



NOTICE OF MEETING AND AGENDA

Revised: 9/9/22

Pursuant to the Massachusetts Open Meeting Law, G.L. c. 30A, §§ 18-25, and Chapter 107 of the Session Acts of 2022, notice is hereby given of a public meeting of the **Massachusetts Gaming Commission**. The meeting will take place:

Monday | September 12, 2022 | 9:30 a.m.

VIA REMOTE ACCESS: 1-646-741-5292

MEETING ID/ PARTICIPANT CODE: 112 019 3806

Please note that the Commission will conduct this public meeting remotely utilizing collaboration technology. Use of this technology is intended to ensure an adequate, alternative means of public access to the Commission's deliberations for any interested member of the public. If there is any technical problem with the Commission's remote connection, an alternative conference line will be noticed immediately on www.massgaming.com.

All documents and presentations related to this agenda will be available for your review on the morning of the meeting date by visiting our website and clicking on the News header, under the Meeting Archives drop-down.

PUBLIC MEETING - #391

1. Call to Order
2. **Research and Responsible Gaming - Mark Vander Linden, Director**
 - a. **Play My Way Launch at Encore Boston Harbor; September 12**
3. Racing Division – Dr. Alex Lightbown, Director and Chief Veterinarian
 - a. Standard Owners of Massachusetts (SOM) Recognition Request as Breeders' Representative Group – Raymond "Chip" Campbell Jr., President SOM; Nancy Longobardi, Secretary/Treasurer, SOM **VOTE**
 - b. Review of Revisions to Draft Application for License to Hold or Conduct a Racing Meeting for Future Applicants – Todd Grossman, General Counsel; Dr. Alex Lightbown, Director of Racing and Chief Veterinarian **VOTE**
4. Executive Session **VOTE**
 - a. The Commission anticipates that it will meet in executive session to review minutes from previous executive sessions convened 1) in accordance with G.L. c. 30A, § 21(a)(3) in order for the Commission to discuss strategy with respect to litigation where such discussion at an open meeting may have a detrimental effect on the Commission's litigating position; 2) in accordance with G.L. c. 30A, § 21(a)(7) to comply with G.L. c. 23K, § 21(a)(7) for the



Massachusetts Gaming Commission

specific purpose of reviewing the proposed multi-year capital expenditure plan described in 205 CMR 139.09, and any corresponding materials, submitted relative to Encore Boston Harbor and Plainridge Park Casino, as discussion of this matter in public may frustrate the purpose of the statute and associated legal authorities; and 3) in accordance with G.L. c. 30A, § 21(a)(6) to consider the lease of real property, as its discussion at an open meeting may have a detrimental effect on the negotiating position of the Commission.

VOTE

- i. 1/10/22
- ii. 2/10/22
- iii. 6/9/22
- b. The Commission anticipates that it will meet in executive session in accordance with G.L. c.30A, §21(a)(3) to discuss strategy with respect to Massachusetts Gaming Commission v. Landmark American Insurance Co., as discussion at an open meeting may have a detrimental effect on the litigating position of the Commission.
- c. The Commission also anticipates that it will meet in executive session in accordance with G.L. c.30A, §21(a)(3) to discuss strategy with respect to FBT Everett Realty, LLC v. Massachusetts Gaming Commission, as discussion at an open meeting may have a detrimental effect on the litigating position of the Commission.

The public session of the Commission meeting will not reconvene at the conclusion of the executive session.

5. Other Business - Reserved for matters the Chair did not reasonably anticipate at the time of posting.

I certify that this Notice was posted as “Massachusetts Gaming Commission Meeting” at www.massgaming.com and emailed to regs@sec.state.ma.us. **Reposted to Website:** September 9, 2022 1:30 p.m.

September 9, 2022

Cathy Judd-Stein

Cathy Judd-Stein, Chair

*This meeting is open to all interested individuals for viewing.
If there are any questions pertaining to accessibility and/or further assistance is needed, please email
crystal.beauchemin@massgaming.gov.*



Massachusetts Gaming Commission



TO: Cathy Judd-Stein, Chair
Eileen O'Brien, Commissioner
Bradford Hill, Commissioner
Nakisha Skinner, Commissioner
Jordan Maynard, Commissioner

FROM: Alexandra Lightbown, Director of Racing

CC: Karen Wells, Executive Director
Todd Grossman, General Counsel

DATE: August 31, 2022

RE: Standardbred Owners of Massachusetts
Recognition

Dear Commissioners:

In accordance with Massachusetts General Law Chapter 128, Section 2 (j), the Standardbred Owners of Massachusetts, Inc. (SOM) has requested they be approved as the group of representative Standardbred breeders to administer the Massachusetts Standardbred breeding program and the Sire Stakes races for 2022.

Recommendation: That the Commission approves the request of the Standardbred Owners of Massachusetts, Inc. to be recognized as the group of representative Standardbred breeders to administer the Massachusetts Standardbred breeding program and the Sire Stakes races for 2022.



Massachusetts Gaming Commission



STANDARD BRED OWNERS OF
MASSACHUSETTS, INC.
PO BOX 1862
PLAINVILLE, MA 02762

August 30, 2022

Massachusetts Gaming Commission
Racing Division
Alexandra Lightbown
Director of Racing
101 Federal St., 12th Floor
Boston, MA 02109

Dear Director Lightbown,

Standardbred Owners of Massachusetts, Inc. respectfully requests approval to be recognized as the duly organized representative group of standardbred breeders to administer the Massachusetts Standardbred Breeding program and Sire Stake races in accordance with Massachusetts General Law Chapter 128, sec. 2(j) for the upcoming 2022 season.

SOM, Inc. is a non-profit Massachusetts Corporation in good standing and has continuously administered the Massachusetts Breeding and Sire Stakes program since 1992.

Sincerely,

Nancy Longobardi

Nancy Longobardi
Secretary / Treasurer

WWW.SOMINC.NET
508-528-1877
INFO@SOMINC.NET



Division of Racing

APPLICATION FOR LICENSE TO HOLD OR CONDUCT A RACING MEETING

NAME OF APPLICANT: _____

TO HOLD OR CONDUCT A RACING MEETING AT: _____

DATE SUBMITTED: _____

Pursuant to the provisions of G.L. c. 128A and 128C the Applicant hereby applies for license to hold or conduct the following type of racing meeting:

____ thoroughbred ____ standardbred.

APPLICATION FEE AND SURETY REQUIRED:

Please enclose a certified check or bank draft payable to the Massachusetts Gaming Commission in the sum of \$300 in accordance with G.L. c. 128A, §4.

Please enclose a surety bond issued by a surety qualified to do business in the Commonwealth of Massachusetts and approved by the Commission in the amount of \$125,000 which is conditioned upon the payment of all sums which may become payable to the Commission under G.L. c. 128A in accordance with G.L. c. 128A, §3(o).

SECTION 1: BACKGROUND INFORMATION

1.1. Applicant's name: _____

1.2. Applicant is (check one):

- ☐ An individual
☐ A limited partnership (LP)
☐ An unincorporated association
☐ A general partnership
☐ A trust
☐ A corporation
☐ A limited liability company (LLC)
☐ Other (specify: _____)

1.3. Name and contact information (including email) for the individual who will serve as the primary contact for the Applicant:

1.4. Trade name or d/b/a (if applicable):

1.5. Address of principal office:

1.6. Mailing address (if different):

1.7. Location of the proposed racetrack (include address if available):

1.8. County in which proposed racetrack is located: _____

1.9. Contact Information for Applicant's lead attorney:

Name: _____

Address: _____

Email address: _____

Phone number: _____

Board of Bar Overseers number: _____

1.10. Is Applicant incorporated, organized, or otherwise in Massachusetts?

____ YES
____ NO

If the answer to this question is yes, please attach as **Exhibit 1.10** certified copies of all organizational documents filed with the Secretary of the Commonwealth or otherwise.

If the answer to this question is no, submit as **Exhibit 1.10** a statement providing the state of incorporation or organization, the entity's qualification to do business in Massachusetts, and the name and address of the registered agent for service of process in Massachusetts.

If Applicant is an individual, skip this question.

In completing sections 2 through 5, please consider the following. As described in G.L. c. 128A, § 3(i), in reviewing this application, the Commission will take into consideration, in addition to any other appropriate and pertinent factors, the following: the financial ability of an applicant to operate a racetrack; the maximization of state revenues; the suitability of racing facilities for operation at the time of the year for which racing dates are assigned; the circumstance that large groups of spectators require safe and convenient facilities; the interest of members of the public in racing competition honestly managed and of good quality; the necessity of having and maintaining proper physical facilities for racing meetings and the necessity of according fair treatment to the economic interest and investments of those who in good faith have provided and maintain such facilities.

