of Monday, July 30, 2018 there are 1,739 licenses and registrations issued. There were 29 fingerprinting events with 1,247 individuals fingerprinted. Each event was staffed by Massachusetts State Police. It was also reported that the License Management System (LMS) has worked successfully, expediting the licensing and registration process.

Paul Connelly, Director of the Licensing Division introduced new employee Tara DeMoe, Licensing Technician.

3:32 p.m. **Finance**

The Commission reviewed MGM Springfield's Gross Gaming Revenue ("GGR"). Derek Lennon, Chief Financial Officer advised that as there has been no live play at MGM Springfield yet, he is able to make a recommendation based only on the controls presented that were worked on collaboratively between MGM Springfield and the MGC Finance Division. CFO Lennon recommended that the Commission approve the GGR calculation process for MGM Springfield for tax reporting based on these controls.

3:41 p.m. **Legal**

The Commission reviewed two agreements reported by the Legal Division. First was a Memorandum with the Department of Revenue that has been agreed to between MGM and the Commission. Second was an agreement with the Massachusetts State Lottery and MGM Springfield, which has also been agreed to by both parties. Both documents will be finalized next week.

Ombudsman

See transcript pages 165 - 166

3:43 p.m. **Determination of Final Stage of Construction**

Joe Delaney, Construction Project Oversight Manager recommended that the Commission vote to approve MGM's certification that the project has reached the final stage of construction, so that the earlier vote to reduce the bond may be effectuated.

The Commission reviewed a memo from Mr. Delaney, and a letter from MGM Springfield that affirmed that the construction at MGM Springfield is in the final stage, as described in their project schedule pursuant to 205 CMR 135.02(2).

3:45 p.m. *Commissioner Zuniga moved that the Commission approve MGM's certification that the project has reached the final stage of construction, so that the earlier*

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vote to reduce the bond may be effectuated. Commissioner O'Brien seconded the motion.

The Motion passed 5 – 0.

Legal Division

See transcript pages 166 - 175

3:45 p.m. **Votes Required for the Opening of MGM Springfield.**

Approval of MGM Springfield to Open for Test and Evaluation – VOTE

All profits on test nights will go to charity; specifically, Head Start and Square One.

3:46 p.m. *Commissioner Cameron moved pursuant to 205 CMR 151.03 that the Commission authorize Blue Tarp redevelopment LLC, referred to as the licensee, to open for test play on August 14, for an evaluation and test period on August 16th, and August 20th, 2018 provided the following:*

- 1. That prior to August 14th, Blue Tarp redevelopment LLC has received a certificate of occupancy from the City of Springfield;*
- 2. The licensee may accept currency in exchange for chips and other items of gaming value at the cage and gaming tables;*
- 3. The licensee may process currency and other items of value in the count room;*
- 4. The licensee may operate slot machines and other electronic gaming devices previously approved and certified in accordance with 205 CMR 144.00;*
- 5. The licensee shall determine how the gross gaming revenues from the evaluation and test period are utilized and advise the Commission at the next public Commission meeting of such utilization; and*
- 6. The licensee may serve alcoholic beverages pursuant to the terms and conditions of its gaming beverage license.*

Commissioner Zuniga seconded the motion.

The Motion passed 5 – 0.

Delegation of Authority to a Single Commissioner to Observe and Review the Results of Test Nights and to Issue a Conditional Operations Certificate on Behalf of the Commission – VOTE

3:48 p.m. *Commissioner O'Brien moved pursuant to 205 MR 151.01(1) that the Commission grant to Commissioner Stebbins the authority to observe and review the results of the test and evaluation nights to be held by MGM Springfield, and based upon that observation and review and any prior approvals granted by the full Commission the authority, if he is satisfied, determine that the licensee has met the legal requirements described in c. 23K §*

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10 and 205 CMR §§ 35.00 and 151.01, and subject to any conditions necessary in his discretion, to issue a conditional operation certificate. This certificate shall be effective 12:01 a.m. August 23, 2018 through 12:01 a.m. September 14, 2018 and shall be subject to ratification by the full Commission at its September 13, 2018 public meeting or at such earlier meeting as the Commission determines appropriate.

Commissioner O'Brien further moved that Commissioner Stebbins will report on the results of the test night to the full Commission at the next regularly scheduled Commission meeting. Commissioner Cameron seconded the motion. The Motion passed 4 – 0, with Commissioner Stebbins abstaining.

Approval of the Form of the Conditional and Permanent Certificate of Operations – VOTE

[3:50 p.m.](#) *Commissioner Cameron moved that the Commission approve the form of both the temporary and permanent operating certificates as those documents appear in the Commission packet. Commissioner O'Brien seconded the motion. The Motion passed 5 – 0.*

Approval of Compliance with the Terms of c. 23K, 205 CMR and Category 1 Gaming Establishment License Conditions – VOTE

[3:51 p.m.](#) *Commissioner Zuniga moved that the Commission find and determine that based upon the reports provided to the Commission at the July 19th and August 2nd, 2018 Commission meetings, and project updates provided to the Commission at previous meetings, subject to any terms and conditions expressed by the Commission at those meetings, and subject to any terms and conditions determined by the single Commissioner in his discretion after the test and evaluation period, that Blue Tarp redevelopment LLC has demonstrated material compliance with M.G.L. c. 23K, 205 CMR, the terms and conditions of the Agreement to Award a license and the license issued to Blue Tarp redevelopment LLC on June 13th, 2014 and effective November 7th, 2014 subject to any further terms or conditions deemed appropriate or necessary by the Commission and subject to the Commission's right to review or revisit such material compliance in the Commission's discretion. Commissioner Cameron seconded the motion. The Motion passed 5 – 0.*

[3:52 p.m.](#) *Having no further business, a motion to adjourn was made by Commissioner Cameron. Commissioner O'Brien seconded the motion. The Motion passed unanimously.*

List of Documents and Other Items Used

1. Notice of Meeting and Agenda, dated August 2, 2018
2. Draft Commission Meeting Minutes dated July 19, 2018
3. Letter to Licensees regarding Racing and Simulcasting dated August 1, 2018
4. City of Springfield Presentation
5. MGM Springfield Grand Opening Traffic Management Plan
6. MGM Traffic & Parking Tips Presentation
7. New GameSense Brand, Redesigned Website and Integrated Campaign PowerPoint Presentation
8. Memo regarding MGM Springfield compliance with 205 CMR 135 & 151; Determination that Gaming Establishment May Open for Business dated August 2, 2018
9. Memo regarding Determination that the MGM Springfield Gaming Establishment May Open for Business dated July 30, 2018
10. Memo regarding MGM Compliance with RFA-2 and License Conditions for Pre-opening dated August 2, 2018
11. MGM Massachusetts Gaming Commission Diversity Update Presentation dated August 2, 2018
12. MGM Springfield Workforce Diversity Report dated July 25, 2018
13. MGM Springfield Workforce Development and Hiring Update Presentation dated August 2, 2018
14. Letter regarding MGM Springfield Workforce Development Compliance dated July 11, 2018
15. Memo regarding MGM Springfield – Gaming Technology Review dated July 29, 2018
16. MGM Springfield On-Site Inspection Report dated July 26, 2018
17. Information Technology Services – Gaming Technology PowerPoint Presentation
18. Memo regarding MGM Springfield Responsible Gaming Readiness dated August 2, 2018
19. Gaming Regulatory Compliance PowerPoint Presentation
20. Licensing: MGM Springfield PowerPoint Presentation
21. MGM Springfield Temporary Certificate of Operations
22. MGM Springfield Permanent Certificate of Operations
23. Memo regarding Final State of Construction dated July 31, 2018

/s/ Catherine Blue
Assistant Secretary

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Massachusetts Gaming Commission Meeting Minutes

Date/Time: August 14, 2018 – 10:00 a.m.

Place: Massachusetts Gaming Commission
101 Federal Street, 12th Floor
Boston, MA 02110

Present: **Chairman Steve Crosby**
Commissioner Bruce Stebbins
Commissioner Enrique Zuniga
Commissioner Eileen O'Brien
Commissioner Gayle Cameron

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

Call to Order

(Reserved for entry of transcript pages)

10:00 a.m. Chairman Crosby called to order public meeting #250 of the Massachusetts Gaming Commission.

Approval of Minutes

(Reserved for entry of transcript pages)

10:00 a.m. *Commissioner Stebbins moved to approve the minutes from the July 26th Commission Meeting, subject to correction for typographical errors and other nonmaterial matters. Commissioner Cameron seconded the motion. Chairman Crosby commented that on page three, he would like the section that reads, "think about the broader issues to consider" to be edited to read, "prepare topics that will follow in the broader discussion."*

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Administrative Update

(Reserved for entry of transcript pages)

General Update

[10:02 a.m.](#) Executive Director Ed Bedrosian reported that MGM Springfield is scheduled and on track to open in ten days.

Executive Director Bedrosian further reported that the Investigations and Enforcement Unit (“IEB”) is entering the final stage of their investigation into Wynn Resorts’ suitability. Wynn has also announced the completion of an independent review by the board’s special committee. The IEB will evaluate this additional information, and conclude its investigation by the end of this month. It is the goal of the Commission to present these findings to the public in September.

MGM – Opening Update.

Director Bedrosian stated that August 16th and 20th are two formal evaluation times, where guests will be invited to MGM Springfield for test nights, in anticipation of issuing a temporary operations certificate. There will be a press conference on August 23rd, and MGM Springfield’s official opening will be on August 24th.

MGM Springfield Iconic Sign Programming.

[10:06 a.m.](#) Ombudsman John Ziembra addressed the issue of MGM Springfield’s dynamic advertising sign that would be facing I-91, and the public safety concern about distracted driving as a result of the manner in which this sign is used for advertising.

Ombudsman Ziembra also gave an overview of regulations regarding billboards at the federal, state, and local levels. He noted the steps that MGM and Springfield city council took to ensure that there was data collected regarding the effects of the sign, as well as conditions being imposed regarding usage of the sign.

MGM introduced a traffic study conducted by VHB that determined there is no statistically significant correlation between on-site outdoor electronic signs and driver safety or crashes (See item #3 in List of Documents and Other Items Used)

MGM proposed that they could also conduct a study to analyze highway data from I-91 over a six-month period of initial use after opening. This data could be provided to the Commission and to Springfield City Council for evaluation.

A slide show was presented with a video depicting MGM Springfield’s sign. Content of the sign and manner usage was discussed as well as sign content allowed in other jurisdictions.

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The Commission discussed the potential issues relating to a sign that displays video and which could encourage distracted driving and impact public safety. The consensus of the Commission was against allowing public safety to potentially be compromised in order to conduct a six-month study to measure safety risk. The Commission's preference was that the sign comply with regulations governing like signage.

11:06 a.m. *Commissioner O'Brien moved to deny the request to have dynamic movement in MGM Springfield's sign overlooking I-91, without prejudice such that in 90 days after MGM Springfield's opening, the Commission may revisit the issue of allowing dynamic images on the sign. Commissioner Cameron seconded the motion.*
The motion passed 5 – 0.

Investigations and Enforcement Bureau

(Reserved for entry of transcript pages)

Interim Authorization for Plainridge Park Casino REIT Transaction

11:06 a.m. Loretta Lillios, Chief Enforcement Counsel introduced the IEB's investigative report regarding Interim Authorization for Plainridge Park Casino ("PPC")'s Real Estate Investment Trust ("REIT") transaction.

This transaction is the transfer of real estate from Plainville Gaming and Redevelopment LLC, the owner of PPC to Gaming and Leisure Properties, Inc., ("GLPI"). After the transfer GLPI will be a passive landlord, and PPC will continue to hold the gaming and racing license and be in control of all operations. Counsel Lillios stated that there is an anticipated closing date in the fall for this transaction.

Monica Chang, Financial Investigations Supervisor, highlighted some of the impacts that this series of transactions would have on Penn National, the parent company of PPC.

The IEB recommended that the Commission approve the Interim Authorization allowing for the closing of the PPC REIT transaction with GLPI. The IEB will proceed with its full investigation into this transaction and the associated qualifiers and will issue a full report on suitability as soon as possible and within the time frame provided in the regulations.

11:45 a.m. *Commissioner Zuniga moved to approve the proposed transaction of the Interim Authorization for the transfer of the real estate associated with Plainridge Park Casino to Gaming and Leisure Properties, Inc. as described. Commissioner Stebbins seconded the motion.*
The motion passed 5 – 0. (This approval included the corresponding approval to transfer the race track in accordance with G.L. c.128A.)

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Ombudsman

(Reserved for entry of transcript pages)

Plainridge Park Casino Quarterly Report

[11:50 a.m.](#) Ombudsman John Ziemba introduced the Q2 Quarterly Report for PPC. Ruben Warren, Vice President of Finance gave a slide presentation that illustrated statistics on PPC's spending, sales, diversity hiring, compliance, employment, community outreach initiatives, sponsorships, and marketing.

PPC will hold an expo for the Women Leading at Penn initiative on September 25th at the United Regional Chamber of Commerce in Plainville, MA.

Jason Gittle, Information Technology Director at PPC gave a presentation on a new feature in the Marquee Rewards website called Monthly Win/Loss Statements. With an account, this website will track loyalty points and win/loss data that patrons can print out in PDF statement and evaluate on a monthly basis from their web player profile.

The new Monthly Win/Loss feature in the Marquee Rewards website is anticipated to launch on September 1st.

Encore Boston Harbor Quarterly Report

[12:20 p.m.](#) Ombudsman Ziemba introduced the Q2 Quarterly Report for Encore Boston Harbor.

Peter Campot, Director of Construction for Wynn Design and Development gave a status update on the construction of the site and presented slides that documented the tracking of progress on the project. He also reviewed offsite infrastructure improvements that are in progress in Medford, Boston, and Everett. Most projects are slated to be completed this fall.

Wynn will commence Phase 1 of work (design and permitting) on the Harborwalk Connector Project. The new bridge (Encore Harborwalk) will connect Encore Boston Harbor to the Assembly Row T Station.

It was reported that contracts awarded to minority, women and veteran business enterprises, in the design phase of the project, have generally exceeded set goals.

Community Outreach initiatives that were carried out throughout the quarter were reported and discussed.

Licensing Division

(Reserved for entry of transcript pages)

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MGM Employee/Vendor Exemption Requests

[12:46 p.m.](#) The Commission was asked to consider 11 job positions for exemption from the registration requirement. One of the job positions is employed by MGM, while 10 are employed by Western Mass News to perform work on-site at MGM Springfield.

[12:49 p.m.](#) *Commissioner Stebbins moved that the Commission approve the Gaming Service Employee exemptions as provided in the packet. Commissioner Zuniga seconded the motion.*
The motion passed, 5 – 0.

Racing Division

(Reserved for entry of transcript pages)

Suffolk Downs' Request for Additional Racing Days and Additional Purse Money

[12:50 p.m.](#) The Racing Division recommended that the Commission approve the request of Suffolk Downs for two additional days of racing, September 15 and 16, 2018. It was also recommended that the Commission approve an additional \$1.1 million for purses for these days.

[12:56 p.m.](#) *Commissioner Cameron moved to approve the request of Suffolk Downs for two additional race days of September 15 and 16, 2018, and that the Commission approve the additional \$1.1 million for purses for these days. Commissioner O'Brien seconded the motion.*
The motion passed, 5 – 0.

Massachusetts Breeders Association's Request to Race at Finger Lakes

The Racing Division recommended that the Commission approve the request of the Massachusetts Thoroughbred Breeders Association to run six additional races at Finger Lakes; two in August, two in October, and two in November.

[1:15 p.m.](#) *Commissioner Cameron moved to approve the Massachusetts Thoroughbred Breeders' Association's request to run six additional races. Commissioner Stebbins seconded the motion.*
The motion passed, 5 – 0.

Commissioner's Updates

(Reserved for entry of transcript pages)

[1:16 p.m.](#) Chairman Crosby referenced Commissioner Cameron's earlier update regarding Suffolk Downs. Commissioner Cameron had reported that she and Director Bedrosian had the opportunity to attend the races on the previous Sunday, which included the George Brown Memorial race. Commissioner Cameron added that it was a very nice tribute and race.

