August 20, 2014

Sent by Hand

Hon. James F. McHugh
Commissioner
Massachusetts Gaming Commission
84 State Street, Suite 720
Boston, MA 02109

Re: Summation of Mohegan Sun Massachusetts, LLC Building & Site Design Proposals

Dear Commissioner McHugh:

As we reach the conclusion of the Region A licensing process, I write to express my gratitude for the Commission’s professionalism and dedication to a robust and substantive review of the merits of our RFA-2 Application for a category I gaming license. The Commission’s thoughtful Application and Requests for Clarification have made our proposal both stronger and, we think, fully in concert with the comprehensive aims of Chapter 23K. Mohegan Sun Massachusetts, LLC ("MSM") writes to summarize what, in our view, are the most important elements of Section 4, the Building and Site Design Section, of our Application. We have grouped these elements into the seven criteria that you and your consultants used to evaluate the MGM Springfield Resort Casino Application.

I. The MSM Destination Resort Demonstrates Creativity in Design and Overall Concept Excellence

MSM has assembled a world-class team of sophisticated and accomplished architects, engineers and development professionals led by Kohn Peterson and Fox. Working closely with City of Revere and local neighbors, they have created a design which is iconic (fitting for this great location), integrated into its community and pays homage to Revere’s history.

Rather than lauding our own project, it seems more balanced to use the words of the design panel of nine architects organized by the highly respected Massachusetts chapter of the American Institute of Architects (AIA) that reviewed the design proposals and related materials
of both applicants for a category 1 gaming license in Region A. Their conclusion was unequivocal:

- "A panel of architectural professionals convened by AIA MA unanimously found that the proposal by Mohegan Sun for Revere was markedly superior in every design aspect . . . ."

The panel recognized the way the design created a remarkable destination:

- "The proposed resort-casino is a creative, successful design for the site;"
- "[T]he Revere building projects a grand civic presence;" and
- "The proposed project feels like a true destination."

In addition to being visually stunning, the design also cleverly integrates to the surrounding neighborhoods. Again, using the words from AIA panel:

- "The Revere design is playful, has two inviting entrances, is pedestrian friendly, and makes good connections to public transit and the surrounding community;"
- "[T]he design shows sensitivity to the local community by breaking up the massing into different medium-level heights and having an entrance at Winthrop and Washburn that enlivens the street and functions as a celebratory entry for pedestrians, those arriving by bus and the nearby Beachmont subway stop, and passers-by."

Part of that connection to our community is to link with the roots of Revere as a destination for amusement and hospitality and the city’s great history. The AIA panel noted:

- "The design also echoes Revere’s history of recreation and links the resort to its beach;" and
- "The Revere design is curvy, playful, fun architecture that fits Revere’s long history of recreation and entertainment: beach, honky tonk amusements, ballroom and racing. This local history theme is integrated into the project (not just tacked on) by using large-scale umbrellas and canopies as the primary design elements."

We are grateful to the AIA committee for their review. We are more pleased to see that what we set out to create in our design was recognized by them.
II. MSM Will Feature a Gaming Establishment of High Caliber with Quality Amenities in Partnership with Local Facilities

The MSM program is exciting and unique. The gaming floor will be approximately 171,000 square feet with 4,200 slots and 100 table games and 20 poker tables. The two MSM hotels cater to multiple price points, with a hip boutique hotel responding to a young urban market, and an upscale casino hotel featuring extravagant amenities and luxurious “high roller” suites. Many of the approximately 500 hotel rooms will feature exquisite views of the Boston skyline and breathtaking panoramas of Revere Beach and the Atlantic Ocean. The retail spine of the resort will be a shopping beacon, while the age-appropriate “Kid’s Zone” will be an invigorating space for children, far-removed from the gaming floor. An exhibition space for local artists will complement MSM’s lively indoor decor, while a landscaped arrival court, retail galleria, and the opportunity for outdoor terraces overlooking picturesque gardens provide flexible spaces for intimate exhibits or live music.

The resort also will feature 38,000 square-feet of flexible meeting space that will be International Association of Conference Centers certified and will include a ballroom with a stage (which can seat 950 guests for an entertainment event), several individualized meeting rooms, and top-of-the-line service amenities. MSM’s 10,000 square-foot spa will radiate luxury, while the hotels, restaurants and garden terraces that command stunning views of the Atlantic Ocean and the Boston skyline will become one of New England’s singular destinations.