SECTION 2: PROJECT SUMMARY AND FINANCING

- 2.1.** Please attach as **Exhibit 2.1** a complete description of the proposed premises and facilities, including any accompanying amenities and/or attractions. Please also attach any renderings or photographs depicting the area and/or vision for the proposed project.
- 2.2.** Submit as **Exhibit 2.2** as much of the following information related to the proposal as is available.
 - (a) Grandstand:
 - (1) Seating capacity, including box seats, reserved seats, general admission, and total seating capacity.
 - (2) Will the Grandstand be enclosed?
 - (3) Will the Grandstand be heated?
 - (4) Will any portion of Grandstand be air conditioned?
 - (5) Type of construction of Grandstand.
 - (6) Ground area covered by the Grandstand.
 - (b) Club House
 - (1) Seating capacity, including box seats, reserved seats, general admission, and total seating capacity.
 - (2) Will the Club House be enclosed?
 - (3) Will the Club House be heated?
 - (4) Will any portion of the Club House be air conditioned?
 - (5) Type of construction of Club House

- (6) Ground area covered by the Club House
- (c) Bleachers
 - (1) Seating Capacity
 - (2) Type of construction of Bleachers
 - (3) Ground area covered by the Bleachers
- (d) Parking Space:
 - (1) Area
 - (2) Automobile capacity
 - (3) Will parking area be lighted?
 - (4) Is parking area treated? And if so how?
 - (5) Is parking area numbered?
 - (6) Is charge made for parking? And if so how much?
 - (7) Are the parking area and walkways cleared of snow and ice?
- (e) Number of pari-mutuel ticket windows/kiosks anticipated and approximate locations.
- (f) Description of anticipated restrooms for patrons of in Grandstand, Club House and/or other locations.
- (g) Description of anticipated system of sewerage disposal. If not connected to public sewer, give details of system used.
- (h) Description of anticipated number of outlets for fresh, pure drinking water for patrons in grandstand, clubhouse and/or other locations.

Please note: the Commission may condition any license award on Applicant completely and satisfactorily answering this question.

2.3. Submit as **Exhibit 2.3** as much of the following information as is available:

- (a) Size of track
- (b) Number of chutes
- (c) Number of stables
- (d) Number of stalls
- (e) Number of tack rooms
- (f) Number of tack rooms heated
- (g) Number of shower baths in stable area
- (h) Toilet facilities in stable area
- (i) Fire protection in stable area including, number of sprinklers, number of fire alarm boxes, and other fire protective measures in stable area
- (j) Recreation room
- (k) Track kitchen, including seating capacity
- (l) Size of jockey or driver's room and equipment available including number of shower baths, toilets, hot-boxes, etc.
- (m) List of other accommodations, facilities or services in stable area.

Please note: the Commission may condition any license award on Applicant completely and satisfactorily answering this question.

- 2.4. List any other planned accommodations, amenities, facilities, or services to be offered. You may attach your response as **Exhibit 2.4** if more space is required.

- 2.5. Submit as **Exhibit 2.5** a proposed construction timeline, and the name of Applicant's general contractor, if known.
- 2.6. Submit as **Exhibit 2.6** any traffic studies performed for the proposed project.
- 2.7. Submit as **Exhibit 2.7** a statement of the total capital investment anticipated for the project, including the method used to calculate the figure, as well as any supporting documentation, analysis, or studies.
- 2.8. Describe and attach as **Exhibit 2.8** the financing structure and plan for the proposed project including identifying all sources of capital. Include current capital commitments as well as plan and timing for meeting future capital needs.
- 2.9. Submit as **Exhibit 2.9** a detailed budget of the total project cost. Identify separately construction costs (e.g.- labor, materials), design costs, legal and professional fees, consulting fees and all other development costs.
- 2.10. Submit as **Exhibit 2.10** any feasibility, viability, economic impact, or economic development studies performed relating to the proposed project.

SECTION 3: SCHEDULE OF PROPOSED RACES

- 3.1. Is this application for a license to hold or conduct a racing meeting in calendar year 2023? (check one)

☐ YES
☐ NO

If no, in what calendar year does the Applicant propose to hold or conduct racing meetings?

Additionally, if no, submit as **Exhibit 3.1** a detailed explanation of the Applicant's anticipated timeline for completing the infrastructure needed for the commencement of live racing, including but not limited to an explanation of how the Applicant has arrived at the various dates on the timeline.

- 3.2. Pursuant to G.L. c. 128A, §§ 2(4)-(5) and 3, an application must state "the days on which it is intended to hold or conduct" a racing meeting, and "[t]he hours of each day between which it is intended to hold or conduct" racing.

Submit as **Exhibit 3.2** a statement of the date or dates on which Applicant intends to conduct a racing meeting or racing meetings, and the hours of each such day during which Applicant intends to hold races. (Please note that a future licensee may file supplementary materials or amendments for new or additional license dates in accordance with G.L. c. 128A, § 2.)

SECTION 4: NON-COMMISSION APPROVALS

- 4.1. Has Applicant obtained all necessary approvals in accordance with G.L. c. 128A, § 13A?

☐ YES
☐ NO

Submit as **Exhibit 4.1** documentation of the Applicant's approvals.

- 4.2. If Applicant has not obtained all approvals required under G.L. c. 128A, § 13A, please explain the present circumstances including but not limited to when the Applicant expects to obtain such approvals prior to award of any license and whether the required votes are scheduled.

- 4.3. Has Applicant ever been denied approval for the proposed project under G.L. c. 128A, § 13A?

☐ YES
☐ NO

If yes, submit as Exhibit **4.3** an explanation of the circumstances of the denial.

- 4.4. Have there been any votes taken concerning the proposed project by any governmental entity or the voters of any governmental entity, including but not limited to the host and surrounding/nearby communities in which the proposed project is to be located?

☐ YES
☐ NO

If yes, submit as Exhibit **4.4** a description of the circumstances surrounding the votes taken and their outcome.

- 4.5. Has horse racing been approved by vote in the county in which Applicant proposes to hold or conduct racing meetings, in accordance with G.L. c. 128A, § 14?

____ YES
____ NO

Submit as **Exhibit 4.5** documentation of such county vote and an averment that said vote has not been rescinded.

- 4.6. If horse racing has not been approved in accordance with G.L. c. 128A, § 14, please explain the present circumstances including but not limited to when the Applicant expects to obtain such approvals prior to award of any license and whether the required vote is scheduled.

- 4.7. Submit as **Exhibit 4.7** a schedule of any other state or Federal environmental, land use, hospitality-related, or other permits, licenses, or approvals required for the Applicant to construct and operate its facility. For each, please also describe the approval's relevance to Applicant's facility; documentation of any such approvals that have already been obtained; and, for any such approvals that have not yet been obtained, the Applicant's progress towards and plans for acquiring them, including a detailed timeline.

Please note: the Commission may impose a license condition requiring that the Applicant acquire all needed approvals outlined in Section 4.7.

SECTION 5: QUALIFIERS AND SUITABILITY

In evaluating this application, the Commission will consider whether the applicants are persons likely to conduct racing in accordance with approved practices and in a manner consistent with the public safety, health, morals, and welfare. See Bay State Harness Horse Racing & Breeding Ass'n, Inc. v. State Racing Comm'n, 342 Mass. 694, 699–700 (1961). Further, in accordance with G.L. c. 128A, § 3(i) the Commission must consider “the interest of members of the public in racing competition honestly managed” With these principles in mind, please respond to the following questions.

- 5.1. For purposes of completing this section, the term “qualifier” shall mean the following, respectively:

- (1) Each officer of the Applicant;
- (2) Each director of the Applicant;
- (3) Any person owning more than 10% of the Applicant, or a holding, intermediary or subsidiary company of such Applicant;
- (4) Any person who has the ability to control the activities of the Applicant; and
- (5) In the judgment of the Division of Licensing after consultation with the Investigations and Enforcement Bureau (“Bureau”), any person with significant and substantial responsibility for the Applicant's business under the jurisdiction of the Commission or having the power to exercise significant influence over decisions concerning the Applicant's operations in the Commonwealth.

- (6) The Division of Licensing, after consultation with the Bureau, may, at its discretion, require other persons that have a business association of any kind with the Applicant to be subject to the qualification requirements as a qualifier. These persons include, but are not limited to, an affiliate or holding, intermediary or subsidiary company of the Applicant.

The Applicant may seek a waiver for any person on the above list who lacks the ability to control.