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Director Bedrosian stated for the record that this was the Commission's 250th meeting.

1:18 p.m. *Having no further business, a motion to adjourn was made by Commissioner Cameron. Commissioner Zuniga seconded the motion. The motion passed unanimously.*

List of Documents and Other Items Used

1. Notice of Meeting and Agenda, dated August 14, 2018
2. Meeting Minutes Draft, dated July 26, 2018
3. May 17, 2017 packet from Frank Fitzgerald Regarding the Signage and Specialty Lighting Concept Traffic Study
4. Investigative Report regarding Interim Authorization for PPC REIT Transaction
5. August 9, 2018 letter from Jonathan Albano regarding the Sale/Leaseback of Plainridge Park Real Estate
6. Report – Plainridge Park Casino Q2 2018
7. Report – Encore Boston Harbor Q2 2018
8. August 9, 2018 Memo regarding MGM Employee Exemptions
9. MGC Identification of Potential Positions for Exemption from the Registration Requirement documents
10. August 9, 2018 Memo from Dr. Alexandra Lightbown regarding Suffolk Downs Request for Additional Days and Purse Money from Race Horse Development Fund
11. July 24, 2018 letter from Suffolk Downs Requesting Additional Race Days
12. Public Comment from Paul Sainato regarding racing at Suffolk Downs
13. Public Comment from Mohamed Hassim regarding racing at Suffolk Downs
14. Public Comment from M. Bertoni regarding racing at Suffolk Downs
15. Public Comment from Bruce Na regarding racing at Suffolk Downs
16. August 9, 2018 letter to Dr. Alexandra Lightbown regarding Suffolk Downs 2018 RHDF Request; September Dates
17. August 9, 2018 Memo from Dr. Alexandra Lightbown regarding the Massachusetts Thoroughbred Breeders Association Request to Race at Finger Lakes
18. August 8, 2018 letter from the Massachusetts Thoroughbred Breeders Association regarding racing at Finger Lakes
19. August 9, 2018 Memo to Alexandra Lightbown - Tentative Schedule for Finger Lakes – Autumn 2018

/s/ Catherine Blue
Assistant Secretary

**Massachusetts Gaming Commission
Quarterly Report Presentation:
2nd Quarter 2018**

September 13, 2018



Mike Mathis

President & COO - MGM Springfield



Brian Packer

Vice President - Construction/Development



Construction Update



AERIAL PROGRESS



Aerial View - July 19, 2018

Notes:

(1) Reference Quarter 2 2018 Status Report Section 1a and Appendix A.

AERIAL PROGRESS



Aerial View - July 19, 2018

Notes:

(1) Reference Quarter 2 2018 Status Report Section 1a and Appendix A.

HOTEL EXTERIOR PROGRESS



Hotel Exterior - May 30, 2018



Hotel Exterior - July 3, 2018

Notes:

(1) Reference Quarter 2 2018 Status Report Section 1a and Appendix A.

HOTEL EXTERIOR PROGRESS



Hotel Exterior - June 20, 2018

Hotel Exterior - June 20, 2018

Notes:

(1) Reference Quarter 2 2018 Status Report Section 1a and Appendix A.

PODIUM / PARKING EXTERIOR PROGRESS



Parking Garage Signage - June 1, 2018

Employee Break Area - June 20, 2018

Notes:

(1) Reference Quarter 2 2018 Status Report Section 1a and Appendix A.

PODIUM EXTERIOR PROGRESS



Podium Exterior - June 20, 2018

Podium Exterior - June 20, 2018

Notes:

(1) Reference Quarter 2 2018 Status Report Section 1a and Appendix A.

ARMORY / CHURCH PROGRESS



Armory Progress - June 20, 2018



Church Exterior Progress - June 20, 2018

Notes:

- (1) Reference Quarter 2 2018 Status Report Section 1a and Appendix A.

HARDSCAPE / LANDSCAPE PROGRESS



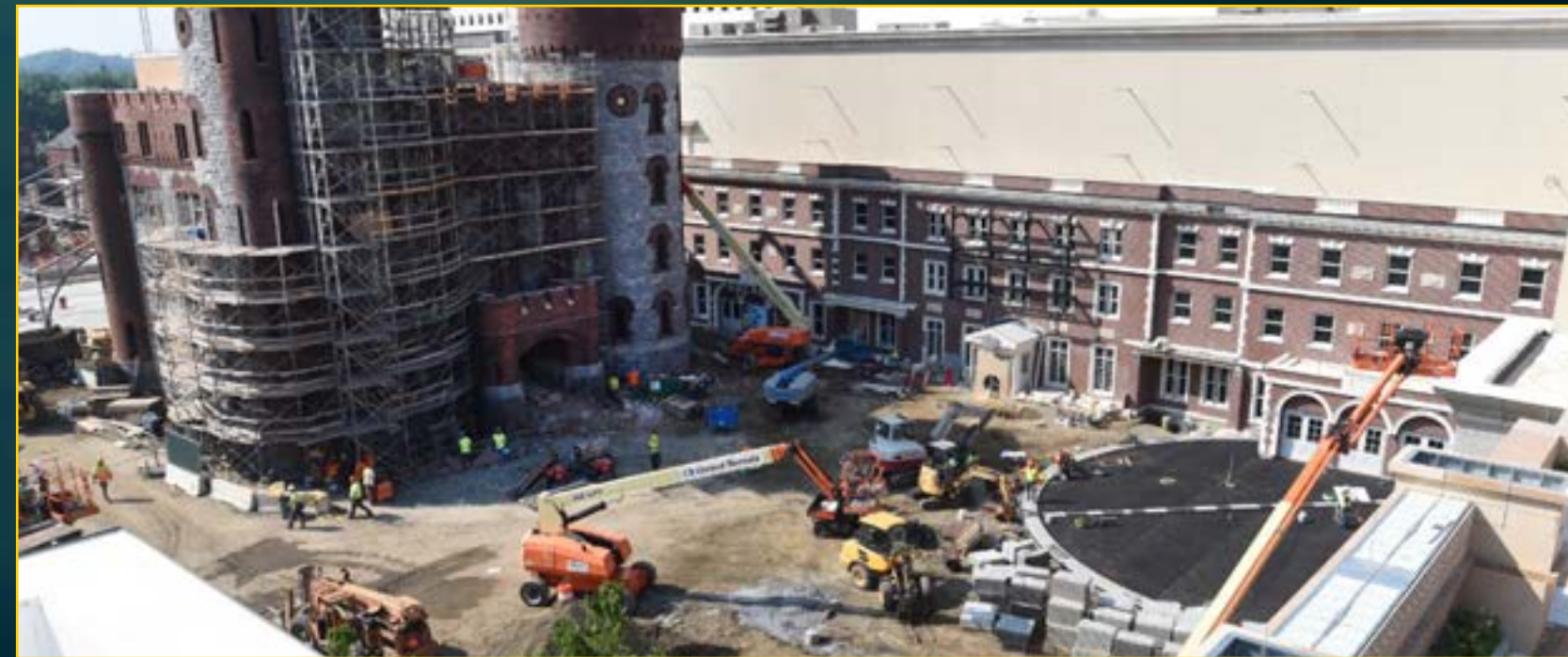
MGM Way - May 30, 2018



Entertainment Block 1 - June 20, 2018



Entertainment Block 2 - June 20, 2018



Entertainment Block 2 - July 3, 2018

Notes:

(1) Reference Quarter 2 2018 Status Report Section 1a and Appendix A.

DAYCARE PROGRESS



Daycare Progress - June 27, 2018

Daycare Progress - June 27, 2018

Notes:

(1) Reference Quarter 2 2018 Status Report Section 1a and Appendix A.

WORKERS' BBQ



Worker's BBQ - June 27, 2018

Notes:

(1) Reference Quarter 2 2018 Status Report Section 1a and Appendix A.

DESIGN UPDATE

- Deltas 11 and 12 and the final Construction Package to the Podium Core and Shell were issued.
- Delta 10 and the final Construction Package to the Podium Fit Out package was issued.
- Delta 7 and the final Construction Package to the Hotel Fit Out package was issued.
- Deltas 5 and 6 and the final Construction Package to the Armory Fit-Out package were issued.
- Deltas 2 and 3 to the French Church/Kringle package were issued.
- Deltas 2, 3 and 4 for the Interior Fit Out for Indian Motorcycle were issued.
- Delta 2 for the Interior Fit Out for the Cinema
- Deltas 2 and 3 for the Interior Fit Out for Top Golf package was issued.
- Delta 1 for the Interior Fit Out for the Salon was issued.
- Deltas 1, 2 and 3 for Hannoush Jewelry Store were issued.



Notes:

(1) Reference Quarter 2 2018 Status Report Section 5a.

SCHEDULE

- Final project schedule was submitted to MGC on November 6, 2015.
- Monthly updates were provided on:
 - April 26, 2018
 - June 11, 2018
 - June 28, 2018

Notes:

(1) Reference Quarter 2 2018 Status Report Section 1a and Appendix A.

Seth Stratton

*Vice President & General Counsel
MGM Springfield*



Q2 2018 COST ESTIMATE (\$mm)

Ref	Description	Incurred To Date	Remaining	Total Estimate
1	Construction / Design	\$591.7	\$27.5	\$619.2
2	FF&E	\$20.4	\$42.3	\$62.7
3	OSE	\$30.4	\$16.7	\$47.1
	Subtotal of Eligible Cap. Costs	\$642.5	\$86.5	\$729.0
4	License/ Application Fees	\$85.0	\$0.0	\$85.0
5	Pre-opening Exp. / Host Comm. Costs	\$95.2	\$39.9	\$135.1
6	Project Contingency	\$0.0	\$9.4	\$9.4
	Subtotal of Ineligible Costs	\$180.2	\$49.3	\$229.5
	Total	\$822.7	\$135.8	\$958.5

Notes:

1. Total estimate before Contingency is \$949.1mm. If spent, Contingency is more likely to be spent on and reclassified as Eligible Capital Costs.
2. Total estimate does not include \$60.7mm for land and \$75.5mm for capitalized interest.
3. The figures above are approximations to the nearest hundred thousand, which in some instances results in minor discrepancies (\$100k or less) in sums.

Brian Packer

Vice President - Construction/Development



Diversity Update



DESIGN & CONSTRUCTION COMMITMENTS

AS OF JUNE 30, 2018

Group	Project Goals	Commitments	Variance	Company Count	Value
WBE	10.0%	21.2%	11.2%	80	\$121.1M
MBE	5.0%	8.0%	3.0%	48	\$45.7M
VBE	2.0%	6.6%	4.6%	25	\$37.6M

Notes:

(1) Total Commitments through June 30, 2018 are \$571.4M.

(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 2 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 JUNE 30, 2018

Group	Project Goals	Payments	Variance	Company Count	Value
WBE	10.0%	20.4%	10.4%	73	\$97.5M
MBE	5.0%	6.9%	1.9%	45	\$33.2M
VBE	2.0%	6.5%	4.5%	25	\$30.9M

Notes:

- (1) Total Payments through May 31, 2018 are \$477.2M. Total payments is inclusive of \$90.5M 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 2 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 JUNE 30, 2018

Group	Project Goals	Project To Date %
Women	6.90%	8.59%
Minority	15.30%	21.46%
Veteran	8.00%	8.93%

Notes:

- (1) Statistics include all workforce reports that were received by MGM as of June 30, 2018.
- (2) The Diversity plan approved by the MGC allows reporting to include hours allocated to multiple diversity categories. 5.13% of total workforce hours are included in two of the diversity categories and 0.17% of total workforce hours are included in three diversity categories.
- (3) Reference Quarter 2 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 2nd Quarter 2018 is as follows:
 - Approximately 35% are from Springfield/ Surrounding Communities
 - Approximately 55% are from Western Massachusetts
 - Approximately 71% are from Massachusetts

Seth Stratton

*Vice President & General Counsel
MGM Springfield*



ARMORY/ RESIDENTIAL





MGM SPRINGFIELD

QUARTERLY STATUS REPORT #14

Monitoring of Project Construction and
Licensee Requirements
205 CMR 135

For the Period:
April–June 2018



QUARTERLY STATUS REPORT: APRIL-JUNE 2018

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QUARTERLY STATUS REPORT: APRIL-JUNE 2018

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, schedule updates were provided to MGC's representative on April 26 (data date April 29), June 11 (data date June 6), and June 28, 2018 (data date July 1). The June 28th update is included in this document as [Appendix A](#).

1b PROJECT SCHEDULE CHANGES

It was announced in April that MGM Springfield would open on August 24, 2018.

QUARTERLY STATUS REPORT: APRIL-JUNE 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 June 30:

GROUP	PROJECT GOALS	COMMITMENTS	VARIANCE	COMPANY COUNT	VALUE
WBE	10.00%	21.2%	11.2%	80	\$121.1M
MBE	5.00%	8.0%	3.0%	48	\$45.7M
VBE	2.00%	6.6%	4.6%	25	\$37.6M

Notes:

1. Total Commitments through June 30, 2018 are \$571.4M
 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: APRIL-JUNE 2018

The following is a snapshot of Construction and Design Diversity Payments as of June 30:

GROUP	PROJECT GOALS	PAYMENTS	VARIANCE	COMPANY COUNT	VALUE
WBE	10.00%	20.4%	10.4%	73	\$97.5M
MBE	5.00%	6.9%	1.9%	45	\$33.2M
VBE	2.00%	6.5%	4.5%	25	\$30.9M

Notes:

- Total Payments through May 31, 2018 are \$477.2M. Total payment is inclusive of \$90.5M 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 Second 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 June 30, 2018:

GROUP	PROJECT GOALS	COMMITMENTS	CONSULTANT COUNT	VALUE
Women	10.00%	15.9%	21	\$8.0M
Minority	5.00%	13.4%	19	\$6.7M
Veteran	2.00%	6.1%	3	\$3.0M

Notes:

- Total Commitments through June 30, 2018 are \$50.1M
- 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: APRIL-JUNE 2018

Construction Commitments

The following is a snapshot of Construction Diversity Commitments through June 30:

GROUP	PROJECT GOALS	COMMITMENTS	CONSULTANT COUNT	VALUE
Women	10.0%	21.7%	59	\$113.1M
Minority	5.0%	7.5%	29	\$39.0M
Veteran ⁽³⁾	2.0%	6.6%	22	\$34.6M

Notes:

- Total Commitments through June 30, 2018 are \$521.3M
- 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 June 30 are as follows:

GROUP	PROJECT GOALS	PROJECT TO DATE %
Women	6.90%	8.59%
Minority	15.30%	21.46%
Veteran	8.00%	8.93%

Notes:

- Statistics include all workforce reports that were received by MGM as of June 30, 2018.
- The Diversity plan approved by the MGC allows reporting to include hours allocated to multiple diversity categories. 5.13% of total workforce hours are included in two of the diversity categories and 0.17% of total hours are currently reported within three diversity categories.
- While this is not a reporting requirement of the approved diversity plan, the total hours worked through 2nd 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: APRIL-JUNE 2018

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.

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: APRIL-JUNE 2018

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

4 DESIGN & CONSTRUCTION CONTRACTS

The following contracts were executed in the Second Quarter of 2018:

COMPANY	CONTRACT	MGC STATUS
1. Design Communication, Ltd.	Base Agreement for Venue Signage	Registrant
2. Scottsdale Art Factory	LOA for Entry Doors at the Armory	Subcontractor to Tishman
3. Irwin Seating Company	LOA for Cinema Seating	Subcontractor to Tishman
4. Outfront Media Company	LOA for Plaza LED Display	Subcontractor to Tishman
5. Anton Cabinetry	LOA for Cinema Cabinetry	Subcontractor to Tishman

Copies of executed agreements are available to the Massachusetts Gaming Commission's Representative for review.