As an outward facing resort, MSM intends to fully integrate into the surrounding community—physically and economically. The resort has specifically been designed so that the front door opens to the Blue Line and MBTA’s Beachmont Station, less than 150 feet away. In keeping with MSM’s outward-facing philosophy, MSM will operate shuttles to transport patrons in luxury coaches on five different routes for patrons to dine and make a water shuttle connection in Maverick Square; shop and link to hotels in the Back Bay area; enjoy the waterfront attractions or connect to the Boston Convention and Exhibition Center in the Seaport area; take in dinner and a show in the Theater District; or visit nearby Revere Beach.

Similarly, MSM has partnered with the region’s Convention and Visitor Bureaus (CVBs) and the stewards of numerous attractions throughout the region, such as the CitiCenter for the Performing Arts and the Department of Conservation and Recreation to offer joint programming that ensures MSM guests are connected to the wider community. When one combines the transportation connections with the geography, the historic hospitality and the collaborative agreements forged, MSM truly serves as a bridge to the North Shore and the entire region. It is bolstered by MSM’s one-of-a-kind Momentum Points Partnership Program, which will enable patrons to spend rewards dollars earned at the resort at hundreds of local retailers, stimulating millions of dollars annually in new spending at small businesses.

III. MSM has Demonstrated Compatibility with its Surroundings, including Robust Transportation Improvements and Excellent On and Off-Site Improvements

Memorialized in MSM’s Host Community Agreement (“HCA”) with the City of Revere and 12 Surrounding Community Agreements is MSM’s commitment to spend at least $45
million in improvements to local and regional infrastructure that not only offset incremental impacts to capacity, but solve longstanding regional traffic problems.

These improvements include a solution to eliminate congestion in the Route 1A corridor. Under consideration by MassDOT are two options: (1) a northbound “flyover” solution from the intersection of Route 1A and Boardman Street to the intersection with Route 145 (known as Option 8N) that will add additional northbound lanes approaching Boardman Street, accommodate local and resort traffic through on-grade turning lanes, and construct a grade-separated overpass that allows northbound traffic to travel through the Boardman Street/Route 1A intersection without interruption; and (2) an at-grade traffic solution that adds capacity to Route 1A, and rebuilds and streamlines multiple intersections with an innovative design that even more efficiently accommodates traffic on Route 1A (known as Option 11). MSM has further committed to complete several additional roadway improvements, including construction of an interchange connecting Route 1 and Route 16 to alleviate traffic throughout the corridor; widening of the northbound approach to Bell Circle; and numerous reconfigurations of important intersections in East Boston and the City of Revere. All of these improvements will be constructed prior to opening. All work will provide a solution that improves traffic conditions at every intersection that will experience a measurable impact from the resort.

MSM will further mitigate traffic-related impacts by taking maximum advantage of its superior location directly adjacent to Beachmont Station on the MBTA's Blue Line. MSM will aggressively market the T to patrons, and will sell Charlie Cards on site, with subsidies and pre-tax spending account programs for employee commuter passes as part of a robust Transportation Demand Management (TDM) Plan that will include a monitoring program featuring a Transportation Monitoring and Annual Report. Another key component of this TDM plan is the imposition of a near-total prohibition of employee parking at the resort in favor of a High Occupancy Vehicle (HOV) Shuttle program that will intercept employees at key regional transit hubs and other locations. MSM currently is working with Alternative Concepts, Inc. (ACI), the Boston-based transportation management firm that operates the successful Logan Airport and Longwood Medical Area employee shuttle programs, to develop our HOV Shuttle program. MSM anticipates that it will require approximately 750 off-site parking spaces dispersed across multiple interception points to ensure the success of this program.

The Metropolitan Area Planning Council (MAPC), a leading authority in the Commonwealth on land use and transportation issues, recently analyzed the RFA-2 Applications and other documentation, including MEPA-related submissions, of both applicants for a category 1 gaming license in Region A. The MAPC’s evaluation concluded that MSM held a distinct advantage in reducing traffic congestion through its off-site infrastructure improvements and by maximizing the use of public transportation.

On site, there will be structured parking for approximately 4,200 vehicles, with an additional 270 parking spaces beneath the garden plaza. MSM will charge fees for parking at the resort with validation for patrons who qualify by reaching certain casino-play related benchmarks and for overnight hotel guests. This balanced decision reflects MSM’s commitment to heavily encourage use of public transit and the resort’s comprehensive patron shuttle services.
The MSM site is best positioned for access and egress by highway and air arrival with Logan Airport a short MBTA or shuttle ride away. More specifically, MSM has multiple access points, with access to be provided at Furlong and Tomasello Drives and at Winthrop Avenue. Access from Beachmont Station, less than 150 feet away, is a unique advantage to the site that relieves congestion and easily connects patrons to the airport and attractions in the City of Boston and throughout the region.