- 5.2.** Submit as **Exhibit 5.2** a list of all of Applicant's Qualifiers.
- 5.3.** If Applicant is a corporation, submit as **Exhibit 5.3** a statement showing:
- (a) Class(es) of stock issued or to be issued;
 - (b) Par value;
 - (c) Votes per share;
 - (d) Number of shares of each class authorized;
 - (e) Number of shares of each class issued;
 - (f) Number of shares of each class subscribed; and
 - (g) Total number of shares of each class and the percentage of shares owned by the largest 10 shareholders.
- 5.4.** If Applicant is an LLC or other organized entity that does not issue stock, submit as **Exhibit 5.4** a schedule of ownership listing all members/managers and percentage of entity held. List beneficial owners, even if beneficial owners are not Qualifiers.
- 5.5.** If business entity is a partnership or other organized entity, submit as **Exhibit 5.5** a schedule listing the partners or others holding an interest and the percentage of the entity held. List beneficial owners, even if beneficial owners are not Qualifiers.
- 5.6.** Submit as **Exhibit 5.6** the following information for each of the Applicant's Qualifiers.
- (a) For each individual Qualifier, provide the name place of birth, date of birth and legal residence of the Qualifier.
 - (b) For each entity Qualifier, provide the name and the details required for entity applicants by Questions 5.4-5.6.
- 5.7.** Please submit as **Exhibit 5.7** a document that identifies any existing racetrack or gaming facility which the Applicant and/or any of its qualifiers presently owns, operates, or has, or had, a financial or other interest. Additionally, please indicate whether any of the Applicant's qualifiers are presently qualifiers (or the equivalent) at any other racetrack or gaming facility.
- 5.8.** Has Applicant or any of its Qualifiers ever had a financial or other interest in a racetrack?
- ____ YES
____ NO

If the answer to this question is yes, submit as **Exhibit 5.8** a thorough explanation of the interest(s).

- 5.9.** Has Applicant or any of its Qualifiers ever had a gaming license revoked or suspended by order of any governing authority?
- ____ YES

___ NO

If the answer to this question is yes, submit as **Exhibit 5.9** a thorough explanation of the circumstances of the revocation or suspension.

- 5.10.** Has Applicant or any of its Qualifiers ever had an application for a racing license or gaming license that was denied by a licensing authority?

___ YES

___ NO

If the answer to this question is yes, submit as **Exhibit 5.10** a thorough explanation of the circumstances of the denial.

- 5.11.** Has Applicant or any of its Qualifiers ever conducted or participated in any racing meeting pari-mutuel wagering in a location where such racing or wagering was not authorized by law?

___ YES

___ NO

If the answer to this question is yes, submit as **Exhibit 5.11** a thorough explanation of the circumstances of the unauthorized racing or wagering.

- 5.12.** Have voluntary proceedings in bankruptcy been instituted by, or have involuntary proceedings in bankruptcy ever been brought against the Applicant or any of its Qualifiers?

___ YES

___ NO

If the answer to this question is yes, submit as **Exhibit 5.12** a list describing the name of the person or entity filing for bankruptcy, the type of petition filed in bankruptcy, the date of the filing, the court in which filed and the date of final discharge, or if ongoing, indicate the expected date of final discharge.

- 5.13.** Are there outstanding any unsatisfied judgments or decrees against, or tax delinquencies to the Commonwealth of Massachusetts or its political subdivisions, by the Applicant or any of its Qualifiers?

___ YES

___ NO

If the answer to this question is yes, submit as **Exhibit 5.13** a list describing, for judgments or decrees, the type of the judgment, the court or other body entering the judgment, the date of the judgment, the person against whom the judgment is entered, the amount of the judgment and the reason why the judgment is unsatisfied; and for tax delinquencies, all delinquencies, the reason for such delinquencies, and when each delinquency will be cured.

- 5.14.** Has Applicant or any of its Qualifiers ever been accused of, charged with, or settled any matter relating to harassment or discrimination, or are there any restraining orders against Applicant or any of its Qualifiers?

____ YES
____ NO

If the answer to this question is yes, submit as **Exhibit 5.14** a list of all accusations, charges, and settlements including the date of each incident and a thorough explanation of the circumstances.

5.15. Submit as **Exhibit 5.15** all of the following that are available:

- (a) A copy of Applicant's employee handbook
- (b) A copy of all of Applicant's policies and procedures regarding internal controls including but not limited to those policies that deal with the handling and protection of money, the placing of wagers both in person and via account deposits, security and surveillance, and method of accounting. Alternatively, a plan for establishing such internal controls.
- (c) A copy of Applicant's audit committee and compliance committee charters as well as a list of the audit and compliance committee members and their relationship to the Applicant
- (d) Any other policies that demonstrate the Applicant's proficiency in general industry standards for business and financial practices, procedures, and controls.

Please note: the Commission may condition any license award on Applicant supplying complete and satisfactory information relative to its internal controls and associated practices.

5.16. Submit as **Exhibit 5.16** the following documents: a copy of the Applicant's most recent audited financial statements, most recent audited or unaudited quarterly financial statement, and an audited profit and loss statement for the Applicant's most recent fiscal year. Please include a description of any interest held by Applicant or any of its Qualifiers in any concessionaire. In the event that the Applicant does not have the requested document, please attach a statement explaining why not.

Please note: the Commission may condition any license award on Applicant supplying complete and satisfactory financial statements.

5.17. Submit as **Exhibit 5.17** a list of which, if any of the Applicant's Qualifiers will be involved in funding the proposed project. For each such Qualifier, explain the amount and form of funding the Qualifier intends to provide for the project, and documentation supporting the Qualifier's capacity to provide that funding.

5.18. Submit as **Exhibit 5.18** copies of all policies of insurance carried by Applicant as well as a statement setting forth all other types of insurance carried, or anticipated to be carried, for the protection of employees and patrons.

Please note: the Commission may impose a license condition requiring Applicant to obtain satisfactory worker's compensation insurance, public liability insurance, jockey insurance, and driver's insurance.

5.19. Applicant may submit as **Exhibit 5.19** a statement explaining any other information relevant to its capacity to hold or conduct honestly managed racing meetings.

Please note: if awarded a license the licensee will be required to maintain its suitability on an ongoing basis.

5.20. Applicant may submit as **Exhibit 5.20** a statement explaining any other information relevant to

“the financial ability of an Applicant to operate a racetrack” and “the necessity of according fair treatment to the economic interest and investments of those who in good faith have provided and maintain such facilities.”

Please note: if awarded a license, the licensee’s continued ability to demonstrate the financial ability to successfully operate a racetrack will be part of the Commission’s ongoing suitability review.

SECTION 6: PUBLIC INTEREST

In evaluating this application, the Commission will consider “the interest of members of the public in racing competition honestly managed and of good quality.” G.L. c. 128A, § 3(i).

- 6.1.** Submit as **Exhibit 6.1** a statement setting forth the reasons why the Applicant believes that its proposal will be beneficial to the public at large, the Commonwealth, the Applicant, and racing stakeholders.
- 6.2.** Submit as **Exhibit 6.2** a copy of all executed agreements with representative horsemen’s organizations. If the Applicant has not yet executed any such agreement, explain Applicant’s plans for executing such.

Please note: an executed ‘purse agreement’ will be required in advance of the commencement of any racing operations.

- 6.3.** Submit as **Exhibit 6.3** the following information, as well as any supporting documentation, analysis, or studies:
 - (a) Projected purses to be paid for the first three years of operation;
 - (b) Projected handle for the first three years of operation;
 - (c) Projected tax revenue and other revenues to be paid to the Commonwealth in the first three years of operation;
 - (d) Projected pari-mutuel revenue to be generated and paid to the Commonwealth in the first three years of operation;
 - (e) Projected attendance for the first three years of operation; and
 - (f) Projections of how many individuals Applicant will employ in the first three years of operation.

Please note: the Commission may impose a license condition requiring Applicant to submit satisfactory updated projections.

- 6.4.** Submit as **Exhibit 6.4** a statement describing any support or opposition to the proposed project expressed by the governing body or other government officials of the host and surrounding/nearby communities, including evidence of support or opposition, if in writing.
- 6.5.** Submit as **Exhibit 6.5** a description of the Applicant’s plan to attract and employ a diverse workforce (minority, women, veteran) in both construction and operational phases of the proposal. Similarly, please describe the Applicant’s plan to make use of minority, women, and veteran’s business enterprises as vendors in the construction and operational phases.
- 6.6.** Submit as **Exhibit 6.6** a statement describing the Applicant’s plans for ensuring labor harmony during the construction and operational phases of the project including whether the Applicant plans to enter into any Project Labor Agreements or agreements governing labor harmony in the

project's permanent job positions. If the Applicant does not intend to enter into any such agreements, please explain.

- 6.7. Submit as **Exhibit 6.7** a statement describing all promises made by the Applicant to third parties concerning the proposed project, including but not limited to promises made to the governing body or other government officials of the host and surrounding/nearby communities, promises made to local organizations or community groups, and any mitigation agreements, formal or informal.