QUARTERLY STATUS REPORT: APRIL-JUNE 2018

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)

5 STATUS OF WORK COMPLETED / PROGRESS PHOTOGRAPHS

5a STATUS OF WORK COMPLETED

The following onsite activities took place in the Second Quarter of 2018:

Construction Progress

- **Parking Garage:** The garage is in use for craft labor parking. Exterior signage was installed, and sitework around the garage is substantially complete.
- **Hotel:** Interior fit-out and exterior façade work is underway.
- **Podium:** Interior fit-out and exterior façade work is underway.
- **95 and 101 State Street:** Façade and alleyway work is underway.
- **Armory:** Interior fit-out and exterior masonry work is underway.
- **Dave's Retail Corner:** No work this period.
- **Hardscape/Landscape:** Landscape/hardscape work is underway, including paving and tree installation.
- **Central Electric Facility (CEF):** Landscape/hardscape work took place.
- **Church:** Interior fit out and landscape/hardscape work is underway.
- **Entertainment Block:** Interior fit out, exterior façade, storefront installation and landscape/hardscape work is underway.
- **Surrounding Streets:**
 - Main Street: Work included reconstruction of sidewalks, curbing, signs, installation of wheelchair ramps, resetting of utility, sewer and drain casting in milled areas, installation of traffic signs and posts, and traffic signal timing.
 - State Street: Work included reconstruction of sidewalks, curbing, signs, installation of wheelchair ramps, resetting of utility, sewer and drain casting in milled areas, installation of traffic signs and posts, and traffic signal timing.
 - Union Street: Work included paving, reconstruction of sidewalks, curbing, signs, installation of wheelchair ramps, resetting of utility, sewer and drain casting in milled areas, traffic signal timing, and traffic line striping.
 - East Columbus Avenue: Work included paving, reconstruction of sidewalks, curbing, signs, installation of wheelchair ramps, resetting of utility, sewer and drain casting in milled areas, traffic signal timing, and traffic line striping.
 - Bliss Street, Howard Street and MGM Way landscape and hardscape work took place.

QUARTERLY STATUS REPORT: APRIL-JUNE 2018

- **Early Childhood Center:** Interior fit-out, exterior façade, and landscape/hardscape work is underway.
- **Offsite Traffic:** Work continues on several intersections in Springfield per agreements made as a part of community commitments. Work including reconstruction of sidewalks and curbing, paving, signal timing, and installation of wheelchair curb ramps, signal conduits, foundations and pull boxes has taken place or is currently underway at 37 locations. Work is underway in West Springfield on the ITS (Intelligent Transportation System) installation at five intersections on the opposite side of the River.

Design Progress

- Deltas 11 and 12 and the final Construction Package to the Podium Core and Shell were issued.
- Delta 10 and the final Construction Package to the Podium Fit Out package was issued.
- Delta 7 and the final Construction Package to the Hotel Fit Out package was issued.
- Deltas 5 and 6 and the final Construction Package to the Armory Fit-Out package were issued.
- Deltas 2 and 3 to the French Church/Kringle package were issued.
- Deltas 2, 3 and 4 for the Interior Fit Out for Indian Motorcycle were issued.
- Delta 2 for the Interior Fit Out for the Cinema
- Deltas 2 and 3 for the Interior Fit Out for Top Golf package was issued.
- Delta 1 for the Interior Fit Out for the Salon was issued.
- Deltas 1, 2 and 3 for Hannoush Jewelry Store were issued.

QUARTERLY STATUS REPORT: APRIL-JUNE 2018

5b PROGRESS PHOTOGRAPHS

A set of construction site photographs showing progress in the Second Quarter of 2018 is included in this document as Appendix E. Current site aerial photos are included below.



June 19, 2018



June 19, 2018

QUARTERLY STATUS REPORT: APRIL-JUNE 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 Second Quarter of 2018:

AGENCY OR GOVERNING LEGAL AUTHORITY	PERMIT, REVIEW, OR APPLICATION	DATE APPLICATION SUBMITTED OR ESTIMATED ANTICIPATED APPLICATION DATE
FEDERAL		
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 to be e-filed within 5 days after the construction reaches its greatest height.
STATE		
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: APRIL-JUNE 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.
	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.
	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 Development	Chapter 121A Designation as an Urban Redevelopment Project	Approval letter received 12/31/14
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> .

QUARTERLY STATUS REPORT: APRIL-JUNE 2018

	Certificate For Use of Man/Material Hoist	Certificate for Use of Elevator, 1441 Main Street, 3/21/17: INS-088733 and INS-088738
		Certificate for Use of Elevator for Staff Elevator, Garage; 2/25/18: ID#281-F-16947; INS-110360
	Storage Permit	Not required per 527 CMR 9.00. No fuel tanks in excess of 10,000 gallons are expected to be 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: INS-146454
		Certificate for use of elevator; 95 State Street, 12/27/17: ID# 281-P-672; Ins# INS-175035
		Certificate to use Elevator; 95 State Street, 10/17/17, INS-127597
		Certificate to use Elevator; 95 State Street, 4/25/18, ID# 281-P-671; Ins# INS-127596
		Certificate to use Elevator; Garage, 4/25/18, ID# 281-F-16946; INS-110357
		Certificate to use Elevator; Garage, 4/25/18, ID# 281-F-16947; INS-110360
		Certificate to use Elevator; 34 MGM Way, 6/5/18, ID# 281-P-16988; INS-114000
		Certificate to use Elevator; 34 MGM Way, 6/5/18, ID# 281-P-16989; INS-113999
		Certificate to use Elevator; 24 MGM Way, 6/6/18, ID# 281-P-17625; INS-210213
		Certificate to use Elevator; 24 MGM Way, 6/6/18, ID# 281-P-17626; INS-210212
		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
9. Commonwealth of Massachusetts-Dept. of Fire Services-Office of State Fire Marshall	Storage Tank Removal Permit	None this reporting period.

QUARTERLY STATUS REPORT: APRIL-JUNE 2018

10. Massachusetts Division of Fisheries and Wildlife	Natural Heritage and Endangered Species Prog.	Filing exemption for Memorial Bridge improvements received on 6/21/16.
LOCAL PERMITS AND APPROVALS UPDATE FOR APRIL-JUNE 2018		
1. City of Springfield Department of Public Works Division	Approval Letter	Union Street, Springfield, MA-South Common Parcel, South Common Parcel; 4/20/18: <i>Approval Letter</i>
	General Roadway Excavation, Trenching	Excavation for water, sewer and electrical lines. 99 Union Street: Union St. between E. Columbus Ave/ and Walnut St.; 5/7/18: 20174096
		Abandon gas service on Main Street between Gridiron and Howard Street; 4/5/18: 20173603
Private Property Trenching	Grade for sidewalk and excavate for electrical lines and vaults; 4/5/18: 20173604	
2. City of Springfield – Code Enforcement/Building Division	Building Permit Alteration	Alteration of existing building for use as MGM Maintenance shop; MGM casino; 99 Union, 6/22/18: 18BLDOT-00131AL
		Commercial-install new fire alarm system per specs and plans; 95 State Street, 6/5/15: 18BLDOT-00127AL
		Installation of fire alarm detection system in Podium and Entertainment Alley area at MGM Casino; Entertainment Alley, 5/15/18: 18BLDOT00105AL
		Tenant fit out for The Salon, 5/30/18: 18BLDOT00118AL
		Tenant fit out for Hannoush Jewelers, 5/30/18: 18BLDOT00119AL
	Application For Other Than A Dwelling Permit	Erect a 7,296 sq. ft. open truss feature in Marketplace at MGM; 29 Howard Street (Former Armory), 5/15/18: 18BDOT-00024ER
	Sign Permit	Sign Permit: 12 MGM Way, 03/8/2018: 18BDOT-00068SI
Sign Permit: 12 MGM Way, 03/8/2018: 18BDOT-00067SI		
Sign Permit: 12 MGM Way, 03/8/2018: 18BDOT-00066SI		
Sign Permit: 12 MGM Way, 03/8/2018: 18BDOT-00065SI		

QUARTERLY STATUS REPORT: APRIL-JUNE 2018

City of Springfield – Code Enforcement/Building Division, continued		Sign Permit: 12 MGM Way, 03/8/2018: 18BDOT-00064SI
		Sign Permit: 12 MGM Way, 03/8/2018: 18BDOT-00063SI
		Sign Permit: 12 MGM Way, 03/8/2018: 18BDOT-00062SI
		Sign Permit: 12 MGM Way, 03/8/2018: 18BDOT-00061SI
		Sign Permit: 12 MGM Way, 03/8/2018: 18BDOT-00060SI
		Sign Permit: 12 MGM Way, 03/8/2018: 18BDOT-00059SI
		Sign Permit: 12 MGM Way, 03/15/2018: 18BDOT-00058SI
		Sign Permit: 12 MGM Way, 03/14/2018: 18BDOT-00057SI
		Sign Permit: 12 MGM Way, 03/8/2018: 18BDOT-00056SI
		Sign Permit: 12 MGM Way, 03/8/2018: 18BDOT-00054SI
		Sign Permit: 12 MGM Way, 03/8/2018: 18BDOT-00053SI
		Sign Permit: 12 MGM Way, 03/8/2018: 18BDOT-00052SI
		Sign Permit: 12 MGM Way, 03/8/2018: 18BDOT-00051SI
	Permit to Do Electrical Wiring	Kringle Candle Company wiring of power, electrical, fire alarm for new café; 3/15/18: 18BDOT-00579EL
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	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.

QUARTERLY STATUS REPORT: APRIL-JUNE 2018

Springfield City Council, continued	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
6. City of Springfield – Forestry Division	Tree Removal Permit	Tree Work Permit, 1095 Main Street; 4/20/18: <i>Tree Work Permit</i>
7. Springfield Water and Sewer Commission		None this reporting period.
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

QUARTERLY STATUS REPORT: APRIL-JUNE 2018

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).

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: APRIL-JUNE 2018

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.

8 OPERATIONAL PHASE DIVERSITY PROGRAM FOR EQUAL OPPORTUNITY

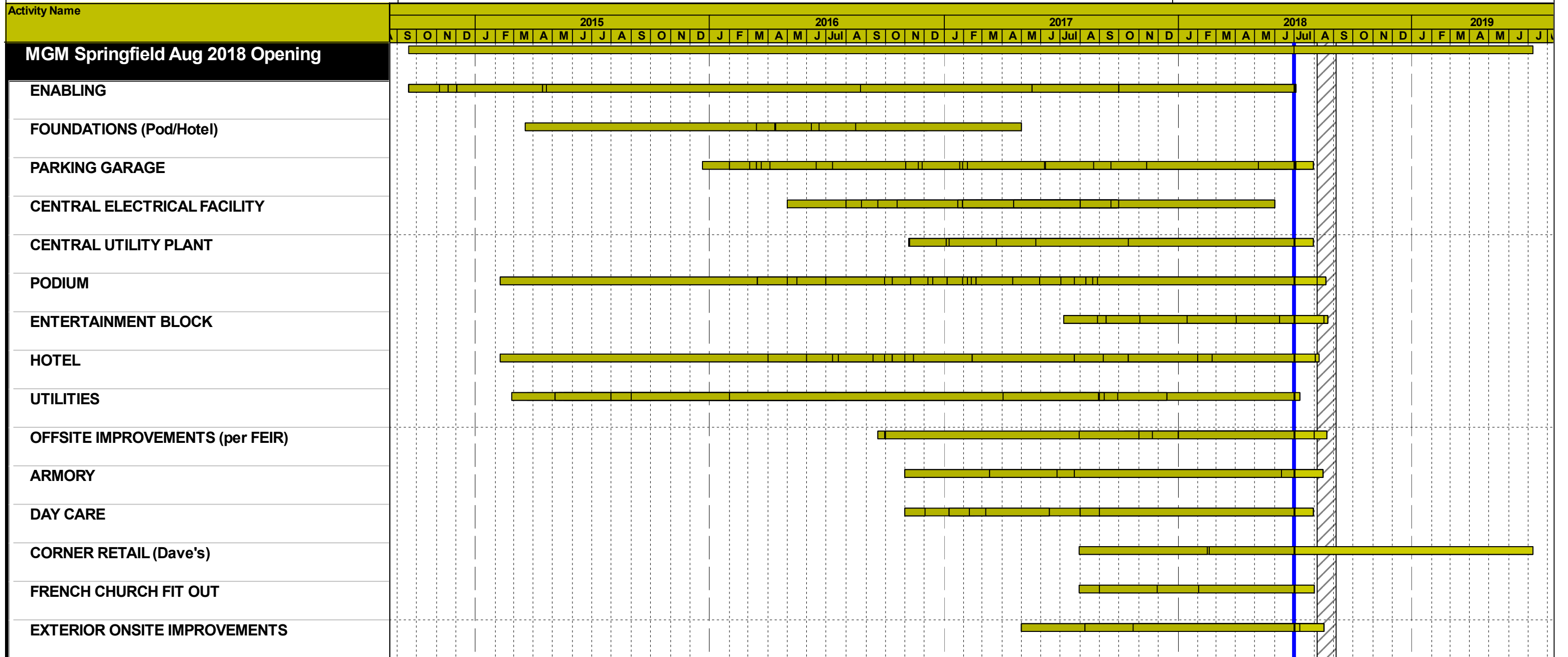
MGM's Diversity and Affirmative Marketing Program was approved on January 22, 2015. MGM will comply with this program to meet goals for Diversity participation in the operational phase of the project.

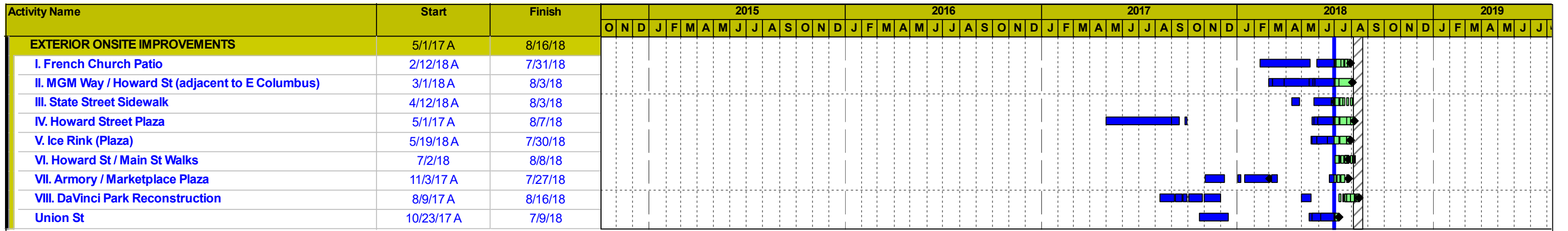
APPENDIX A




LEVEL 1 AND LEVEL 2 PROJECT SCHEDULES

JUNE 28, 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 JUNE 30, 2018

Access and Opportunity Committee

July 10, 2018



Agenda

1. Outreach Update
2. Construction Workforce
3. Design & Construction Payments
4. Design Commitments
5. Construction Commitments



Outreach Update



OUTREACH UPDATE

1. Outreach to MBE, WBE & VBE Companies
2. Community Partners Network
3. Union Partnership & Outreach
4. Other Diversity Outreach Work/ Upcoming Events
5. Diversity Success Story

OUTREACH TO MBE, WBE & VBE COMPANIES

Construction:

Ref	Company	Location	Diversity Status
1	Dagle Electrical Construction Corp.	Wilmington, MA	WBE
2	Orissa, LLC	Rocky Hill, CT	MBE
3	Tango Construction, Inc.	Fitchburg, MA	MBE

Design:

4	Dietz & Company Architects, Inc.	Springfield, MA	WBE
5	Renderready, LLC	Albuquerque, NM	MBE
6	Specs Design Group, LLC	Springfield, MA	WBE

Notes:

- (1) Three (3) Certified Minority Owned Companies.
- (2) Three (3) Certified Women Owned Companies.