Additionally, MSM is proposing substantial on- and off-site improvements, including restoration of Sales Creek and the surrounding vegetation, use of lower light level sources that are directed downward, and construction of two thick layers of landscape buffer to enclose the entire eastern side of the property and shield the nearby neighborhood from noise and light intrusion, as well as visual impacts. As provided in the HCA, MSM will cause to be funded and permitted, in coordination with all state and municipal agencies, all water and sewer improvements required to accommodate the resort, as well as additional improvements elsewhere in City of Revere, including sewer and water line and inflow and infiltration improvements.

Looking more broadly at MSM’s compatibility with its surroundings, the MAPC again applauded our project’s likely role in stimulating positive redevelopment without creating adverse traffic conditions. The MAPC concluded that MSM’s proposal held tremendous potential to revitalize underutilized areas in the City of Revere. The MAPC concluded that “[t]he ongoing redevelopment of the Revere Beach area . . . is proposed to include significant retail and hotel space related to, and benefitted by, the casino redevelopment. Other community level priorities, such as the Wonderland Station area of Revere, may also benefit from the casino development.”

IV. MSM Will Utilize Sustainable Design Principles in the Construction and During the Life Cycle of the Facility

MSM is not exaggerating when it states, proudly, that this will be the most sustainable resort casino development in the world. MSM currently has attained 66 points in the LEED for New Construction 2009 rating system. We continually seek to improve this score, and will obtain LEED Gold status while striving for LEED Platinum certification. Our holistic plan integrates exemplary sustainable design features that limit GHG emissions, minimize waste, conserve water, create open space, and incentivize use of alternative modes of transportation.

Among many other features, MSM will include:

- a 1MW gas-fired cogeneration plant;
- a 1MW rooftop photovoltaic (PV) system;
- alternative transportation infrastructure for EV plug-ins, bicycle racks, bicycle parking spaces and showers for employees, and other bicycle accommodations;
- MSM’s participation as an anchor tenant for an anaerobic digestion program that will produce nearly 25,000 kWh of net energy from organic waste;
• a grease recycling program through which fryer (yellow grease) and Grease Recovery Unit (GRU) material (brown grease) is sold to vendors;

• installation of a 100,000-gallon rainwater harvesting tank that will save about 4 million gallons of water per year;

• a greywater reuse system;

• energy efficient slot machines that use LED lighting and operate at under 2 amps/slot at 120 volts (almost 25% less than recent industry standards);

• an energy efficient HVAC system with hot water thermal storage to reduce peak utility loads among numerous other state-of-the-art features;

• several rigorous provisions for shifting peak energy load, including a smart network that can turn off cooling and lighting and adjust set points; use of diesel powered emergency generators that would be configured to curtail normal peak power if needed, and substantial local generation of energy through the on-site cogeneration plant and solar electric panels;

• a 5,000 square foot hydroponic greenhouse that will produce vegetables for use in the resort’s garden fresh restaurant; and

• green space that will comprise about 45% of the project site.

MSM also has entered into an agreement with Harvest Power of Waltham to test composting and waste-to-energy services, as well as to educate MSM employees and patrons about new methods to reduce and reuse organic waste.

V. MSM Will Have Industry Leading Security, Monitoring, and Emergency Procedures

In operating the highest grossing casino in the Western Hemisphere and additional resorts in Atlantic City and Pennsylvania, Mohegan Sun has adopted the most rigorous internal controls and security features in the industry. The emergency response procedures and site surveillance at MSM will meet or exceed the requirements of Chapter 23K and industry norms.

VI. MSM’s Permitting and Construction Schedule Will Allow the Commonwealth to Experience the Benefits of Gaming the Soonest

On August 15, 2014, the Secretary of the Executive Office of Energy and Environmental Affairs (Secretary) issued a Certificate on MSM’s Supplemental Draft Environmental Impact Report (SDEIR). We are pleased that the Secretary and her staff found that our filing adequately and properly complied with the requirements of the Massachusetts Environmental Policy Act. We are actively working on the small number of items that the Secretary has required for the Final Environmental Impact Report (FEIR). The issues that remain to be addressed are limited, and we look forward to working closely with MassDOT, DCR, the Boston Transportation
Department and other organizations and agencies to both thoroughly and expeditiously complete the FEIR consistent with the Secretary's and the Commission's requirements.

Again, we thank the Commission and the consultants engaged in the review of the RFA-2 Application. Please do not hesitate to communicate any remaining questions to our team.

Sincerely,

Mitchell Etess,
Manager, Mohegan Sun Massachusetts
CEO, Mohegan Tribal Gaming Authority

cc: Ms. Nancy Stack
Mr. J. Gary Luderitz
David Rome, Esq.
Kevin Conroy, Esq.