SECTION 7: FACILITIES AND EQUIPMENT

In evaluating this application, the Commission “must consider the circumstance that large groups of spectators require safe and convenient facilities;” and “the necessity of having and maintaining proper physical facilities for racing meetings.” G.L. c. 128A, § 3(i).

- 7.1. How does Applicant control the real property on which the racetrack is proposed to be located (check all that apply):

☐ Fee Simple Ownership
☐ Lease
☐ Easement
☐ Other Interest

Submit as **Exhibit 7.1** documentation of all Applicant's fee simple, leasehold, easement, or other interests in the real property on which the racetrack and facilities are proposed to be located.

If Applicant does not control the real property on which the racetrack is intended to be located by fee simple ownership, include the name and address of the fee simple owner or lessor of the real property. If the fee simple owner or lessor is a corporation, LLC, partnership or other business entity, also include a list of the officers, directors, managers, member or other persons with an interest in the fee simple owner or lessor.

- 7.2. Does Applicant need to acquire any additional real property interests for the purposes of establishing or operating Applicant's proposed facility?

☐ YES
☐ NO

If the answer to this question is yes, submit as **Exhibit 7.2** a statement explaining the interests still to be acquired, their relevance to Applicant's proposed project, and the Applicant's progress towards and plans for acquiring them.

Please note: the Commission may impose a license condition requiring that the Applicant acquire all needed real property interests.

- 7.3. Are the premises on which the horse racing meeting is to be held owned by the commonwealth or any political subdivision thereof?

☐ YES
☐ NO

- 7.4. Submit as **Exhibit 7.4** the exact property description, by metes and bounds, including the number of acres in premises, and a plot plan showing the entire proposed premises.

Please note: the Commission may impose a license condition requiring that the Applicant provide complete and satisfactory information in response to this question.

- 7.5. Submit as **Exhibit 7.5** as much information as is available about equipment planned to be used at the proposed facility and premises, including: the trade name of the equipment; the date of purchase or the date of present contract or lease and expiration date of said contract; or an explanation as to how Applicant will procure any equipment not yet procured:
- (a) Pari-Mutuel Equipment;
 - (b) Starting Gate;
 - (c) Photo Finish Camera;
 - (d) Film Patrol;
 - (e) Timing Devices;
 - (f) Inter-communication system;
 - (g) Public Address System;
 - (h) Closed Circuit Television System;
 - (i) Horse Shoe Board; and
 - (j) Scales.

Please note: the Commission may impose a license condition requiring that the Applicant provide complete and satisfactory information on equipment to be used at the proposed facility and premises.

- 7.6. Does the Applicant anticipate leasing or renting any part of the proposed premises to a third-party vendor, or allowing an entity other than the licensee to operate any parts of the proposed premises (i.e.- restaurants, entertainment, etc.)?

If yes, please submit as **Exhibit 7.6** a list describing all such agreements.

Please note: the Commission may impose a license condition requiring that the Applicant provide complete and satisfactory information relative to this issue.

- 7.7. Submit as **Exhibit 7.7** as much information as is available relative to security measures which will be employed for the protection of patrons, employees, occupational licensees, and horses, and the control of traffic within the premises and on roads leading to and from the said premises. This statement should include but not be confined to:
- (a) Number of uniformed police officers projected to be on duty each day inside the track;
 - (b) Whether such police officers will be regular police officers or special officers;
 - (c) Number of uniformed police officers detailed to traffic within the premises and on roads leading to and from the premises before, during and after racing hours;
 - (d) Number of plain clothes officers or detectives assigned within the track proper;
 - (e) System to be used for the detection and suppression of illegal gambling within the premises;
 - (f) Name of person who will be in charge of security within the track proper;
 - (g) Name of person who will have supervision of traffic control within the premises of the Applicant and will act as liaison between the Applicant and local police authorities in the control of traffic outside of the premises of the Applicant;
 - (h) Name of police authority that has been consulted in setting up security measures within the track and the control of traffic within and outside of the premises of the Applicant.
 - (i) A detailed statement of measures which will be employed in the policing of the stable area. This statement should include but not be confined to:

- (j) Is stable area enclosed? If so, describe:
- (1) Method of enclosure;
 - (2) Number of gates to enclosure, where located and method of control;
 - (3) System of passes to be issued to persons employed in stable area;
 - (4) Method to be followed in allowing persons in and out of stable area;
 - (5) Number of uniformed police officers to be assigned to the stable area indicating the number in daytime hours and nights;
 - (6) Number of plain clothes officers or detectives to be assigned to the stable area, days and nights; and
 - (7) Name of person who will oversee policing in the stable area.

7.8. Submit as **Exhibit 7.8** the Applicant's plans to ensure the welfare of horses on site and their after care.

SECTION 8: WAGERING AND SIMULCASTING

8.1. Does Applicant intend to offer account deposit wagering?

☐ YES
☐ NO

If the answer is yes, submit as **Exhibit 8.1** a general proposal for account deposit wagering, including any service providers Applicant intends to use for the Applicant's account wagering operations.

Please note: the Commission may condition any license award on Applicant providing a complete and satisfactory proposal for account deposit wagering in accordance with 205 CMR 6.20.

8.2. In accordance with G.L. c. 128C, § 5, "no racing meeting licensee shall simulcast live races in any racing season unless the racing meeting licensee is licensed to and actually conducts at least 900 live races over the course of not less than 100 calendar days during that racing season with no fewer than 7 races completed on any of those 100 calendar days." Further, G.L. c. 128C, § 9, which goes into effect on August 10, 2023, states that "[n]otwithstanding sections 1 to 8, inclusive, or any other general or special law to the contrary...a running horse racing meeting licensee shall conduct not less than 20 live racing days at a thoroughbred horse racing track, provided, the commission may waive this requirement as necessary and appropriate to ensure the financial ability of the licensee to develop and operate a track."

Does Applicant intend to simulcast?

☐ YES
☐ NO

Does the Applicant anticipate meeting the statutory minimum number of live races and race days in order to simulcast?

☐ YES
☐ NO

Please note: the Commission may condition any license award on Applicant providing additional, satisfactory information on proposed simulcast imports and exports in accordance with G.L. c.

128C.

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SECTION 9: GENERAL CONDITIONS, ATTESTATION, AND SIGNATURES

Applicant understands and agrees that approval of a race meeting by the Commission does not establish the Commission as the insurer or guarantor of the safety or physical condition of the association's facilities or purse of any race.

By submitting this application, Applicant agrees to indemnify, save, and hold harmless the Commission and its staff, in their professional and personal capacities, from any and all liability arising from either unsafe conditions at the Applicant's premises, or any default in the payment of purses.

Applicant agrees to comply with all federal, state, or local laws, rules, regulations or ordinances, now in effect or hereafter adopted applicable to Applicant's activities allowed under a license granted by the Commission.

Applicant shall maintain, in an approved depository, those amounts deducted from the pari-mutuel handle for distribution for the purposes specified in G.L. c. 128A, 128C, and Commission rules.

Applicant and its managing officers shall be jointly and severally responsible to ensure that the amounts retained from the pari-mutuel handle are distributed according to G.L. c. 128A, 128C, and Commission regulations.

Applicant and its managing officers shall ensure that all purse monies, disbursements, and appropriate nomination race monies are available to make timely distribution in accordance with G.L. c. 128A, and Commission regulations.

Applicant agrees that if a license is granted, it will become the duty of Applicant, as long as the license shall remain in effect, to file with the Massachusetts Gaming Commission such reports as may be required by G.L. c. 128A and 128C now in effect or as hereafter amended and such rules and regulations as it has adopted or may hereafter adopt, and to make such payments as may be required by law, and for failure so to do, the licensee shall incur the penalties set forth in G.L. c. 128A and 128C, or in such rules and regulations as said Massachusetts Gaming Commission has adopted or may hereafter adopt.

Applicant agrees that any construction on the premises covered by this application shall be subject to the inspection by employees of the Commission, and to that end further agrees that the Commission, its agents, representatives or employees, shall have access to the same during construction, and further agrees to so construct in strict accordance with such plans and specifications as may hereafter be approved by the Commission and to pay for the cost and expense incurred for the study and approval of the plans and specifications and inspection of the construction by the Massachusetts Gaming Commission. Applicant further agrees that all buildings erected or to be erected on the premises here involved may be inspected by the Massachusetts Gaming Commission and their duly authorized agents, representatives, or employees at any time, with or without prior notice to Applicant.