COMMUNITY PARTNERS NETWORK UPDATES

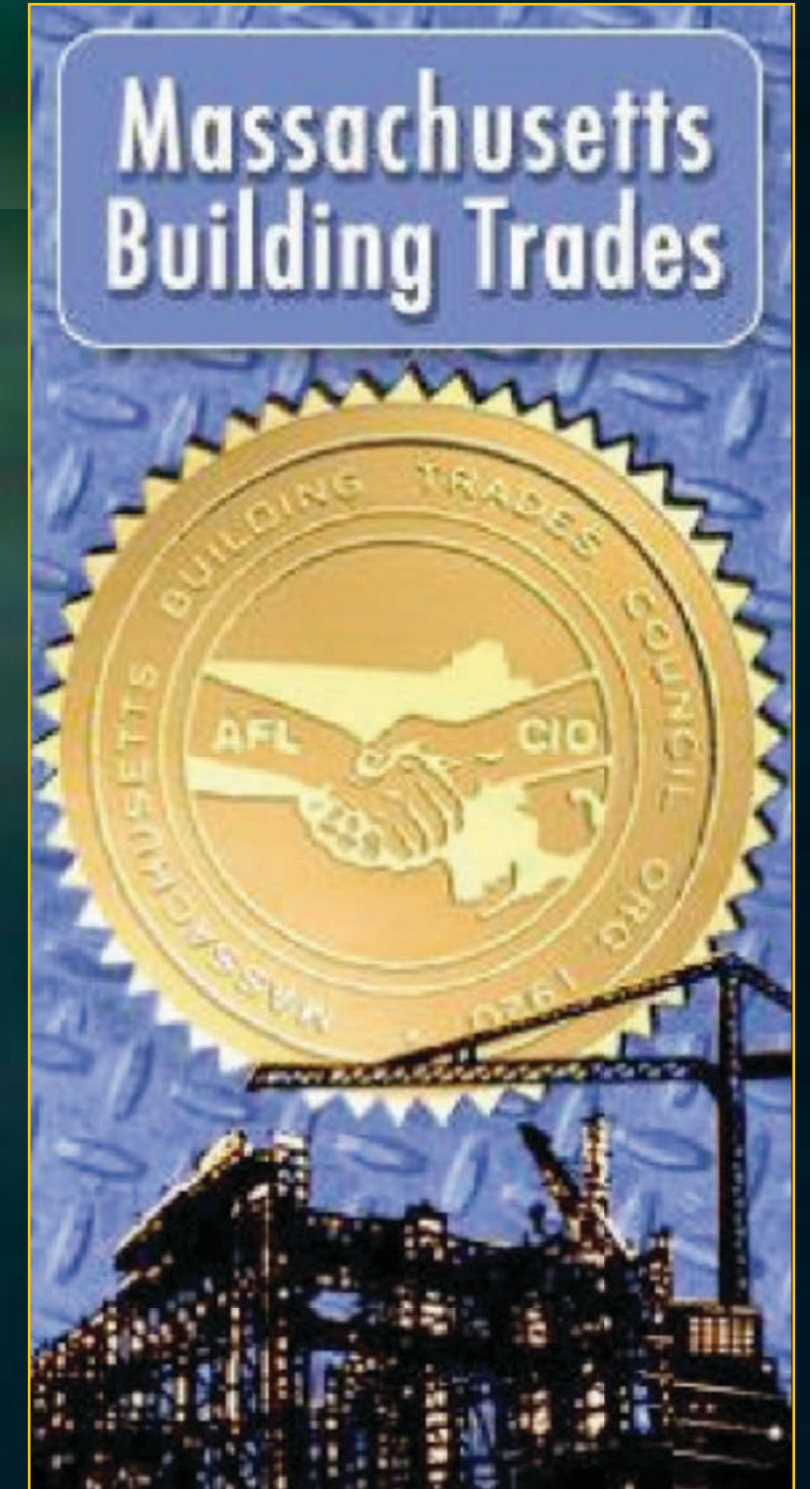
- **June 5, 2018: Leadership Team Meeting**
- **Topics discussed:**
 - CPN Leadership, Membership, & Structure
 - Referrals to local trade unions
 - July 11th CPN, Union, & Community Construction Diversity Task Force meeting; convened by MGM Construction Diversity Team
 - October 2018 MGM Construction Diversity Close Out Event
 - How to share the current list of diverse union workers with other local developers



UNION PARTNERSHIP & OUTREACH

MGM & Tishman Staff continue to meet with union business managers to continue union partnership work including:

- MGM Union Labor Pool Review
- Union Diversity Participation Review Meetings - with Tishman Construction
- PLA Meetings with Tishman Construction and the Pioneer Valley Building Trades to discuss union issues including Current Diversity Participation, Upcoming Scopes of Work, Issues with Subcontractor Diversity Compliance and Anticipated Labor Needs. PLA Mtg. held on 6-17-18
- Planning for continued diversity on the job until opening and construction close out



UNION PARTNERSHIP & OUTREACH

Continued referrals and tracking of new diverse union applicants in their union application process

- **Six (6) newly identified union members** looking for work identified through outreach and added to the MGM Springfield Available Labor Pool list and shared with General Contractors and Subcontractors looking for union workers
- **Two (2) new diverse individuals** put in union apprenticeship applications this month; will work with CPN Work Readiness Team to track application outcome
- Apprenticeship Update: To date, there have been **at least 450 apprentices** who have worked on the MGM site



OTHER DIVERSITY WORK & OUTREACH/ UPCOMING EVENTS

Upcoming Events:

- **July 10, 2018:** Western Mass. Tradeswomen Tuesday
- **July 18, 2018:** CPN, Union, & Community Construction Diversity Task Force Meeting
- **October 2018:** MGM Construction Diversity Appreciation Event



JULY 2018 DIVERSITY SUCCESS STORY



Elise Irish

**Principal
Spec Design Group**

Construction Workforce



WORKFORCE DIVERSITY STATISTICS - UNION

AS OF JUNE 30, 2018

Group	Project Goals	Project To Date %
Women	6.90%	7.50%
Minority	15.30%	22.25%
Veteran	8.00%	8.56%

Notes:

(1) Statistics include all workforce reports that were received by MGM as of June 30, 2018.

WORKFORCE DIVERSITY STATISTICS - TOTAL

AS OF JUNE 30, 2018

Group	Project Goals	Project To Date %
Women	6.90%	8.59%
Minority	15.30%	21.46%
Veteran	8.00%	8.93%

Notes:

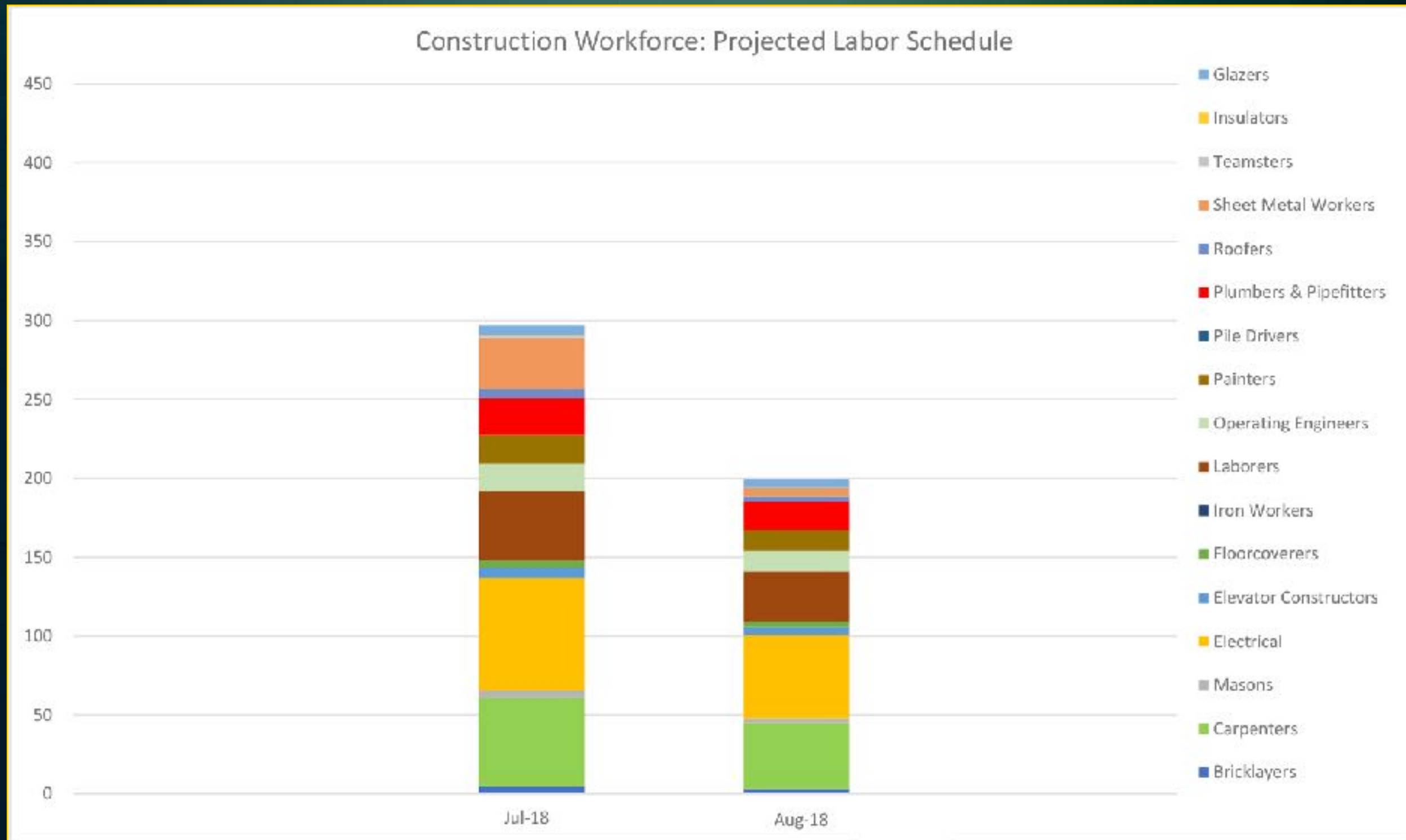
- (1) Statistics include all workforce reports that were received by MGM as of June 30, 2018.
- (2) The Diversity plan approved by the MGC allows reporting to include hours allocated to multiple diversity categories. 5.13% of total workforce hours are included in two of the diversity categories and 0.17% 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 2nd Quarter 2018 is as follows:
 - Approximately 35% are from Springfield/ Surrounding Communities
 - Approximately 55% are from Western Massachusetts
 - Approximately 71% are from Massachusetts

WORKFORCE 3 MONTH LOOK AHEAD

1. **Work in Progress** - Scaffolding
2. **Work in Progress** - Garage Interior MEP, Sprinklers, Storm
3. **Work in Progress** - MEP Distribution for Podium
4. **Work in Progress** - Garage Elevators
5. **Work in Progress** - Podium roofing
6. **Work in Progress** - Interior Framing
7. **Work in Progress** - Offsite Roadwork
8. **Work in Progress** - Hotel MEP
9. **Work in Progress** - Electrical/ Low Voltage
10. **Work in Progress** - Food Service Equipment
11. **Work in Progress** - Exterior Facade
12. **Work in Progress** - Exterior Windows
13. **Work in Progress** - Daycare
14. **Work in Progress** - Armory Button Up Scope
15. **Work in Progress** - Security/Surveillance
16. **Work in Progress** - Gaming Floor Interior Finishes
17. **Work in Progress** - Banquet Fit Out
18. **Work in Progress** - Cinema MEP
19. **Work in Progress** - Hotel Interior Finishes
20. **Work in Progress** - French Church Build Out
21. **Work in Progress** - Door & Hardware
22. **Work in Progress** - Commission of Systems
23. **Work in Progress** - Armory Interior Steel
24. **Work in Progress** - Plaza Truss install
25. **Work in Progress** - Casino Floor Load In
26. **Work in Progress** - Hardscape / Landscape
27. **Work in Progress** - Trailer Demobilization
28. **Work in Progress** - DaVinci Park Work
29. **Work in Progress** - Cinema Fit Out
30. **Work in Progress** - Retail Fit Out
31. July 2018 - Murals & Iconic Signage
32. July 2018 - Final Clean
33. July 2018 - Exterior Aging
34. July 2018 - Lighting Aiming
35. August 2018 - TCO

CONSTRUCTION WORKFORCE

PROJECTED LABOR SCHEDULE



Design & Construction Payments



DESIGN & CONSTRUCTION PAYMENTS

AS OF JUNE 30, 2018

Group	Project Goals	Payments	Variance	Company Count	Value
WBE	10.0%	20.4%	10.4%	73	\$97.5M
MBE	5.0%	6.9%	1.9%	45	\$33.2M
VBE	2.0%	6.5%	4.5%	25	\$30.9M

Notes:

(1) Total Payments through May 31, 2018 are \$477.2M. Total payments is inclusive of \$90.5M 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.

WBE = Woman-owned Business Enterprise; MBE = Minority-owned Business Enterprise; VBE = Veteran-owned Business Enterprise.

Design & Construction Commitments



DESIGN & CONSTRUCTION COMMITMENTS

AS OF JUNE 30, 2018

Group	Project Goals	Commitments	Variance	Company Count	Value
WBE	10.0%	21.2%	11.2%	80	\$121.1M
MBE	5.0%	8.0%	3.0%	48	\$45.7M
VBE	2.0%	6.6%	4.6%	25	\$37.6M

Notes:

(1) Total Commitments through June 30, 2018 are \$571.4M.

(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 JUNE 30, 2018

Group	Project Goals	Commitments	Company Count	Value
WBE	10.0%	15.9%	21	\$8.0M
MBE	5.0%	13.4%	19	\$6.7M
VBE	2.0%	6.1%	3	\$3.0M

Notes:

(1) Total Commitments through June 30, 2018 are \$50.1M.

(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 JUNE 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 May 31, 2018.
- WBE = Woman-owned Business Enterprise; MBE = Minority-owned Business Enterprise; VBE = Veteran-owned Business Enterprise.

DESIGN & CONSULTING COMMITMENTS

AS OF JUNE 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	Marshall Moya Design, LLC	Architectural Services	Washington, DC	MBE
26	Maryann Thompson Architects	Architectural Design Services	Henderson, NV	WBE
27	MCLA, Inc.	Lighting	Washington, DC	WBE
28	Moya Design Partners	Interior Design	Henderson, NV	WBE
29	Nitsch Engineering, Inc.	Engineering Services	Boston, MA	WBE
30	Pristine Engineers, Inc.	MEP Peer Review Services	Raynham, 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 May 31, 2018.
- WBE = Woman-owned Business Enterprise; MBE = Minority-owned Business Enterprise; VBE = Veteran-owned Business Enterprise.

DESIGN & CONSULTING COMMITMENTS

AS OF JUNE 30, 2018

Ref	Company	Scope	Location	Diversity Status
31	Pro Cure, LLC	FFE Project Management	National Harbor, MD	WBE
32	Renderready, LLC	Rendering and Graphic Design	Albuquerque, NM	MBE
33	RSE Associates, Inc.	Engineering Design	Watertown, MA	MBE
34	Sign Design, Inc.	Signage Design	Brockton, MA	WBE
35	Soden Sustainability Consulting, LLC	LEED	Winchester, MA	WBE
36	Spec's Design Group, LLC	Interior Design	Springfield, MA	WBE
37	Stevens & Associates	Façade Stabilization Design	Brattleboro, VT	VBE
38	Timothy Haahs & Associates, Inc.	Architect and Engineer of Record/ Parking Consultant	Blue Bell, PA	MBE
39	Two Twelve	Graphic Designer	New York, NY	WBE
40	US Inspection & Consulting, LLC	Construction Inspections	Lake Havasu City, AZ	MBE
41	VAV International, Inc.	Mechanical Consulting	Woburn, MA	MBE
42	WA Architects, Inc.	Architectural Services	Cleveland, OH	MBE
43	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.
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- WBE = Woman-owned Business Enterprise; MBE = Minority-owned Business Enterprise; VBE = Veteran-owned Business Enterprise.

Construction Commitments



CONSTRUCTION COMMITMENTS

AS OF JUNE 30, 2018

Group	Project Goals	Commitments	Company Count	Value
WBE	10.0%	21.7%	59	\$113.1M
MBE	5.0%	7.5%	29	\$39.0M
VBE	2.0%	6.6%	22	\$34.6M

Notes:

(1) Total Commitments through June 30, 2018 are \$521.3M.

(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.

DIVERSE CONSTRUCTION COMPANIES

AS OF JUNE 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:

(1) Green highlighted companies have worked on site and been paid as of May 31, 2018.

WBE = Woman-owned Business Enterprise; MBE = Minority-owned Business Enterprise; VBE = Veteran-owned Business Enterprise.