Applicant agrees that all exhibits, statements, plans reports, papers, etc. submitted with the application are made a part hereof and are incorporated into this application as if set forth herein in full. Further, the applicant agrees that it shall have an affirmative obligation to abide by every statement made in this application to the Commission should it be awarded a license.

Applicant states under penalty of perjury that the answers provided in this application are true and correct to the best of its knowledge and understanding. Applicant agrees that any license which may hereafter be granted is predicated upon statements and answers herein contained and that if the Commission determines that any information provided herein is false or misleading said license may be revoked.

Applicant: _____

By (print name): _____

Signature: _____

Date: _____

AFFIDAVIT BY INDIVIDUAL APPLICANT

Commonwealth of Massachusetts, County of _____ .

_____, being duly sworn, upon _____ oath
deposes and says that: The answers, statements and declarations made in the foregoing application are
true.

Subscribed and sworn to before me this _____ day of _____.

_____ Signature of Affiant

_____ Signature of officer
administering oath

_____ Title of such officer

AFFIDAVIT BY CORPORATE APPLICANT

Commonwealth of Massachusetts, County of _____.

_____, being duly sworn, upon _____ oath deposes and says that:

1. _____ is the _____ of the corporation named as the Applicant and signed the foregoing application.
2. _____ was duly authorized by the Board of Directors of said corporation to sign said application in its name and in its behalf.
3. _____ has read and fully understands all of the questions pertaining to such Applicant and that all of the foregoing answers, statements and declarations made thereto are true.

Subscribed and sworn to before me this _____ day of _____.

Signature of Affiant

Signature of officer
adminstrating oath

Title of such officer

AFFIDAVIT BY PARTNERSHIP APPLICANT

Commonwealth of Massachusetts, County of _____.

_____, being duly sworn, upon ____ oath deposes
and says that:

1. _____ is a partner of the partnership named as the Applicant in the foregoing application.
2. _____ is duly authorized to sign said application in its name and on its behalf.
3. _____ has read and fully understands all of the questions pertaining to such Applicant and that all of the foregoing answers, statements and declarations made thereto are true.

Subscribed and sworn to before me this ____ day of _____.

Signature of Affiant

Title

Signature of officer administering oath

Title of officer

AFFIDAVIT BY LIMITED LIABILITY COMPANY APPLICANT

Commonwealth of Massachusetts, County of _____ .

_____, being duly sworn, upon
_____ oath deposes and says that:

1. _____ is the _____ of the
Limited Liability Company named as the Applicant and signed the foregoing application.
2. _____ was duly authorized to sign said application in its name and in its behalf.
3. _____ has read and fully understands all of the questions pertaining to such Applicant and
that all of the foregoing answers, statements and declarations made thereto are true.

Subscribed and sworn to before me this _____ day of _____.

Signature of Affiant

Signature of Officer administering oath

Title of such Officer



Division of Racing

APPLICATION FOR LICENSE TO HOLD OR CONDUCT A RACING MEETING

NAME OF APPLICANT: _____

TO HOLD OR CONDUCT A RACING MEETING AT: _____

DATE SUBMITTED: _____

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OF: _____

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Pursuant to the provisions of G.L. c. 128A and 128C the Applicant hereby applies for license to hold or conduct the following type of racing meeting:

____ thoroughbred ____ standardbred.

APPLICATION FEE AND SURETY REQUIRED:

Please enclose a certified check or bank draft payable to the Massachusetts Gaming Commission in the sum of \$300 in accordance with G.L. c. 128A, §4.

Please enclose a surety bond issued by a surety qualified to do business in the Commonwealth of Massachusetts and approved by the Commission in the amount of \$125,000 which is conditioned upon the payment of all sums which may become payable to the Commission under G.L. c. 128A in accordance with G.L. c. 128A, §3(o).

SECTION 1: BACKGROUND INFORMATION

- 1.1. Applicant's name: _____
- 1.2. Applicant is (check one):
- _____ An individual
 - _____ A limited partnership (LP)
 - _____ An unincorporated association
 - _____ A general partnership
 - _____ A trust
 - _____ A corporation
 - _____ A limited liability company (LLC)
 - _____ Other (specify: _____)
- 1.3. Name and contact information (including email) for the individual who will serve as the primary contact for the Applicant:
- _____
- 1.4. Trade name or d/b/a (if applicable):
- _____
- 1.5. Address of principal office:
- _____
- 1.6. Mailing address (if different):
- _____
- 1.7. Location of the proposed racetrack (include address if available):
- _____
- 1.8. County in which proposed racetrack is located: _____
- 1.9. Contact Information for Applicant's lead attorney:
- Name: _____
- Address: _____
- Email address: _____
- Phone number: _____
- Board of Bar Overseers number: _____
- 1.10. Is Applicant incorporated, organized, or otherwise in Massachusetts?

___ YES
___ NO

If the answer to this question is yes, please attach as **Exhibit 1.10** certified copies of all organizational documents filed with the Secretary of the Commonwealth or otherwise.

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If the answer to this question is no, submit as **Exhibit 1.10** a statement providing the state of incorporation or organization, the entity's qualification to do business in Massachusetts, and the name and address of the registered agent for service of process in Massachusetts.

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If Applicant is an individual, skip this question.

In completing sections 2 through 5, please consider the following. As described in G.L. c. 128A, § 3(i), in reviewing this application, the Commission will take into consideration, in addition to any other appropriate and pertinent factors, the following: the financial ability of an applicant to operate a racetrack; the maximization of state revenues; the suitability of racing facilities for operation at the time of the year for which racing dates are assigned; the circumstance that large groups of spectators require safe and convenient facilities; the interest of members of the public in racing competition honestly managed and of good quality; the necessity of having and maintaining proper physical facilities for racing meetings and the necessity of according fair treatment to the economic interest and investments of those who in good faith have provided and maintain such facilities.

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SECTION 2: PROJECT SUMMARY AND FINANCING

- 2.1. Please attach as **Exhibit 2.1** a complete description of the proposed premises and facilities, including any accompanying amenities and/or attractions. Please also attach any renderings or photographs depicting the area and/or vision for the proposed project.
- 2.2. Submit as **Exhibit 2.2** as much of the following information related to the proposal as is available.
 - (a) Grandstand:
 - (1) Seating capacity, including box seats, reserved seats, general admission, and total seating capacity.
 - (2) Will the Grandstand be enclosed?
 - (3) Will the Grandstand be heated?
 - (4) Will any portion of Grandstand be air conditioned?
 - (5) Type of construction of Grandstand.
 - (6) Ground area covered by the Grandstand.
 - (b) Club House
 - (1) Seating capacity, including box seats, reserved seats, general admission, and total seating capacity.
 - (2) Will the Club House be enclosed?
 - (3) Will the Club House be heated?
 - (4) Will any portion of the Club House be air conditioned?
 - (5) Type of construction of Club House

- (6) Ground area covered by the Club House
- (c) Bleachers
 - (1) Seating Capacity
 - (2) Type of construction of Bleachers
 - (3) Ground area covered by the Bleachers
- (d) Parking Space:
 - (1) Area
 - (2) Automobile capacity
 - (3) Will parking area be lighted?
 - (4) Is parking area treated? And if so how?
 - (5) Is parking area numbered?
 - (6) Is charge made for parking? And if so how much?
 - (7) Are the parking area and walkways cleared of snow and ice?
- (e) Number of pari-mutuel ticket windows/kiosks anticipated and approximate locations.
- (f) Description of anticipated restrooms for patrons of in Grandstand, Club House and/or other locations.
- (g) Description of anticipated system of sewerage disposal. If not connected to public sewer, give details of system used.
- (h) Description of anticipated number of outlets for fresh, pure drinking water for patrons in grandstand, clubhouse and/or other locations.

Please note: the Commission may condition any license award on Applicant completely and satisfactorily answering this question.

2.3. Submit as Exhibit 2.3 as much of the following information as is available:

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- (a) Size of track
- (b) Number of chutes
- (c) Number of stables
- (d) Number of stalls
- (e) Number of tack rooms
- (f) Number of tack rooms heated
- (g) Number of shower baths in stable area
- (h) Toilet facilities in stable area
- (i) Fire protection in stable area including, number of sprinklers, number of fire alarm boxes, and other fire protective measures in stable area
- (j) Recreation room
- (k) Track kitchen, including seating capacity
- (l) Size of jockey or driver's room and equipment available including number of shower baths, toilets, hot-boxes, etc.
- (m) List of other accommodations, facilities or services in stable area.

Please note: the Commission may condition any license award on Applicant completely and satisfactorily answering this question.

- 2.4. List any other planned accommodations, amenities, facilities, or services to be offered. You may attach your response as **Exhibit 2.4** if more space is required.

- 2.5. Submit as **Exhibit 2.5** a proposed construction timeline, and the name of Applicant's general contractor, if known.
- 2.6. Submit as **Exhibit 2.6** any traffic studies performed for the proposed project.
- 2.7. Submit as **Exhibit 2.7** a statement of the total capital investment anticipated for the project, including the method used to calculate the figure, as well as any supporting documentation, analysis, or studies.
- 2.8. Describe and attach as **Exhibit 2.8** the financing structure and plan for the proposed project including identifying all sources of capital. Include current capital commitments as well as plan and timing for meeting future capital needs.
- 2.9. Submit as **Exhibit 2.9** a detailed budget of the total project cost. Identify separately construction costs (e.g.- labor, materials), design costs, legal and professional fees, consulting fees and all other development costs.
- 2.10. Submit as **Exhibit 2.10** any feasibility, viability, economic impact, or economic development studies performed relating to the proposed project.

SECTION 3: SCHEDULE OF PROPOSED RACES

- 3.1. Is this application for a license to hold or conduct a racing meeting in calendar year 2023? (check one)

☐ YES
☐ NO

If no, in what calendar year does the Applicant propose to hold or conduct racing meetings?

Additionally, if no, submit as **Exhibit 3.1** a detailed explanation of the Applicant's anticipated timeline for completing the infrastructure needed for the commencement of live racing, including but not limited to an explanation of how the Applicant has arrived at the various dates on the timeline.

- 3.2. Pursuant to G.L. c. 128A, §§ 2(4)-(5) and 3, an application must state "the days on which it is intended to hold or conduct" a racing meeting, and "[t]he hours of each day between which it is intended to hold or conduct" racing.

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 Submit as **Exhibit 2.11** any feasibility, viability, or economic impact studies performed for the proposed project.¶

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Submit as **Exhibit 3.2** a statement of the date or dates on which Applicant intends to conduct a racing meeting or racing meetings, and the hours of each such day during which Applicant intends to hold races. (Please note that a future licensee may file supplementary materials or amendments for new or additional license dates in accordance with G.L. c. 128A, § 2.)

SECTION 4: NON-COMMISSION APPROVALS

4.1. Has Applicant obtained all necessary approvals in accordance with G.L. c. 128A, § 13A?

 YES
 NO

Deleted: Have Applicant's proposed facility and premises been approved by local authorities

Submit as **Exhibit 4.1** documentation of the Applicant's approvals.

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4.2. If Applicant has not obtained all approvals required under G.L. c. 128A, § 13A, please explain the present circumstances including but not limited to when the Applicant expects to obtain such approvals prior to award of any license and whether the required votes are scheduled.

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4.3. Has Applicant ever been denied approval for the proposed project under G.L. c. 128A, § 13A?

 YES
 NO

If yes, submit as Exhibit 4.3 an explanation of the circumstances of the denial.

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4.4. Have there been any votes taken concerning the proposed project by any governmental entity or the voters of any governmental entity, including but not limited to the host and surrounding/nearby communities in which the proposed project is to be located?

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 YES
 NO

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If yes, submit as Exhibit 4.4 a description of the circumstances surrounding the votes taken and their outcome.

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4.5. Has horse racing been approved by vote in the county in which Applicant proposes to hold or conduct racing meetings, in accordance with G.L. c. 128A, § 14?

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___ YES
___ NO

Submit as **Exhibit 4.5** documentation of such county vote and an averment that said vote has not been rescinded.

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4.6. If horse racing has not been approved in accordance with G.L. c. 128A, § 14, please explain the present circumstances including but not limited to when the Applicant expects to obtain such approvals prior to award of any license and whether the required vote is scheduled.

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In case

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In the case of an LLC

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In the case of an unincorporated association Applicant, all members of the association.¶
In all cases, anyone other than a conventional institutional lender that is involved with the financing of the construction and/or operation of the proposed new facility.¶
In all cases, anyone

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4.7. Submit as **Exhibit 4.7** a schedule of any other state or Federal environmental, land use, hospitality-related, or other permits, licenses, or approvals required for the Applicant to construct and operate its facility. For each, please also describe the approval's relevance to Applicant's facility; documentation of any such approvals that have already been obtained; and, for any such approvals that have not yet been obtained, the Applicant's progress towards and plans for acquiring them, including a detailed timeline.

Please note: the Commission may impose a license condition requiring that the Applicant acquire all needed approvals outlined in Section 4.7.

SECTION 5: QUALIFIERS AND SUITABILITY

In evaluating this application, the Commission will consider whether the applicants are persons likely to conduct racing in accordance with approved practices and in a manner consistent with the public safety, health, morals, and welfare. See Bav State Harness Horse Racing & Breeding Ass'n, Inc. v. State Racing Comm'n, 342 Mass. 694, 699-700 (1961). Further, in accordance with G.L. c. 128A, § 3(i) the Commission must consider "the interest of members of the public in racing competition honestly managed . . ." With these principles in mind, please respond to the following questions.

5.1. For purposes of completing this section, the term "qualifier" shall mean the following, respectively:

- (1) Each officer of the Applicant;
- (2) Each director of the Applicant;
- (3) Any person owning more than 10% of the Applicant, or a holding intermediary or subsidiary company of such Applicant;
- (4) Any person who has the ability to control the activities of the Applicant; and
- (5) In the judgment of the Division of Licensing after consultation with the Investigations and Enforcement Bureau ("Bureau"), any person with significant and substantial responsibility for the Applicant's business under the jurisdiction of the Commission or having the power to exercise significant influence over decisions concerning the Applicant's operations in the Commonwealth.

(6) The Division of Licensing, after consultation with the Bureau, may, at its discretion, require other persons that have a business association of any kind with the Applicant to be subject to the qualification requirements as a qualifier. These persons include, but are not limited to, an affiliate or holding, intermediary or subsidiary company of the Applicant.

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Address suitability standards and forms to be used. ¶
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The Applicant may seek a waiver for any person on the above list who lacks the ability to control.

5.2. Submit as **Exhibit 5.2** a list of all of Applicant's Qualifiers.

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5.3. If Applicant is a corporation, submit as **Exhibit 5.3** a statement showing:

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- (a) Class(es) of stock issued or to be issued;
- (b) Par value;
- (c) Votes per share;
- (d) Number of shares of each class authorized;
- (e) Number of shares of each class issued;
- (f) Number of shares of each class subscribed; and
- (g) Total number of shares of each class and the percentage of shares owned by the largest 10 shareholders.

5.4. If Applicant is an LLC or other organized entity that does not issue stock, submit as **Exhibit 5.4** a schedule of ownership listing all members/managers and percentage of entity held. List beneficial owners, even if beneficial owners are not Qualifiers.

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5.5. If business entity is a partnership or other organized entity, submit as **Exhibit 5.5** a schedule listing the partners or others holding an interest and the percentage of the entity held. List beneficial owners, even if beneficial owners are not Qualifiers.

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5.6. Submit as **Exhibit 5.6** the following information for each of the Applicant's Qualifiers.

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- (a) For each individual Qualifier, provide the name place of birth, date of birth and legal residence of the Qualifier.
- (b) For each entity Qualifier, provide the name and the details required for entity applicants by Questions 5.4-5.6.

5.7. Please submit as **Exhibit 5.7** a document that identifies any existing racetrack or gaming facility which the Applicant and/or any of its qualifiers presently owns, operates, or has, or had, a financial or other interest. Additionally, please indicate whether any of the Applicant's qualifiers are presently qualifiers (or the equivalent) at any other racetrack or gaming facility.

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5.8. Has Applicant or any of its Qualifiers ever had a financial or other interest in a racetrack?

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YES
NO

If the answer to this question is yes, submit as **Exhibit 5.8** a thorough explanation of the interest(s).

5.9. Has Applicant or any of its Qualifiers ever had a gaming license revoked or suspended by order of any governing authority?

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YES

NO

If the answer to this question is yes, submit as **Exhibit 5.9** a thorough explanation of the circumstances of the revocation or suspension.

- 5.10.** Has Applicant or any of its Qualifiers ever had an application for a racing license or gaming license that was denied by a licensing authority?

 YES

 NO

If the answer to this question is yes, submit as **Exhibit 5.10** a thorough explanation of the circumstances of the denial.

- 5.11.** Has Applicant or any of its Qualifiers ever conducted or participated in any racing meeting pari-mutuel wagering in a location where such racing or wagering was not authorized by law?

 YES

 NO

If the answer to this question is yes, submit as **Exhibit 5.11** a thorough explanation of the circumstances of the unauthorized racing or wagering.

- 5.12.** Have voluntary proceedings in bankruptcy been instituted by, or have involuntary proceedings in bankruptcy ever been brought against the Applicant or any of its Qualifiers?