DIVERSE CONSTRUCTION COMPANIES

AS OF JUNE 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	Construction Labor Unlimited	Labor/Clean-Up	West Springfield, MA	WBE
33	Coghlin Electrical Contractors, Inc.	Electrical Services	Worcester, MA	WBE
34	C.R. Levesque Trucking Corp.	Hauling & Equipment Transportation	Monson, MA	WBE
35	Critical Power Testing and Maintenance, Inc.	Commissioning	Amesbury, MA	VBE
36	CSL, Inc.	Daycare Landscaping	Ludlow, MA	WBE
37	Dagle Electrical Construction Corp.	Offsite Improvements - Electrical	Melrose, MA	WBE

Notes:

(1) Green highlighted companies have worked on site and been paid as of May 31, 2018.

WBE = Woman-owned Business Enterprise; MBE = Minority-owned Business Enterprise; VBE = Veteran-owned Business Enterprise.

DIVERSE CONSTRUCTION COMPANIES

AS OF JUNE 30, 2018

Ref	Company	Scope	Location	Diversity Status
38	Davenport Advisors, LLC	Property Management/ Maintenance	Boston, MA	MBE
39	DeLucca Fence Company, Inc	Offsite Improvements - Guardrail	Methuen, MA	WBE
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

Notes:

(1) Green highlighted companies have worked on site and been paid as of May 31, 2018.

WBE = Woman-owned Business Enterprise; MBE = Minority-owned Business Enterprise; VBE = Veteran-owned Business Enterprise.

DIVERSE CONSTRUCTION COMPANIES

AS OF JUNE 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

Notes:

(1) Green highlighted companies have worked on site and been paid as of May 31, 2018.

WBE = Woman-owned Business Enterprise; MBE = Minority-owned Business Enterprise; VBE = Veteran-owned Business Enterprise.

DIVERSE CONSTRUCTION COMPANIES

AS OF JUNE 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

Notes:

(1) Green highlighted companies have worked on site and been paid as of May 31, 2018.

WBE = Woman-owned Business Enterprise; MBE = Minority-owned Business Enterprise; VBE = Veteran-owned Business Enterprise.

DIVERSE CONSTRUCTION COMPANIES

AS OF JUNE 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	Tavares, LLC	Fireproofing	Providence, RI	MBE
99	T & M Equipment Corporation	Excavating Contractor	Springfield, MA	VBE
100	Titan Roofing Company	Roofing	Springfield, MA	MBE
101	Total Mechanical Service Corp.	Pool Mechanical Contractor	Plymouth, MA	MBE
102	Triton Leasing and Rental, Inc.	Demolition & Abatement	Feeding Hills, MA	WBE
103	Turtle & Hughes, Inc.	Podium Unistrut Supplier	Linden, NJ	WBE
104	United Personnel Services, Inc.	Kitchen Equipment Labor	Springfield, MA	WBE
105	Ultimate Abatement Company, Inc.	Abatement	Plainfield, MA	WBE
106	Welch Associates Land Surveyors, Inc.	Land Surveying	West Bridgewater, MA	WBE
107	West Floor Covering, Inc.	Sales and Installation of Floor Coverings	Pembroke, MA	WBE
108	Willow Tree Outdoor, LLC	Landscape	Springfield, MA	WBE
109	Woodchuck's Building & Hone Center	Construction Supplier	Rockland, MA	MBE
110	Younger Brothers Construction, LLC	Materials Supplier	Watertown, MA	MBE

Notes:

(1) Green highlighted companies have worked on site and been paid as of May 31, 2018.

WBE = Woman-owned Business Enterprise; MBE = Minority-owned Business Enterprise; VBE = Veteran-owned Business Enterprise.

APPENDIX C

CONSTRUCTION WORKFORCE STATISTICS AS OF JUNE 30, 2018

MGM Springfield

Workforce Diversity Report (By Company)

As of: June 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	%
138	The Pappas Company, Inc.	-	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	3	92.00	24.00	26.09%	60.00	65.22%	0.00	0.00%
139	Tishman	11	1,440.00	480.00	33.33%	640.00	44.44%	0.00	0.00%	28	41,941.00	10,301.00	24.56%	10,840.00	25.85%	7,120.00	16.98%
140	Titan Roofing, Inc.	-	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	121	32,643.25	449.25	1.38%	5,382.00	16.49%	2,391.75	7.33%
141	T.J. Conway Company	11	1,239.00	0.00	0.00%	336.00	27.12%	160.50	12.95%	82	56,487.75	2,237.00	3.96%	9,722.75	17.21%	10,062.50	17.81%
142	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%
143	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%
144	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%
145	Universal Electric Co.	-	0.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	18	5,635.00	556.50	9.88%	1,284.50	22.80%	394.00	6.99%
146	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%
147	Whitehawk Construction Company Inc.	19	1,456.00	136.00	9.34%	232.00	15.93%	0.00	0.00%	38	10,935.00	879.00	8.04%	1,522.00	13.92%	524.00	4.79%
148	William Roberts Electric Co., Inc.	6	198.00	0.00	0.00%	0.00	0.00%	0.00	0.00%	25	16,235.00	488.00	3.01%	334.00	2.06%	0.00	0.00%
149	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%
150	Winterberry Irrigation, LLC	2	140.00	0.00	0.00%	140.00	100.00%	0.00	0.00%	3	557.50	0.00	0.00%	300.00	53.81%	0.00	0.00%
151	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%
152	Wolverine Fire Protection Co	15	1,574.00	114.00	7.24%	448.00	28.46%	0.00	0.00%	34	31,106.00	2,146.00	6.90%	6,048.00	19.44%	1,591.00	5.11%
153	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%
Total - Unions		997	102,095.40	7,123.00	6.98%	22,545.50	22.08%	5,525.50	5.41%	5,149	2,074,589.63	155,589.71	7.50%	461,603.82	22.25%	177,654.50	8.56%
154	On-Site Design / Management	120	8,766.75	1,376.00	15.70%	1,993.25	22.74%	1,107.50	12.63%	549	346,508.98	52,265.60	15.08%	58,080.43	16.76%	38,605.80	11.14%
Total		1,117	110,862.15	8,499.00	7.67%	24,538.75	22.13%	6,633.00	5.98%	5,698	2,421,098.61	207,855.31	8.59%	519,684.25	21.46%	216,260.30	8.93%

Totals - Overall			
Group	Project Goals	Project To Date	Delta
Women	6.90%	8.59%	1.69%
Minority	15.30%	21.46%	6.16%
Veteran	8.00%	8.93%	0.93%

Notes:

(1) Statistics include all workforce reports that were received by MGM as of June 30, 2018

(2) The total number of unique union workers that have worked on site is approximately 4,621. The 5,149 union workers identified above includes workers that have worked for multiple companies.

APPENDIX D

LETTER REGARDING COST OF CONSTRUCTION AND CAPITALIZATION OF GAMING LICENSE



September 11, 2018

Massachusetts Gaming Commission
101 Federal Street, 12th Floor
Boston, MA 02110

Re: Quarterly Report – Second 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 June 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

Total estimated eligible capital costs is \$729.0mm. This total consists of: (i) \$619.2mm for construction and design; (ii) \$62.7mm for furniture, fixture, and equipment, and (iii) \$47.1mm for operating supplies and equipment. As of June 30, 2018, the following amounts have been incurred toward those categories: (i) \$591.7mm for construction and design; (ii) \$20.4mm for furniture, fixture, and equipment; and (iii) \$30.4mm for operating supplies and equipment.

Ineligible Costs

Total estimated ineligible costs include: (iv) \$85.0mm for license/application fee; (v) \$135.1mm for pre-opening expenses and host community costs; (vi) \$9.4mm for project contingency; (vii) \$60.7mm for land; and (viii) \$75.5mm for capitalized interest. As of June 30, 2018, the following amounts have been incurred toward those categories: (iv) \$85.0mm for license/application fee; (v) \$95.2mm for pre-opening expenses and host community costs; (vi) \$0.0mm in project contingency costs; (vii) \$60.7mm for land; and (viii) \$57.5mm 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 Blue Tarp reDevelopment, LLC (the “Licensee”), including MGM’s Quarterly Report on Form 10-Q for the quarter period ended June 30, 2018, filed with Securities and Exchange Commission (the “SEC”) on August 3, 2018, which is available at 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,

A handwritten signature in blue ink, appearing to read 'Courtney Wenleder', with a long, sweeping horizontal line extending to the right.

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 Q2 2018

CURRENT SITE PROGRESS



Aerial View - June 19, 2018

CURRENT SITE PROGRESS



Aerial View – June 19, 2018

HOTEL EXTERIOR PROGRESS



Hotel Exterior - May 30, 2018



Hotel Exterior - July 3, 2018

HOTEL EXTERIOR PROGRESS



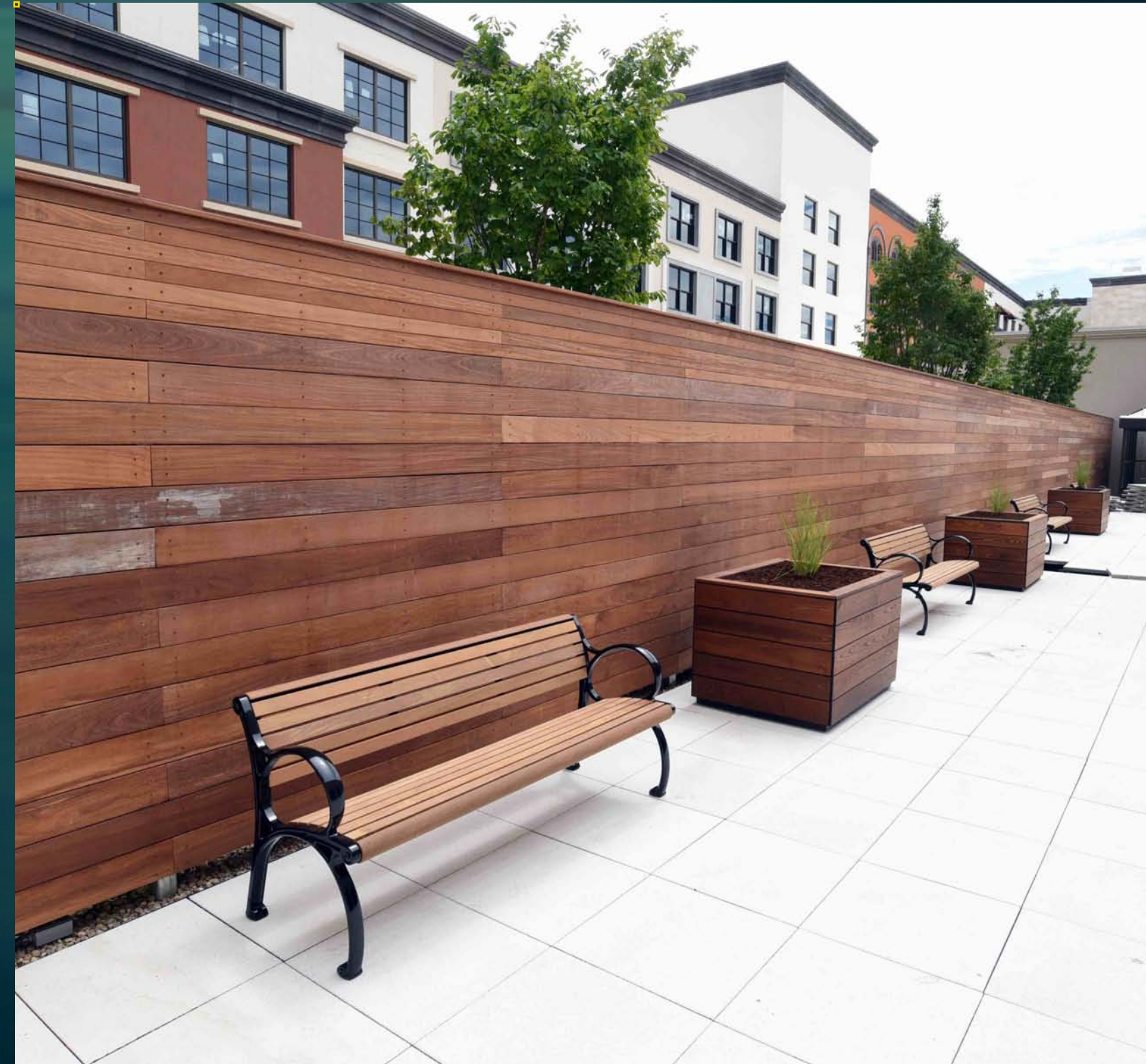
Hotel Exterior - June 20, 2018

Hotel Exterior - June 20, 2018

PODIUM / PARKING EXTERIOR PROGRESS



Parking Garage Signage - June 1, 2018



Employee Break Area - June 20, 2018

PODIUM EXTERIOR PROGRESS



Podium Exterior - June 20, 2018



Podium Exterior - June 20, 2018

ARMORY / CHURCH PROGRESS



Armory Progress - June 20, 2018

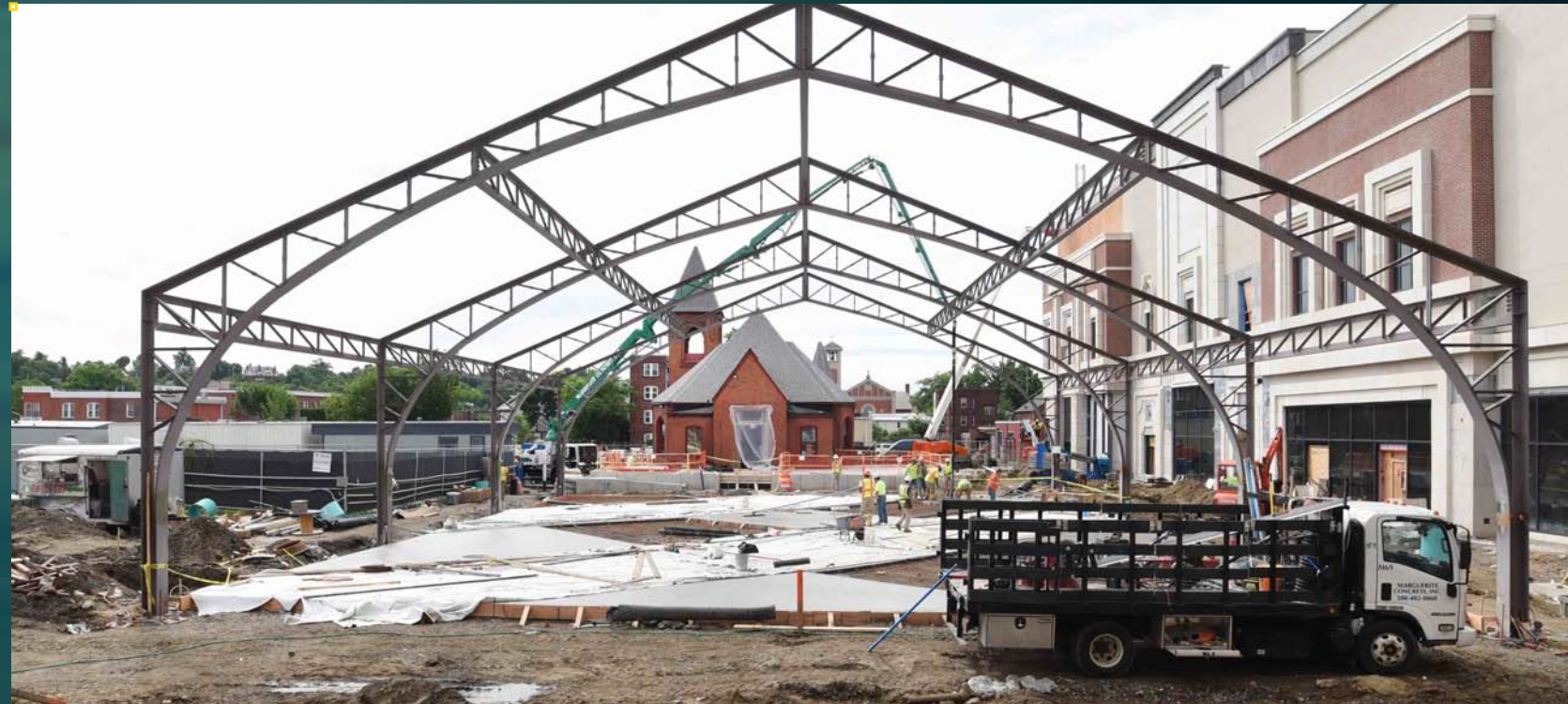


Church Exterior Progress - June 20, 2018

HARDSCAPE / LANDSCAPE PROGRESS



MGM Way - May 30, 2018



Entertainment Block 1 - June 20, 2018



Entertainment Block 2 - June 20, 2018



Entertainment Block 2 - July 3, 2018

DAYCARE PROGRESS



Daycare Progress - June 27, 2018



Daycare Progress - June 27, 2018

WORKERS' BBQ

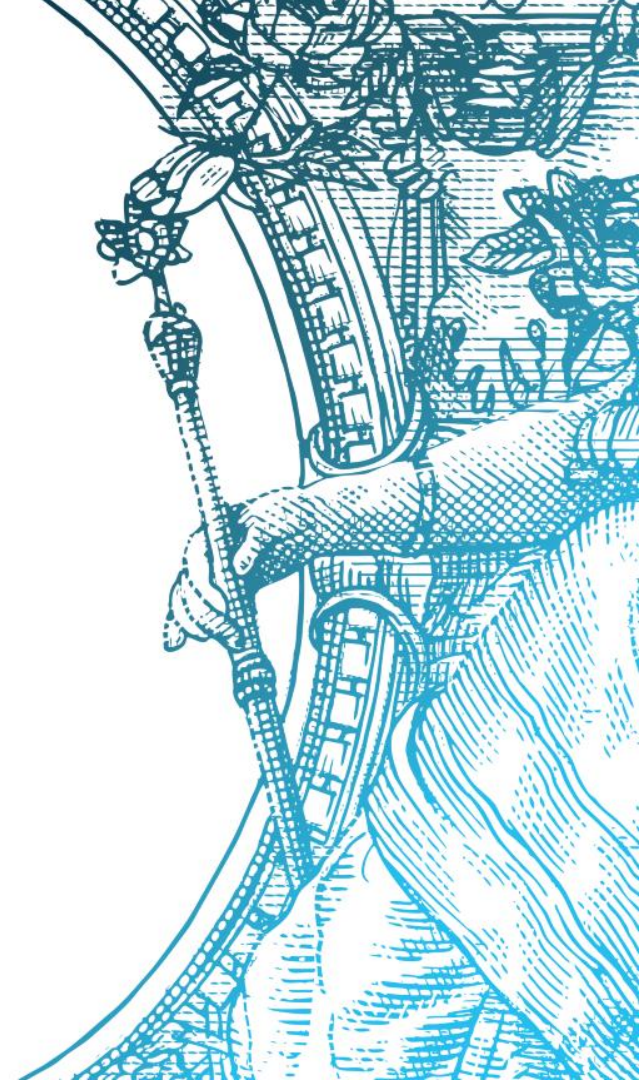


Worker's BBQ - June 27, 2018



MGM SPRINGFIELD GRAND OPENING

September 13, 2018





















25 AUG 2018

Pay to the order of **MySQL Thomas J. Sullivan foundation** \$8,642.60
Eight Thousand six hundred fourty two dollars and 60/100

Donation **DROPKICK MURPHY'S**

042518 011003 0001







MGM
SPRINGFIELD
HAVE
A GREAT
WIDE!
Ride to Remember
SPRINGFIELD, MA
Fallen, but not forgotten.

ARCADE

MGM
SPRINGFIELD
MGM SPRINGFIELD



WALK
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REMEMBER
Ride to Remember
Cycling for Children
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WALK
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Ride to Remember
Cycling for Children

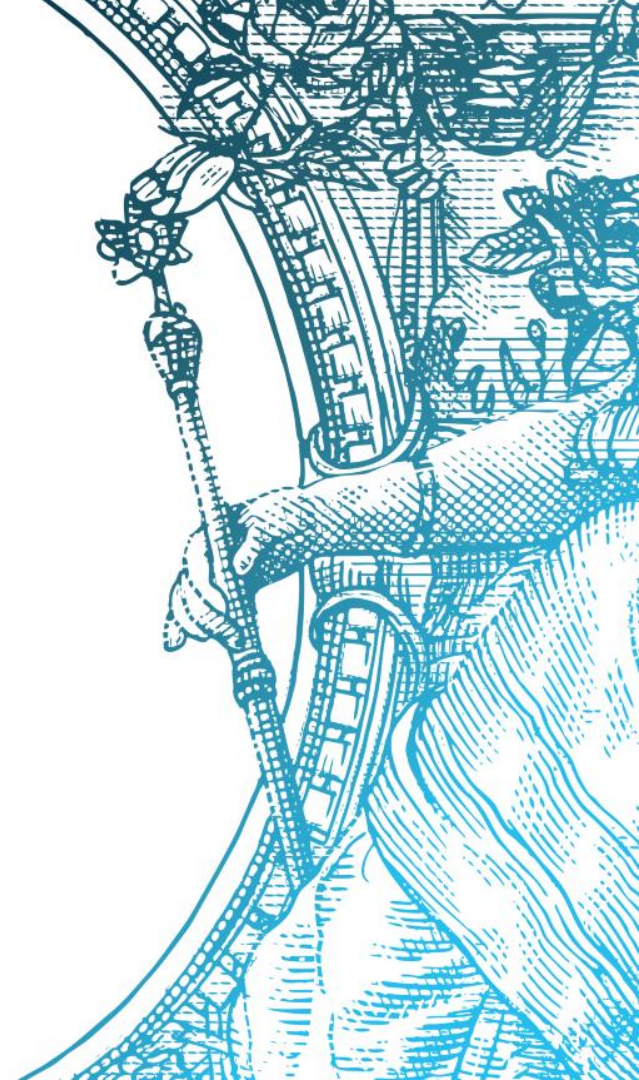
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MGM SPRINGFIELD GRAND OPENING

September 13, 2018





MASSACHUSETTS GAMING COMMISSION

PURSUANT TO THE POWER AND AUTHORITY GRANTED TO IT BY
CHAPTER 23K OF THE MASSACHUSETTS GENERAL LAWS,
HEREBY PRESENTS THIS OPERATION CERTIFICATE TO

Blue Tarp reDevelopment, LLC
d/b/a MGM Springfield

ON THE PREMISES OF THE CATEGORY 1 GAMING ESTABLISHMENT LOCATED IN SPRINGFIELD, MASSACHUSETTS FOR THE OPERATION OF UP TO

3000 SLOT MACHINES / 125 TABLE GAMES / 3850 GAMING POSITIONS

THIS CERTIFICATE IS SUBJECT TO THE LICENSEE'S COMPLIANCE WITH CHAPTER 23K OF THE GENERAL LAWS,
THE REGULATIONS OF THE MASSACHUSETTS GAMING COMMISSION PROMULGATED THEREUNDER, AND ALL OTHER APPLICABLE LEGAL REQUIREMENTS.

EFFECTIVE SEPTEMBER 13, 2018

Commissioner

Commissioner

Chairman

Commissioner

Commissioner





TO: MGC Commissioners

FROM: John Ziemba, Ombudsman
Mary Thurlow, Program Manager

CC: Ed Bedrosian, Executive Director
Catherine Blue, General Counsel

DATE: September 7, 2018

RE: Reappointment Recommendations for Subcommittee Members under the
Gaming Policy Advisory Committee

Pursuant to M.G.L. c. 23K, Section 68, the Commission is required to make appointments to several committees under the Gaming Policy Advisory Committee ("GPAC"). Last year the Commission made several one year appointments to the Local Community Mitigation Advisory Committee which expired on June 25, 2018. We are recommending that the Commission consider reappointing such members for an additional one year term. We also recommend that these appointees continue to serve at the pleasure of the Commission.

Local Community Mitigation Advisory Committees ("LCMAC")

The purpose of these subcommittees are to provide information and develop recommendations for the Community Mitigation Advisory Subcommittee on issues related to the gaming facilities in each region and present information to the Commission on any issues related to the gaming establishment located in each region. Below are the biographies of the members that were presented to the Commission last year.

Region A LCMAC

Colin Kelly - Chamber of Commerce Representative

A long-time resident of Everett, Colin Kelly is a 1980 graduate of Pope John XXIII High School. He attended Suffolk University and graduated with a Bachelor's Degree in Business Administration in 1984.

He displayed an interest in community service early on in his career and was elected to the Everett Common Council in 1989, where he served for 11 years. Since then he has contributed much of his time to community service and charitable organizations. He has been a Director of the Everett Business Education Cooperative, the Cambridge Health Alliance Foundation, Founding member of the Everett Technology Center, Keverian School Council, Past Distinguished President of the Everett Kiwanis, Director of the Everett Chamber of Commerce and former Trustee for Pope John XXXIII High School.

He began a career in retailing with the Purity Supreme Company after his graduation. In 1986 he purchased Paul's Cold Cuts in Everett. In 1995, he expanded the business and built a new building with a full service restaurant and a catering business. In 1997 he added another location in Charlestown MA, the Galley Cafe. In 2006 Kelly left the food industry completely to pursue new interests.

In 2000, he was elected the Executive Director of the Everett Chamber of Commerce. He also served as



Massachusetts Gaming Commission

101 Federal Street, 23rd Floor, Boston, Massachusetts 02110 | TEL 617.979.8400 | FAX 617.725.0258 | www.massgaming.com

the Clerk and a Director of the Everett Development and Financial Corporation. With his background in government he was influential in developing strong relations with government and business leaders alike. He was instrumental in starting Everett events such as the River Fest and the September 11 Memorial Remembrance Ceremony.

In 2006 he joined Schnitzer Steel Industries as the Government Relations Manager for the Northeast area and in 2014 was selected as the Corporate Director of Government Relations.

Mayra I. Negrón-Rivera, Chief Operating Officer of IBA (Human Service provider position)

Mayra I. Negrón-Rivera has almost 20 years of experience in business, finance, and operations. She is in charge of Real Estate, Asset Management and Property Management of a Community Development Corporation of 521 Unit Portfolio.

She started at IBA in 2000 as an accountant, and steadily took on roles with increasing responsibility – growing from senior accountant, to Chief Financial Officer, Chief Financial and Administration Officer, and into her current role as COO in 2013. In 2009, she spent four months as IBA’s Interim CEO, while CEO was on a Barr Fellowship sabbatical. She currently oversees all of IBA’s administrative functions, including property management, asset management, and real estate development. Prior to her work with IBA, she served as operations manager at Negrón Ice and Water in Puerto Rico.

Her civic involvement includes membership on boards and committees at organizations ranging from Boston Redevelopment Authority-CAC, Dana Farber, South End Community Health Center, Massachusetts General Hospital, O’Bryant and Blackstone Schools, and Boston Real Estate Investors Association.

She holds a BA in business administration from the University of Puerto Rico.

In order for the Region A LCMAC to be complete, it needs to fill a Regional Economic Development Organization representative and one position of a Human Service provider position. The Commission staff is investigating potential members.

Region B LCMAC

Kate Kane – Region B LCMAC – Chamber of Commerce Representative

Kate Kane has informed us that she plans to end her time as an appointed LCMAC member. However, Ms. Kane agreed to attend this year’s LCMAC meetings scheduled while the Commission works to locate a replacement. We have been in contact with the Greater Springfield Chamber of Commerce about finding a candidate.

Kate Kane, CLU is the Managing Director for Northwestern Mutual in Springfield, Massachusetts. She has worked for Northwestern Mutual since 1986. Her career with Northwestern Mutual includes positions as office manager, recruiter, compliance specialist, and Director of New Representative Training and Development. She became a Financial Representative in 1999, a Field Director in 2001, and a Managing Director in 2003. Kate graduated cum laude from Vassar College with a degree in English. She lives in West Brookfield, Massachusetts with her husband, Craig.

Ms. Kane’s participation in volunteer work include: Chair, Board of Trustees, Sisters of Providence Health System, Springfield, MA; Treasurer, Board of Trustees, Springfield Museums Association, Springfield, MA Board Member, College of Business Advisory Board, Western New England University, Springfield, MA Board Member, Business Leaders for Education, Springfield,

MA; and Board Member, Dress for Success Western MA, Springfield, MA.

Ms. Kane has been the recipient of the following awards: Richard J. Moriarty Citizen of the Year 2015, Affiliated Chambers of Commerce of Greater Springfield, MA; Woman of the Year Award 2012, Western MA Women Magazine; Woman of the Year Award, 2011, Professional Women's Chamber, Affiliated Chambers of Commerce of Greater Springfield, MA; Difference Maker, *BusinessWest*, Springfield, MA, 2009; and Northwestern Mutual Foundation Community Service Award, Dress for Success Western Massachusetts, 2003.

Richard K. Sullivan, Jr. – Region B LCMAC – Regional Economic Development Organization

Richard K. Sullivan, Jr. is the President & Chief Executive Officer of the Economic Development Council of Western Massachusetts, a private non-profit corporation that provides resources and information to businesses operating in or entering the region by aiding in expansion, relocation and networking.

Before he became President & CEO of the EDC he was the Governor Deval Patrick's top advisor and worked with all members of the Cabinet to advance the Administration's agenda.

Prior to being named Patrick's Chief of Staff, Rick served as Secretary of the Executive Office of Energy and Environmental Affairs, overseeing the Commonwealth's six environmental, natural resource and energy regulatory agencies: the Departments of Environmental Protection, Public Utilities, Energy Resources, Conservation & Recreation, Agriculture, and Fish & Game. He also served as Chairman of the Massachusetts Water Resources Authority, the Energy Facilities Siting Board, and the Massachusetts Clean Energy Center.

Under his leadership, Massachusetts is the first state in the nation to combine energy and environmental agencies under one Cabinet secretary with the shared mission of bringing clean energy technology to market, curbing greenhouse gas emissions and cutting energy costs. Governor Patrick's land conservation initiative is the largest in the Commonwealth's history, with protection of more than 75,000 acres of land from 2007 to 2010.

Prior to his appointment to the cabinet post at Energy and Environmental Affairs, Secretary Sullivan served as the commissioner of the Department of Conservation and Recreation (DCR). Appointed in June 2007, he ushered in a new era of transparency and accountability at DCR, with posted maintenance schedules for DCR properties and public meetings for all significant DCR initiatives and policies. Under his leadership, DCR completed several large-scale capital improvements in parks statewide, including a two-year, \$21.3 million project at Mt. Greylock State Reservation in Lanesborough that featured rehabilitation of the 13.5-mile Mt. Greylock Road, and a \$9 million renovation of the visitor center at Georges Island in Boston, a facility that includes a concession area, children's playground and a state-of-the-art solar-powered maintenance building. DCR also conducted a Forest Futures Visioning Process to engage residents across the Commonwealth in a discussion of forestry practices in state forests, leading to dramatic expansion of forest reserves that are protected from commercial logging.

Secretary Sullivan served as the mayor of Westfield from 1994 to 2007 and, in that capacity, chairman of the Westfield School Committee. In 2005, Sullivan was recognized by the New England Association of School Superintendents with its annual President Award for Exemplary Contributions to Education.

He is a past president of the Massachusetts Mayors Association, past chairman of the Turnpike Advisory Board, and a past member of the Governor's Local Advisory Committee. He also served as founding president of the Winding River Land Conservancy, which has protected 1,700 acres in western Hampden County.

Sullivan graduated from Westfield High School and holds degrees from Bates College, and Western New England School of Law.

Ellen Patashnick – Region B LCMAC –Human Service Provider (one opening)

Ellen received her undergraduate degree at Northeastern University and her masters degree in counseling from Suffolk University. Early in her career Ellen worked at the Department of Youth Services in Boston with delinquent and pre-delinquent youth and their families. Before moving out to the western part of the state, she worked as a social worker in Roxbury with the Department of Public Welfare and was then promoted to a supervisory position in the Division of Child Guardianship (now the Department of Children and Families). She has held several management positions including Director of the Holyoke and Robert Van Wart DCF offices. Now retired, Ellen is a volunteer disaster responder and instructor for the American Red Cross for both local and national events. Her husband is a retired adoption supervisor.

There is one opening for a Human Service Provider. The Commission staff is investigating potential members.