 YES

 NO

If the answer to this question is yes, submit as **Exhibit 5.12** a list describing the name of the person or entity filing for bankruptcy, the type of petition filed in bankruptcy, the date of the filing, the court in which filed and the date of final discharge, or if ongoing, indicate the expected date of final discharge.

- 5.13.** Are there outstanding any unsatisfied judgments or decrees against, or tax delinquencies to the Commonwealth of Massachusetts or its political subdivisions, by the Applicant or any of its Qualifiers?

 YES

 NO

If the answer to this question is yes, submit as **Exhibit 5.13** a list describing, for judgments or decrees, the type of the judgment, the court or other body entering the judgment, the date of the judgment, the person against whom the judgment is entered, the amount of the judgment and the reason why the judgment is unsatisfied; and for tax delinquencies, all delinquencies, the reason for such delinquencies, and when each delinquency will be cured.

- 5.14.** Has Applicant or any of its Qualifiers ever been accused of, charged with, or settled any matter relating to harassment or discrimination, or are there any restraining orders against Applicant or any of its Qualifiers?

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 NO¶

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___ YES
___ NO

If the answer to this question is yes, submit as **Exhibit 5.14** a list of all accusations, charges, and settlements including the date of each incident and a thorough explanation of the circumstances.

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5.15. Submit as **Exhibit 5.15** all of the following that are available:

- (a) A copy of Applicant's employee handbook
- (b) A copy of all of Applicant's policies and procedures regarding internal controls including but not limited to those policies that deal with the handling and protection of money, the placing of wagers both in person and via account deposits, security and surveillance, and method of accounting. Alternatively, a plan for establishing such internal controls.
- (c) A copy of Applicant's audit committee and compliance committee charters as well as a list of the audit and compliance committee members and their relationship to the Applicant
- (d) Any other policies that demonstrate the Applicant's proficiency in general industry standards for business and financial practices, procedures, and controls.

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Please note: the Commission may condition any license award on Applicant supplying complete and satisfactory information relative to its internal controls and associated practices.

5.16. Submit as **Exhibit 5.16** the following documents: a copy of the Applicant's most recent audited financial statements, most recent audited or unaudited quarterly financial statement, and an audited profit and loss statement for the Applicant's most recent fiscal year. Please include a description of any interest held by Applicant or any of its Qualifiers in any concessionaire. In the event that the Applicant does not have the requested document, please attach a statement explaining why not.

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Please note: the Commission may condition any license award on Applicant supplying complete and satisfactory financial statements.

5.17. Submit as **Exhibit 5.17** a list of which, if any of the Applicant's Qualifiers will be involved in funding the proposed project. For each such Qualifier, explain the amount and form of funding the Qualifier intends to provide for the project, and documentation supporting the Qualifier's capacity to provide that funding.

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5.18. Submit as **Exhibit 5.18** copies of all policies of insurance carried by Applicant as well as a statement setting forth all other types of insurance carried, or anticipated to be carried, for the protection of employees and patrons.

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Please note: the Commission may impose a license condition requiring Applicant to obtain satisfactory worker's compensation insurance, public liability insurance, jockey insurance, and driver's insurance.

5.19. Applicant may submit as **Exhibit 5.19** a statement explaining any other information relevant to its capacity to hold or conduct honestly managed racing meetings.

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Please note: if awarded a license the licensee will be required to maintain its suitability on an ongoing basis.

5.20. Applicant may submit as **Exhibit 5.20** a statement explaining any other information relevant to

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“the financial ability of an Applicant to operate a racetrack” and “the necessity of according fair treatment to the economic interest and investments of those who in good faith have provided and maintain such facilities.”

Please note: if awarded a license, the licensee’s continued ability to demonstrate the financial ability to successfully operate a racetrack will be part of the Commission’s ongoing suitability review.

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SECTION 6: PUBLIC INTEREST

In evaluating this application, the Commission will consider “the interest of members of the public in racing competition honestly managed and of good quality.” G.L. c. 128A, § 3(i).

- 6.1.** Submit as **Exhibit 6.1** a statement setting forth the reasons why the Applicant believes that its proposal will be beneficial to the public at large, the Commonwealth, the Applicant, and racing stakeholders.
- 6.2.** Submit as **Exhibit 6.2** a copy of all executed agreements with representative horsemen’s organizations. If the Applicant has not yet executed any such agreement, explain Applicant’s plans for executing such.

Please note: an executed ‘purse agreement’ will be required in advance of the commencement of any racing operations.

- 6.3.** Submit as **Exhibit 6.3** the following information, as well as any supporting documentation, analysis, or studies:
 - (a) Projected purses to be paid for the first three years of operation;
 - (b) Projected handle for the first three years of operation;
 - (c) Projected tax revenue and other revenues to be paid to the Commonwealth in the first three years of operation;
 - (d) Projected pari-mutuel revenue to be generated and paid to the Commonwealth in the first three years of operation;
 - (e) Projected attendance for the first three years of operation; and
 - (f) Projections of how many individuals Applicant will employ in the first three years of operation.

Please note: the Commission may impose a license condition requiring Applicant to submit satisfactory updated projections.

- 6.4.** Submit as **Exhibit 6.4** a statement describing any support or opposition to the proposed project expressed by the governing body or other government officials of the host and surrounding/nearby communities, including evidence of support or opposition, if in writing.
- 6.5.** Submit as **Exhibit 6.5** a description of the Applicant’s plan to attract and employ a diverse workforce (minority, women, veteran) in both construction and operational phases of the proposal. Similarly, please describe the Applicant’s plan to make use of minority, women, and veteran’s business enterprises as vendors in the construction and operational phases.

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- 6.6.** Submit as **Exhibit 6.6** a statement describing the Applicant’s plans for ensuring labor harmony during the construction and operational phases of the project including whether the Applicant plans to enter into any Project Labor Agreements or agreements governing labor harmony in the

project's permanent job positions. If the Applicant does not intend to enter into any such agreements, please explain.

6.7. Submit as **Exhibit 6.7** a statement describing all promises made by the Applicant to third parties concerning the proposed project, including but not limited to promises made to the governing body or other government officials of the host and surrounding/nearby communities, promises made to local organizations or community groups, and any mitigation agreements, formal or informal.

SECTION 7: FACILITIES AND EQUIPMENT

In evaluating this application, the Commission "must consider the circumstance that large groups of spectators require safe and convenient facilities;" and "the necessity of having and maintaining proper physical facilities for racing meetings." G.L. c. 128A, § 3(i).

7.1. How does Applicant control the real property on which the racetrack is proposed to be located (check all that apply):

- ☐ Fee Simple Ownership
- ☐ Lease
- ☐ Easement
- ☐ Other Interest

Submit as **Exhibit 7.1** documentation of all Applicant's fee simple, leasehold, easement, or other interests in the real property on which the racetrack and facilities are proposed to be located.

If Applicant does not control the real property on which the racetrack is intended to be located by fee simple ownership, include the name and address of the fee simple owner or lessor of the real property. If the fee simple owner or lessor is a corporation, LLC, partnership or other business entity, also include a list of the officers, directors, managers, member or other persons with an interest in the fee simple owner or lessor.

7.2. Does Applicant need to acquire any additional real property interests for the purposes of establishing or operating Applicant's proposed facility?

- ☐ YES
- ☐ NO

If the answer to this question is yes, submit as **Exhibit 7.2** a statement explaining the interests still to be acquired, their relevance to Applicant's proposed project, and the Applicant's progress towards and plans for acquiring them.

Please note: the Commission may impose a license condition requiring that the Applicant acquire all needed real property interests.

7.3. Are the premises on which the horse racing meeting is to be held owned by the commonwealth or any political subdivision thereof?

- ☐ YES
- ☐ NO

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7.4. Submit as **Exhibit 7.4** the exact property description, by metes and bounds, including the number of acres in premises, and a plot plan showing the entire proposed premises.

Please note: the Commission may impose a license condition requiring that the Applicant provide complete and satisfactory information in response to this question.

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7.5. Submit as **Exhibit 7.5** as much information as is available about equipment planned to be used at the proposed facility and premises, including: the trade name of the equipment; the date of purchase or the date of present contract or lease and expiration date of said contract; or an explanation as to how Applicant will procure any equipment not yet procured:

- (a) Pari-Mutuel Equipment;
- (b) Starting Gate;
- (c) Photo Finish Camera;
- (d) Film Patrol;
- (e) Timing Devices;
- (f) Inter-communication system;
- (g) Public Address System;
- (h) Closed Circuit Television System;
- (i) Horse Shoe Board; and
- (j) Scales.

Please note: the Commission may impose a license condition requiring that the Applicant provide complete and satisfactory information on equipment to be used at the proposed facility and premises.