Other GPAC Subcommittees

In addition to the appointment of non-commission members of the LCMACs, the Commission also made internal appointments to GPAC Subcommittees.

Community Mitigation Advisory Subcommittee

The Community Mitigation Advisory Subcommittee develops recommendations to address community mitigation issues. The Commission has the authority to choose “one representative” of the Commission to be on the Subcommittee. This “representative” could be a member of the Commission, the Executive Director, or a staff member. Last year, the Commission determined that it would designate Lloyd Macdonald for that Subcommittee.

Public Safety Subcommittee:

The Public Safety Subcommittee develops recommendations for regulations to be considered by the Commission to address public safety issues. Last year the Commission designated Commissioner Cameron as the member of the Commission to represent the Commission on the Subcommittee.

Addiction Services Subcommittee:

The Addiction Services Subcommittee develops recommendations for regulations to be considered by the Commission to address issues related to addiction services.

Last year the Commission appointed Mark Vander Linden, Director of Research and Responsible Gambling, as its representative to this Subcommittee.



Review of Policy Questions discussed by the Local Community Mitigation Advisory Committees and the Subcommittee on Community Mitigation Relative to The 2019 Community Mitigation Fund (“CMF”) Guidelines

Policy Questions That Remain From Prior Years

1. Should the Commission place an overall limit on grants for the 2019 CMF?

Background: Given that MGM Springfield is expected to open on August 24, 2018 and that Encore Boston Harbor is expected to open in mid-2019, the CMF will not see a full year’s worth of new revenues for a significant period of time. Approximately \$5.4 million in funding remains unallocated, assuming continuation of previously authorized reserves and further funding of prior awards.

2018 Results: The Commission anticipated authorizing no more than \$6M out of the 2018 CMF. The Commission awarded a total of \$5,403,642.32 of new grant funding. It also authorized \$240,000 in grants from the previously awarded reserves for an expended total of \$12,266,578.35.

2. Should the Commission place a per grant limit for 2019 CMF awards?

Background: As noted, given that MGM Springfield is expected to open on August 24, 2018 and that Encore Boston Harbor is expected to open in mid-2019, the CMF will not see new revenues for a significant period of time.

2018 Results: The Guidelines set specific limits for grant requests \$500,000 for Specific Impact Grants; \$200,000 for Transportation Planning Grants; \$300,000 for each Region A and B for Workforce Development; \$50,000 Non-Transportation Planning and \$200,000 for Tribal Technical Assistance. However, the Commission reserved their ability to authorize funding beyond the amounts.

3. If an overall limit is included, how should the Commission and staff evaluate competitive grants?

Background: It is difficult to make determinations between applications that may not be easily compared, given the wide range of potential mitigation requests.

2018 Results: The review team based their recommendations on specific criteria required of all applications and additional criteria depending upon the type of grant required.



Massachusetts Gaming Commission

4. Should the Commission revisit its determination to authorize planning grants, which require an in-kind match?

Background: In recognition that transportation projects may take many years to plan, the Commission authorized first transportation planning grants in its 2016 CMF Guidelines and funded several projects. In addition, pursuant to its 2015 and 2016 CMF Guidelines, communities may utilize up to \$50,000 of their CMF reserves for planning purposes. In the 2018 Guidelines, the Commission authorized new funding for Non-Transportation Planning purposes.

2018 Results: The Guidelines required in-kind services of planning funds.

5. How and when should the CMF guidelines reflect the work of the Lower Mystic Regional Working Group?

Background: As a result of the Encore MEPA review, the Massachusetts Department of Transportation established a working group to study the regional transportation needs of the Sullivan Square area and I-93 area near Sullivan Square. The recommendations of this group are purely advisory to all parties and are not expected until the late 2018

2018 Results: The Lower Mystic Regional Workforce Group results were not reflected; because the report was not anticipated to be made by the February 1, 2018 deadline.

6. Should the Commission revisit its guideline regarding grants involving private parties?

Background: The 2016 Community Mitigation Fund (“CMF”) Guidelines specified that “[p]rivate non-governmental parties may not directly apply for Community Mitigation Funds. However, governmental entities may apply to the Commission for funds to mitigate impacts to private parties provided that such funding is for a ‘public purpose’ and not for the direct benefit or maintenance of the private party.” The 2016 CMF Guidelines also specified that the Commission did not anticipate awarding any grants involving private non-governmental parties unless the applicant governmental entity, licensee, or both provided significant funds. Questions about this guideline involve the difficulty of ensuring that funding requests are for a public purpose and that any awards would be consistent with the Commonwealth’s Constitution. Further, the funding matching requirement also is potentially difficult.

2018 Results: The 2018 Guidelines stated that “[t]he Commission will not fund any applications for assistance to non-governmental entities unless the applicant governmental entity or the licensee or both provide significant funding to match or partially match the assistance required from the 2018 Community Mitigation Fund. Any such application for assistance to non-governmental entities by a host community must demonstrate that the host community, the licensee, or both will match the assistance required from the 2018 Community Mitigation Fund.”

There was one application submitted on behalf of a private entity. However, no action has yet been taken on that application as of this date.

7. How should the 2019 CMF Guidelines treat multi-year grant requests?

Background: Some 2016 and 2018 awards anticipate future grant requests. Some grants may not be able to be completed in a given fiscal year.

2018 Results: Not specifically addressed. Currently communities are required to apply each year. Each Grant has a 4-year contract limit; some Grants were limited to one year, subject to a request for an extension that would be subject to Commission approval.

8. How should the status of Region C and current litigation involving the potential tribal casino impact the 2019 CMF Guidelines?

Background: It may be unlikely that communities in Region C will experience significant construction or operational impacts by February 1, 2019, the statutory CMF deadline. Communities have expressed the need for technical assistance funding to help evaluate potential impacts.

2018 Results: \$200,000 of funding was set aside for use in Fiscal Year 2019 if there is a more clear determination on Region C status.

9. Should the Commission require a dollar for dollar match for its CMF grants?

Background: In recognition of local funding constraints and relative differences between host and surrounding community agreements, the 2016 CMF Guidelines only required an in-kind match for all communities.

2018 Results: In-kind services or funds were required for Transportation Grants; Workforce Development Projects need to provide detail on in-kind services or workforce funds; and applications involving non-governmental entities require the applicant governmental entity or the licensee or both to provide significant funding to match or partially match.

10. Should communities be reimbursed for the cost of administering CMF grants?

Background: Payment of such costs was not allowed under the 2016 CMF Guidelines, which instead required an in-kind match by communities.

2018 Results: In the 2018 Guidelines, Communities were not able to seek reimbursement, administrative costs were allowed for Workforce Pilot Program applications.

11. Should the 2019 CMF be used to support and help leverage resources to help residents of the Springfield or Everett areas obtain their high school or work readiness credentials to be eligible for employment? If so, at what level?

Background: The Expanded Gaming Act places a priority on the hiring of the unemployed, underemployed, minority individuals, women and veterans at the gaming facilities. It is estimated that 21,000 individuals are on wait lists in MA seeking admission into Adult Basic Education Classes and English Learning language programs, with significant needs for resources in MA Gateway Cities like Springfield and Everett. Both the union construction and the casino operational jobs require a high school diploma or equivalency. The 2018 CMF Guidelines did include a specific allocation for funding work readiness programs related to the gaming facilities. Workforce training, economic development, and other job promotion activities are eligible activities under the state appropriated Gaming Economic Development Fund, which is funded through gaming taxes from Category 1 facilities when they are operational.

2018 Results: The Guidelines allowed these applications. Two educational programs in Region A (totaling \$600,000) and one in Region B (totaling \$300,000) is being initiated. The Commission approved more funding than specified in the Guidelines, given the pressing need for such funding.

12. Should the Commission place a limit on grants in each gaming region based on the projected tax revenues generated for the CMF by the gaming facility in that region? If so, should such limit be instituted during the construction period or when the Category 1 facilities are operational?

Background: The 2016 CMF Guidelines placed no regional limitation on grants for Category 1 facilities but did state that “no more than \$500,000 may be expended for operational impacts related to the Category 2 gaming facility, unless otherwise determined by the Commission.” The CMF is currently funded through a percentage of the license fees paid by both Category 1 facilities (\$7.5 million each from MGM Springfield and Encore Boston Harbor) and the Category 2 facility (\$2.5 million from Plainridge Park). Once operational, 6.5% of the revenues from the tax on the gross gaming revenues from each Category 1 facility will be placed into the CMF. Plainridge Park, now operational, is not required to pay into the CMF, instead paying into the Gaming Local Aid Fund and the Race Horse Development Fund. Any operational Tribal Facility in Taunton would also be required to pay 6.5% of the revenues from the tax on its gross gaming revenues into the CMF; it is not required to pay a license fee).

2018 Results: Although MGM Springfield will be operational and will generate new funds into the CMF by the February 1, 2019 deadline, Encore Boston Harbor will not. If a limit on grants is established now based on revenue generated \$0 dollars would be allocated in new funding available for Region A awards. Further, only approximately 6 months’ worth of contributions into the fund would be available for Region A by the February 1, 2020 application deadline.

13. Should the Commission allow the Hampden County Sheriff's Department to reapply for its FY17 lease assistance?

Background: The Commission awarded \$280,000 to HCSD in lease assistance from the Community Mitigation Fund in 2016 "for Fiscal Year 2018" which was further extended by the Commission into July 2018. Pursuant to the grant letter, "the Commission authorized up to \$280,000 in funding for the cost of the first year of lease assistance for the Western Massachusetts Correctional Addiction Center ("WMCAC")... In order to access lease assistance funding in future years, HCSD would need to reapply for such future year's funding... the Sheriff's Office will be eligible for no more than five years of lease assistance totaling no more than \$2,000,00."

2018 Results: The Sheriff's Department received \$765,000 in lease assistance in 2018 including assistance for both FY 18 and FY 19.

2019 POLICIES TO BE ADDRESSED

1. Should the Commission expressly authorize joint applications by communities?

Background: In 2018 the Commission authorized Joint Transportation and Non-Transportation Planning applications.

2. Should the Commission allow funding to pay for a portion of the construction costs of transportation projects?

Background: To date, the Commission has only authorized funding for the planning or design of transportation projects.

3. How should the Commission approach issues that may arise in 2019 resulting from the operations of the first Category 1 casino (public safety, hiring, education, business issues)? M.G.L. c. 23K §68 states that the Subcommittee on Community Mitigation shall make recommendations on "...how funds may be expended from the Community Mitigation Fund, ...including, but not limited to, the impact on local resources as a result of new housing construction and potential necessary changes to affordable housing laws, increased education costs and curriculum changes due to population changes in the region, development and maintenance of infrastructure related to increased population and utilization in the region and public safety impacts resulting from the facility and ways to address that impact."

Background: The Commission has not witnessed large scale potential impacts resulting from the Plainridge facility. However, planning is necessary now to be able to evaluate mitigation applications involving any operational impacts at the full casino facilities.

4. Should communities be limited to only one (1) Specific Impact Grant?

Background: The 2018 Guidelines specified that Specific Impact Grants were limited to \$500K and specified that only one application was allowed, subject to a waiver.

5. Are the grant limitations (\$500K for a specific impact grant, \$200K for a transportation grant) sufficient for the 2019 program?

Background: While there is a limit on the amount of funds until the full casinos are operational, communities have expressed an interest in more funding for some grants.

6. Should the Commission extend the previously authorized reserves for the 2019 Community Mitigation Fund program and allow communities to continue to access whatever portion of the original \$100,000 that remains unexpended.

Background: Some communities have expended some or all of their reserves. In Region A, 9 communities have allocated their entire reserve and one has allocated a portion; in Region B, currently 4 has allocated its entire reserve and 1 has used a portion; and for Category 2 communities, 4 have allocated their reserve and 1 has used a portion of their reserve.

7. Are the same general analysis factors used in 2018 going to be used for 2019 evaluation?

“The Commission will evaluate any funding requests in the context of any host or surrounding community agreements. Factors used by the Commission to evaluate grant applications may include but not be limited to:

- A demonstration that the impact is being caused by the proposed gaming facility;
- The significance of the impact to be remedied;
- The potential for the proposed mitigation measure to address the impact;
- The feasibility and reasonableness of the proposed mitigation measure;
- A demonstration that any program to assist non-governmental entities is for a demonstrated public purpose and not for the benefit or maintenance of a private party;
- The significance of any matching funds for workforce development pilot program activities or planning efforts, including but not limited to the ability to compete for state or federal workforce, transportation or other funds;
- Any demonstration of regional benefits from a mitigation award;
- A demonstration that other funds from host or surrounding community agreements are not available to fund the proposed mitigation measure;
- A demonstration that such mitigation measure is not already required to be completed by the licensee pursuant to any regulatory requirements or pursuant to any agreements between such licensee and applicant; and
- The inclusion of a detailed scope, budget, and timetable for each mitigation request.”

Background: The factors used in 2018 may need further refinement.

8. Should the Commission authorize more funding for non-transportation related planning for those communities that have expended their reserves?

Background: In 2018, communities could apply for transportation planning. However, no general planning application (except for uses of reserve funds for planning) was authorized under the Guidelines. In at least one instance, a planning application was not funded because it was not deemed transportation planning. Some communities have fully utilized their reserves and thus cannot use reserve for additional planning.

9. In 2018, the commission authorized funding for non-transportation planning. Should the Commission specifically authorize funding for a new connection from the Assembly Square MBTA Station to Encore Boston Harbor?

Background: This important connection has widespread support, would provide an improved alternative method to commute to the Encore Boston Harbor and would vastly improve regional bike and redevelopment networks.



TO: Chairman Crosby, Commissioner Cameron, Commissioner O'Brien,
Commissioner Stebbins, Commissioner Zuniga

FROM: Paul Connelly, Director of Licensing

DATE: September 11, 2018

RE: Gaming Service Employee (SER) Exemptions: Vendor Employees

SUMMARY

The Commission is being asked to consider the following 3 positions for exemption at Plainridge Park Casino(PPC). (“Exemption Identification Forms” are included in the packet.) Each of these positions are employed by Dunkin’ Donuts to perform work on-site at PPC.

VENDOR EMPLOYEE POSITIONS		
Job Profile Number	Position	Department
N/A	Restaurant Manager	Dunkin’ Donuts
N/A	Shift Leader	Dunkin’ Donuts
N/A	Crew Member	Dunkin’ Donuts

Commission staff worked with Dunkin’ Donuts in developing this recommendation and is in agreement with all three positions contained in this packet.

BACKGROUND

On November 2, 2017 Governor Baker signed a statutory amendment which granted the Massachusetts Gaming Commission the authority to exempt certain “Gaming Service Employee” level job positions from the mandatory registration process. At its January 18, 2018 meeting, the Massachusetts Gaming Commission discussed its policy perspective on this exemption authority and provided staff with a framework and process for considering any potential exemptions. Additionally, the Commission endorsed factors for consideration



Massachusetts Gaming Commission

when making exemption determinations. These included whether or not the position involves:

- Work performed on the gaming floor
- Managerial responsibilities in any department
- Supervisory responsibilities in Human Resources, Sales and Marketing
- Responsibilities for alcohol sales, distribution, service, and/or storage
- Access to secure casino back-of-the house areas (including executive offices) without security escort
- Responsibilities for accounting and/or finance relating to the gaming establishment
- "Write" access to gaming-related casino databases
- Responsibilities that potentially impact the integrity of gaming operations, including access to confidential or sensitive information

It is important to note that any exemption decision may be revisited by the Commission at any time, and additional positions may be exempted in the future.



Massachusetts Gaming Commission



MASSACHUSETTS GAMING COMMISSION

IDENTIFICATION OF POTENTIAL POSITIONS FOR EXEMPTION FROM THE REGISTRATION REQUIREMENT BY THE MGC

The Massachusetts Gaming Commission may exempt a job position from categorization as a gaming service employee. See G.L. c. 6, § 172(o); 205 CMR 134.03(4).

GAMING LICENSEE: Dunkin' Donuts (PPC Restaurant Position)

JOB POSITON (AND UNIQUE JOB CODE): Restaurant Manager

JOB DESCRIPTION

EFFECTIVE DATE OF JOB DESCRIPTION:

(The Licensee shall immediately notify the Bureau of changes to any job description for an exempted position.)