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7.6. Does the Applicant anticipate leasing or renting any part of the proposed premises to a third-party vendor, or allowing an entity other than the licensee to operate any parts of the proposed premises (i.e.- restaurants, entertainment, etc.)?

If yes, please submit as **Exhibit 7.6** a list describing all such agreements.

Please note: the Commission may impose a license condition requiring that the Applicant provide complete and satisfactory information relative to this issue.

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7.7. Submit as **Exhibit 7.7** as much information as is available relative to security measures which will be employed for the protection of patrons, employees, occupational licensees, and horses, and the control of traffic within the premises and on roads leading to and from the said premises. This statement should include but not be confined to:

- (a) Number of uniformed police officers projected to be on duty each day inside the track;
- (b) Whether such police officers will be regular police officers or special officers;
- (c) Number of uniformed police officers detailed to traffic within the premises and on roads leading to and from the premises before, during and after racing hours;
- (d) Number of plain clothes officers or detectives assigned within the track proper;
- (e) System to be used for the detection and suppression of illegal gambling within the premises;
- (f) Name of person who will be in charge of security within the track proper;
- (g) Name of person who will have supervision of traffic control within the premises of the Applicant and will act as liaison between the Applicant and local police authorities in the control of traffic outside of the premises of the Applicant;
- (h) Name of police authority that has been consulted in setting up security measures within the track and the control of traffic within and outside of the premises of the Applicant.
- (i) A detailed statement of measures which will be employed in the policing of the stable area. This statement should include but not be confined to:

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- (j) Is stable area enclosed? If so, describe:
- (1) Method of enclosure;
 - (2) Number of gates to enclosure, where located and method of control;
 - (3) System of passes to be issued to persons employed in stable area;
 - (4) Method to be followed in allowing persons in and out of stable area;
 - (5) Number of uniformed police officers to be assigned to the stable area indicating the number in daytime hours and nights;
 - (6) Number of plain clothes officers or detectives to be assigned to the stable area, days and nights; and
 - (7) Name of person who will oversee policing in the stable area.

7.8. Submit as **Exhibit 7.8** the Applicant's plans to ensure the welfare of horses on site and their after care.

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SECTION 8: WAGERING AND SIMULCASTING

8.1. Does Applicant intend to offer account deposit wagering?

☐ YES
☐ NO

If the answer is yes, submit as **Exhibit 8.1** a general proposal for account deposit wagering, including any service providers Applicant intends to use for the Applicant's account wagering operations.

Please note: the Commission may condition any license award on Applicant providing a complete and satisfactory proposal for account deposit wagering in accordance with 205 CMR 6.20.

8.2. In accordance with G.L. c. 128C, § 5, "no racing meeting licensee shall simulcast live races in any racing season unless the racing meeting licensee is licensed to and actually conducts at least 900 live races over the course of not less than 100 calendar days during that racing season with no fewer than 7 races completed on any of those 100 calendar days." Further, G.L. c. 128C, § 9, which goes into effect on August 10, 2023, states that "[n]otwithstanding sections 1 to 8, inclusive, or any other general or special law to the contrary...a running horse racing meeting licensee shall conduct not less than 20 live racing days at a thoroughbred horse racing track, provided, the commission may waive this requirement as necessary and appropriate to ensure the financial ability of the licensee to develop and operate a track."

Does Applicant intend to simulcast?

☐ YES
☐ NO

Does the Applicant anticipate meeting the statutory minimum number of live races and race days in order to simulcast?

☐ YES
☐ NO

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Please note: the Commission may condition any license award on Applicant providing additional, satisfactory information on proposed simulcast imports and exports in accordance with G.L. c.

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SECTION 9: GENERAL CONDITIONS, ATTESTATION, AND SIGNATURES

Applicant understands and agrees that approval of a race meeting by the Commission does not establish the Commission as the insurer or guarantor of the safety or physical condition of the association's facilities or purse of any race.

By submitting this application, Applicant agrees to indemnify, save, and hold harmless the Commission and its staff, in their professional and personal capacities, from any and all liability arising from either unsafe conditions at the Applicant's premises, or any default in the payment of purses.

Applicant agrees to comply with all federal, state, or local laws, rules, regulations or ordinances, now in effect or hereafter adopted applicable to Applicant's activities allowed under a license granted by the Commission.

Applicant shall maintain, in an approved depository, those amounts deducted from the pari-mutuel handle for distribution for the purposes specified in G.L. c. 128A, 128C, and Commission rules.

Applicant and its managing officers shall be jointly and severally responsible to ensure that the amounts retained from the pari-mutuel handle are distributed according to G.L. c. 128A, 128C, and Commission regulations.

Applicant and its managing officers shall ensure that all purse monies, disbursements, and appropriate nomination race monies are available to make timely distribution in accordance with G.L. c. 128A, and Commission regulations.

Applicant agrees that if a license is granted, it will become the duty of Applicant, as long as the license shall remain in effect, to file with the Massachusetts Gaming Commission such reports as may be required by G.L. c. 128A and 128C now in effect or as hereafter amended and such rules and regulations as it has adopted or may hereafter adopt, and to make such payments as may be required by law, and for failure so to do, the licensee shall incur the penalties set forth in G.L. c. 128A and 128C, or in such rules and regulations as said Massachusetts Gaming Commission has adopted or may hereafter adopt.

Applicant agrees that any construction on the premises covered by this application shall be subject to the inspection by employees of the Commission, and to that end further agrees that the Commission, its agents, representatives or employees, shall have access to the same during construction, and further agrees to so construct in strict accordance with such plans and specifications as may hereafter be approved by the Commission and to pay for the cost and expense incurred for the study and approval of the plans and specifications and inspection of the construction by the Massachusetts Gaming Commission. Applicant further agrees that all buildings erected or to be erected on the premises here involved may be inspected by the Massachusetts Gaming Commission and their duly authorized agents, representatives, or employees at any time, with or without prior notice to Applicant.

Applicant agrees that all exhibits, statements, plans reports, papers, etc. submitted with the application are made a part hereof and are incorporated into this application as if set forth herein in full. Further, the applicant agrees that it shall have an affirmative obligation to abide by every statement made in this application to the Commission should it be awarded a license.

Applicant states under penalty of perjury that the answers provided in this application are true and correct to the best of its knowledge and understanding. Applicant agrees that any license which may hereafter be granted is predicated upon statements and answers herein contained and that if the Commission determines that any information provided herein is false or misleading said license may be revoked.

Applicant: _____

By (print name): _____

Signature: _____

Date: _____

AFFIDAVIT BY INDIVIDUAL APPLICANT

Commonwealth of Massachusetts, County of _____ .

_____, being duly sworn, upon _____ oath
deposes and says that: The answers, statements and declarations made in the foregoing application are
true.

Subscribed and sworn to before me this _____ day of _____.

_____ Signature of Affiant

_____ Signature of officer
administering oath

_____ Title of such officer

AFFIDAVIT BY CORPORATE APPLICANT

Commonwealth of Massachusetts, County of _____.

_____, being duly sworn, upon _____ oath deposes and says that:

1. _____ is the _____ of the corporation named as the Applicant and signed the foregoing application.
2. _____ was duly authorized by the Board of Directors of said corporation to sign said application in its name and in its behalf.
3. _____ has read and fully understands all of the questions pertaining to such Applicant and that all of the foregoing answers, statements and declarations made thereto are true.

Subscribed and sworn to before me this _____ day of _____.

_____ Signature of Affiant

_____ Signature of officer
adminstrating oath

_____ Title of such officer

AFFIDAVIT BY PARTNERSHIP APPLICANT

Commonwealth of Massachusetts, County of _____.

_____, being duly sworn, upon ____ oath deposes
and says that:

1. _____ is a partner of the partnership named as the Applicant in the foregoing application.
2. _____ is duly authorized to sign said application in its name and on its behalf.
3. _____ has read and fully understands all of the questions pertaining to such Applicant and that all of the foregoing answers, statements and declarations made thereto are true.

Subscribed and sworn to before me this ____ day of _____.

Signature of Affiant

Title

Signature of officer administering oath

Title of officer

AFFIDAVIT BY LIMITED LIABILITY COMPANY APPLICANT

Commonwealth of Massachusetts, County of _____.

_____, being duly sworn, upon
_____ oath deposes and says that:

1. _____ is the _____ of the
Limited Liability Company named as the Applicant and signed the foregoing application.
2. _____ was duly authorized to sign said application in its name and in its behalf.
3. _____ has read and fully understands all of the questions pertaining to such Applicant and
that all of the foregoing answers, statements and declarations made thereto are true.

Subscribed and sworn to before me this _____ day of _____.

Signature of Affiant

Signature of Officer administering oath

Title of such Officer