A Restaurant Manager is generally responsible for providing strong, positive leadership to his/her team to deliver great and friendly guest experiences, operational excellence and helping to build profitable top line sales. They are typically responsible for overall operation of the restaurant according to Dunkin' Donuts standards, franchisee standards and in compliance with all applicable laws.

(Continue to Page 2)

GAMING LICENSEE CERTIFICATION

The Commission considers the following non-exhaustive list of factors when determining whether or not to exempt a job position. Please indicate information about each factor for the position that has been identified as potentially eligible for exemption.

JOB POSITON (AND UNIQUE JOB CODE): Restaurant Manager

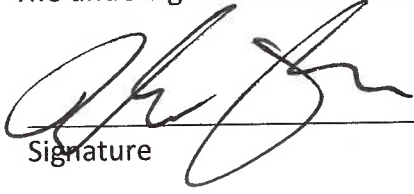
FACTOR	DESCRIPTION / EXPLANATION	
Work performed on gaming floor	None	
Managerial responsibilities in any department	None	
Supervisory responsibilities in Human Resources or Sales and Marketing	None	
Responsibilities for alcohol sales, distribution, service, and/or storage	None	
Access to secure casino back-of-the house areas (including executive offices) without security escort	None	
Responsibilities for accounting and/or finance relating to the gaming establishment	None	
"Write" access to gaming-related casino databases	None	
Responsibilities that potentially impact the integrity of gaming operations, including access to confidential or sensitive information	None	
Other (please set forth other relevant information for exemption consideration)		

(Continue to Page 3)

JOB POSITON (AND UNIQUE JOB CODE):

Restaurant Manager

The undersigned states that the information herein is true and accurate.



Signature

/ Michael Dyndur

/ Printed Name

08/30/18

Date



MASSACHUSETTS GAMING COMMISSION

IDENTIFICATION OF POTENTIAL POSITIONS FOR EXEMPTION FROM THE REGISTRATION REQUIREMENT BY THE MGC

The Massachusetts Gaming Commission may exempt a job position from categorization as a gaming service employee. See G.L. c. 6, § 172(o); 205 CMR 134.03(4).

GAMING LICENSEE: Dunkin' Donuts (PPC Restaurant Position)

JOB POSITON (AND UNIQUE JOB CODE): Shift Leader

JOB DESCRIPTION

EFFECTIVE DATE OF JOB DESCRIPTION:

(The Licensee shall immediately notify the Bureau of changes to any job description for an exempted position.)

Shift leaders are generally responsible for coaching Crew Members throughout their shift to execute operational Brand standards and deliver a great and friendly guest experience. They typically set goals, provide job assignments, and motivate others.

(Continue to Page 2)

GAMING LICENSEE CERTIFICATION

The Commission considers the following non-exhaustive list of factors when determining whether or not to exempt a job position. Please indicate information about each factor for the position that has been identified as potentially eligible for exemption.

JOB POSITON (AND UNIQUE JOB CODE): Shift Leader

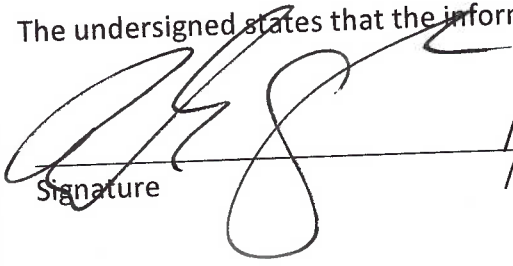
FACTOR	DESCRIPTION / EXPLANATION	
Work performed on gaming floor	None	
Managerial responsibilities in any department	None	
Supervisory responsibilities in Human Resources or Sales and Marketing	None	
Responsibilities for alcohol sales, distribution, service, and/or storage	None	
Access to secure casino back-of-the house areas (including executive offices) without security escort	None	
Responsibilities for accounting and/or finance relating to the gaming establishment	None	
"Write" access to gaming-related casino databases	None	
Responsibilities that potentially impact the integrity of gaming operations, including access to confidential or sensitive information	None	
Other (please set forth other relevant information for exemption consideration)		

(Continue to Page 3)

JOB POSITON (AND UNIQUE JOB CODE):

Shift Leader

The undersigned states that the information herein is true and accurate.



Signature

/ Michael Dyndur

/ Printed Name

08/30/18

Date



MASSACHUSETTS GAMING COMMISSION

IDENTIFICATION OF POTENTIAL POSITIONS FOR EXEMPTION FROM THE REGISTRATION REQUIREMENT BY THE MGC

The Massachusetts Gaming Commission may exempt a job position from categorization as a gaming service employee. See G.L. c. 6, § 172(o); 205 CMR 134.03(4).

GAMING LICENSEE: Dunkin' Donuts (PPC Restaurant Position)

JOB POSITION (AND UNIQUE JOB CODE): Crew Member

JOB DESCRIPTION

EFFECTIVE DATE OF JOB DESCRIPTION:

(The Licensee shall immediately notify the Bureau of changes to any job description for an exempted position.)

Crew members are generally responsible for delivering great and friendly guest experiences. They prepare products according to operational and quality standards and serve them with enthusiasm in a clean, fast paced environment. They work as part of a team to meet guests' needs and give them a reason to come back.

(Continue to Page 2)

GAMING LICENSEE CERTIFICATION

The Commission considers the following non-exhaustive list of factors when determining whether or not to exempt a job position. Please indicate information about each factor for the position that has been identified as potentially eligible for exemption.

JOB POSITON (AND UNIQUE JOB CODE): Crew Member

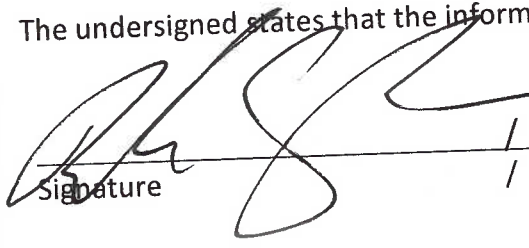
FACTOR	DESCRIPTION / EXPLANATION	
Work performed on gaming floor	None	
Managerial responsibilities in any department	None	
Supervisory responsibilities in Human Resources or Sales and Marketing	None	
Responsibilities for alcohol sales, distribution, service, and/or storage	None	
Access to secure casino back-of-the house areas (including executive offices) without security escort	None	
Responsibilities for accounting and/or finance relating to the gaming establishment	None	
"Write" access to gaming-related casino databases	None	
Responsibilities that potentially impact the integrity of gaming operations, including access to confidential or sensitive information	None	
Other (please set forth other relevant information for exemption consideration)		

(Continue to Page 3)

JOB POSITON (AND UNIQUE JOB CODE):

Crew Member

The undersigned states that the information herein is true and accurate.



Signature

Michael Dyndur

Printed Name

08/30/18

Date



Legal Division

AMENDED SMALL BUSINESS IMPACT STATEMENT

The Massachusetts Gaming Commission (“Commission”) hereby files this amended Small Business Impact Statement in accordance with G.L. c.30A, §5 relative to the proposed amendments to **205 CMR 135.01: Definitions**, and **205 CMR 139.04: Reports and Information to Be Filed with the Commission**, for which a public hearing was held on August 31st, 2018.

These regulations were developed as part of the process of promulgating regulations governing the operation of gaming establishments in the Commonwealth, and are authorized by G.L. c. 23K §§ 4, 5, and 26. The amendments update the process by which the Commission recognizes entities certified as Veteran Business Enterprises (“VBE”).

These amendments will impact small businesses / vendors in terms of a new application process, as a VBE shall only include those entities certified as such by the Supplier Diversity Office, or verified with the U.S. Department of Veterans Affairs. However, vendors previously verified by the Licensing Division will continue to be recognized until the end of their existing contract.

In accordance with G.L. c.30A, §5, the Commission offers the following responses on whether any of the following methods of reducing the impact of the proposed regulation on small businesses would hinder achievement of the purpose of the proposed regulation:

1. Establishing less stringent compliance or reporting requirements for small businesses:

A new application process set forth by these amendments will not affect any compliance or reporting requirements for small businesses.

2. Establishing less stringent schedules or deadlines for compliance or reporting requirements for small businesses:

There are no schedules or deadlines for compliance or reporting requirements for small businesses imposed by these amendments.

3. Consolidating or simplifying compliance or reporting requirements for small businesses:

As no reporting requirements are imposed for any small businesses, consolidation or simplifying compliance would not apply.



Massachusetts Gaming Commission

4. Establishing performance standards for small businesses to replace design or operational standards required in the proposed regulation.

As this is an operational standard that is being modified, there is no option to replace it with any performance standards.

5. An analysis of whether the proposed regulation is likely to deter or encourage the formation of new businesses in the Commonwealth:

The proposed amendments do not deter or encourage the formation of new businesses in the Commonwealth, as they address the manner in which VBE's are recognized only.

6. Minimizing adverse impact on small businesses by using alternative regulatory methods:

There are no alternative regulatory methods to minimize adverse impacts on small businesses.

Massachusetts Gaming Commission
By:

Shara Bedard
Paralegal

Dated: _____



Massachusetts Gaming Commission

205 CMR: MASSACHUSETTS GAMING COMMISSION
205 CMR 135.00: MONITORING OF PROJECT CONSTRUCTION AND
LICENSEE REQUIREMENTS

135.01: Definitions

Veteran's Business Enterprise. (VBE) A Veteran Owned ~~Business~~ **Enterprise** shall have the same meaning as the term ~~“small business concern owned and controlled by veteran(s)”~~ **“Veteran-owned small business concern”** as defined by ~~the United States Department of Veterans Affairs (38 CFR 74.1), whose status can be verified by Vendor Information Pages Verification Program located at www.VetBiz.gov or the successor vendor information and verification system established by or in contract with the federal government~~ **on the U.S. Department of Veterans Affairs Office of Small & Disadvantaged Business Utilization website** or by the Licensing Division of the Massachusetts Gaming Commission. Veteran's Business Enterprise is inclusive of the Service-disabled veteran-owned business as defined in 15 USC § 632. Additionally, the term VBE shall include any entity certified as a VBE, as defined by M.G.L. c. 7, § 58, by the supplier diversity office within the operational services division pursuant to regulations promulgated in accordance with M.G.L. c.7, §61(a).

Comment [TMG1]: Don't need as this is covered under federal definition of VOSBC

Notwithstanding the foregoing, for purposes of 205 CMR 135.02(8) and 139.04(3), effective upon the issuance of an operation certificate to a gaming licensee, the term VBE shall only include those entities certified as such by the supplier diversity office, or verified with the U.S. Department of Veterans Affairs. (Note: vendors previously verified by the Licensing Division will continue to be recognized until the end of their existing contract.)

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

139.04: Reports and Information to Be Filed with the Commission

The following reports and information shall be filed with the commission, or its designee, in the manner and time provided:

(3) Pursuant to M.G.L. c. 23K, § 21(a)(24) and 205 CMR 135.00: *Monitoring of Project Construction and License Requirements*, a detailed annual, and at other times as directed by the commission, statistical report on the total dollar amounts contracted with and actually paid to minority business enterprises, women business enterprises and veteran business enterprises in:

- (a) Design contracts;
- (b) Construction contracts (as the term 'construction' is defined in accordance with 205 CMR 139.04(2)); and
- (c) Contracts for every good and service procured by the gaming establishment.

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



Legal Division

AMENDED SMALL BUSINESS IMPACT STATEMENT

The Massachusetts Gaming Commission (“Commission”) hereby files this amended Small Business Impact Statement in accordance with G.L. c.30A, §5 relative to the proposed amendments to **205 CMR 140.04: Reports and Reconciliation Regarding Gross Gaming Revenue Tax**, for which a public hearing was held on August 31, 2018.

This regulation was developed as part of the process of promulgating regulations governing the operation of gaming establishments in the Commonwealth and is largely governed by M.G.L. c. 23K, §§2, 55, 59, and 60. The amendment updates the protocol for processing the monthly gross gaming revenue report that is filed with the Commission.

This regulation applies solely to the gaming establishments, and it is unlikely that these amendments will impact any small businesses. In accordance with G.L. c.30A, §5, the Commission offers the following responses on whether any of the following methods of reducing the impact of the proposed regulation on small businesses would hinder achievement of the purpose of the proposed regulation:

1. Establishing less stringent compliance or reporting requirements for small businesses:

As a general matter, no small businesses will be impacted by these regulations. Accordingly, there are no less stringent compliance or reporting requirements for small businesses.

2. Establishing less stringent schedules or deadlines for compliance or reporting requirements for small businesses:

There are no schedules or deadlines for compliance or reporting requirements for small businesses imposed by this regulation or amendments.

3. Consolidating or simplifying compliance or reporting requirements for small businesses:

As no reporting requirements are imposed for any small businesses, consolidation or simplifying compliance would not apply.

4. Establishing performance standards for small businesses to replace design or operational standards required in the proposed regulation.



Massachusetts Gaming Commission

No performance or design standards for small businesses are required in this regulation or the proposed amendments therein.

5. An analysis of whether the proposed regulation is likely to deter or encourage the formation of new businesses in the Commonwealth:

The proposed amendments do not deter or encourage the formation of new businesses in the Commonwealth, as they address the handling of funds in gaming establishments only.

6. Minimizing adverse impact on small businesses by using alternative regulatory methods:

There are no alternative regulatory methods to minimize adverse impacts on small businesses.

Massachusetts Gaming Commission

By:

Shara Bedard
Paralegal

Dated: _____



Massachusetts Gaming Commission

140.04: Reports and Reconciliation Regarding Gross Gaming Revenue Tax

CURRENT REG

(1) On or before the 15th calendar day of each month, the gaming licensee shall file a monthly gross gaming revenue report with the commission, in a format acceptable to the commission, which shall reflect the amount of gross gaming revenue actually derived on a daily basis during the preceding month, the amount of daily tax deposits required for that month, the amount of gross gaming revenue derived during the year to the end of the preceding month, and the tax liability for the year calculated to the end of the preceding month. In the event that the total amount of gross gaming revenue tax deposits made for the month is determined to be less than the daily gaming revenue tax liability for that month, the gaming licensee shall remit the requisite additional payment to the commission at the time of submission of the monthly report. In the event that the total amount of the deposit made by the gaming licensee for the month is determined to be greater than the gross revenue tax liability due, the gaming licensee may reduce the amount of its daily deposits in the succeeding month by the amount of the overpayment, which adjustment must be reflected on the daily remittance reports. Nothing in 205 CMR 140.04(1) shall limit any authority of the commission to determine the insufficiency of any gross revenue tax deposit or deposits, to require payments of penalties and interest, or to allow or disallow any claim for refund due to overpayment as may be determined by the commission pursuant to any audits performed for the verification of gross gaming revenues.

NEW REG

(1) On or before the 15th calendar day of each month, the gaming licensee shall file a monthly gross gaming revenue report with the commission, in a format acceptable to the commission, which shall reflect the amount of gross gaming revenue actually derived on a daily basis during the preceding month, the amount of daily tax deposits required for that month, the amount of gross gaming revenue derived during the year to the end of the preceding month, and the tax liability for the year calculated to the end of the preceding month. In the event that the **commission determines the** total amount of gross gaming revenue tax deposits made for the month ~~is determined~~ to be less than the daily gaming revenue tax liability for that month, ~~the gaming licensee shall remit the requisite additional payment to the commission at the time of submission of the monthly report~~ **the commission will invoice the gaming licensee the amount due based on the true up from the daily deposits from the succeeding month.** In the event that ~~the~~ **commission determines the** total amount of the deposit made by the gaming licensee for the month ~~is determined~~ to be greater than the gross **gaming** revenue tax liability due, ~~the gaming licensee may reduce the amount of its daily deposits in the succeeding month by the amount of the overpayment, which adjustment must be reflected on the daily remittance reports~~ **the commission will refund the gaming licensee the amount due based on the true up from the daily deposits from the succeeding month.** Nothing in 205 CMR 140.04(1) shall limit any authority of the commission to determine the insufficiency of any gross revenue tax deposit or deposits, to require payments of penalties and interest, or to allow or disallow any claim for refund due to overpayment as may be determined by the commission pursuant to any audits performed for the verification of gross gaming revenues.