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## VIA ELECTRONIC MAIL

March 25, 2014

John A. Stefanini  
DLA Piper LLP  
33 Arch Street, 26<sup>th</sup> Floor  
Boston, MA 02110

Re: *City of Boston's Request for Production of Documents to Mohegan Sun  
Massachusetts, LLC*



Dear Mr. Stefanini:

I have enclosed the City of Boston's Request for Production of Documents to Mohegan Sun Massachusetts, LLC ("Mohegan Sun"), dated March 25, 2014. We request that Mohegan Sun produce copies of the requested documents by April 2, 2014.

Please call me if you have any questions.

Very truly yours,

Thomas C. Frongillo

Enclosure.

cc: Eugene O'Flaherty, City of Boston Corporation Counsel  
Elizabeth Dello Russo, Office of Gaming Accountability  
Mary Marshall, Nutter, McClennen & Fish LLP  
William F. Kennedy, Nutter, McClennen & Fish LLP  
Ariel I. Raphael, Fish & Richardson P.C.

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**CITY OF BOSTON'S REQUEST FOR PRODUCTION OF DOCUMENTS  
TO MOHEGAN SUN MASSACHUSETTS, LLC, DATED MARCH 25, 2014**

**DEFINITIONS**

The following definitions apply to these Requests for Production of Documents and Information:

1. "MSM" means Mohegan Sun Massachusetts, LLC, and includes, without limitation, MSM's employees, agents, representatives, owners, directors, management, principals, partnerships, corporations, associates, legal entities, divisions, departments, subsidiaries, parent companies, and affiliates, as well as MSM's "close associates," as defined under G.L. c. 23K § 2.
2. "SSR" means Sterling Suffolk Racecourse, LLC, and includes, without limitation, SSR's employees, agents, representatives, owners, directors, management, principals, partnerships, corporations, associates, legal entities, divisions, departments, subsidiaries, parent companies, and affiliates, as well as SSR's "close associates," as defined under G.L. c. 23K § 2.
3. "Document" means all things from which information can be derived through visual inspection or other means, including, but not limited to, hard copy or electronically stored information, such as writings, drawings, graphs, charts, photographs, recordings, images, and other data or data compilations stored in any medium.
4. "Record" means "Record" as defined under 205 CMR 102.02 and G.L. c. 4, § 7(26).

**REQUESTS FOR PRODUCTION**

1. All documents and records regarding MSM's proposed development of a resort destination casino at Suffolk Downs including, but not limited to, drawings, photographs, maps, renderings, sketches, handouts, promotional materials, and other plans that MSM has prepared to date, such as detailed plans for construction and operation, whether or not disclosed to the public at community presentations and/or meetings before the Massachusetts Gaming Commission or with representatives of the City of Boston as of this date.
2. All documents and records regarding SSR's proposed relocation and reconstruction of the existing horse stables, centralized animal feeding operation ("CAFO") facility, and attendant racing operations and amenities from land in the City of Revere to land and improvements located solely within the City of Boston, such as but not limited to, drawings, photographs, maps, renderings, sketches, handouts, promotional materials, and detailed plans for construction and operation including all available plans pertaining to

the renovations to the existing Suffolk Downs Grandstand facilities and the construction of a CAFO within the City of Boston.

3. All documents and records regarding the City of Revere's approval of the proposed casino development by MSM at the referendum held on February 25, 2014 including, but not limited to, the written request for an election, the ballot question, the Host Community Agreement between MSM and Revere (the "Host Community Agreement"), all information provided to voters, all concise summaries of the Host Community Agreement provided to voters, and the results of the vote.
4. All documents and records regarding any memorandum of understanding, term sheet or other agreement, either draft or final, by and between, among others, the City of Revere and SSR, other than the Host Community Agreement between SSR and Revere dated as of August 28, 2013 (the "August 28, 2013 SSR Host Community Agreement") but including all subsequent documents and records pertaining to SSR, MSM, or other parties with the City of Revere.
5. All documents and records regarding MSM's proposed ground lease agreement with SSR, including but not limited to an unredacted and complete copy of a document entitled "Binding Agreement for Definitive Ground Lease in Revere, Massachusetts" dated as of November 27, 2013, and any documents and records, including drafts thereof, of any ground lease agreement, which may have been prepared to date, including any details pertaining to any profit-sharing or participation by and among SSR and MSM pursuant to the terms of any such ground lease.
6. All documents and records regarding the possible use by the City of Revere of eminent domain powers to acquire requisite access or utilities for the development of the project site, including, but not limited to, any interests in private property which may be required in order to provide improved access to the project site as such access may currently exist or may hereafter be improved by either of MSM, SSR or the City of Revere, including, but not limited to, improvements to Furlong Drive or Tomasello Drive either as they currently exist or may hereinafter be improved.
7. All documents and records relating to the geographic area, uses, dimensional and other zoning requirements in effect within Planned Development District 1 within the City of Revere.
8. All documents and records relating to MSM's plans for access to and egress from the gaming establishment, especially in light of the restriction set forth in Section 2.A.8.b of the Host Community Agreement which precludes, with the exception of the Project's access way at the intersection of Tomasello Drive and Winthrop Avenue, any vehicles from entering or exiting the Project site from Winthrop Avenue or Washburn Avenue.

9. All documents and records relating to MSM's plans for parking for patrons of the project, including provisions for off-site parking for patrons and employees pursuant to the terms set forth in Section 2.F of the Host Community Agreement.
10. All documents and records regarding and including any memoranda of understanding, agreements, or contracts, draft or final, between MSM and any community other than the City of Boston including, but not limited to, the City of Chelsea and Town of Winthrop.
11. All documents and records regarding MSM's plans to fund and cause the permitting, design and construction, in coordination with the relevant state and municipal agencies including the City of Revere, of the water and sewer upgrades required to service the MSM gaming establishment. The documents and records shall include but not be limited to detailed construction level drawings for such improvements, and public or private property interests within the City of Revere and the City of Boston that would be required to be obtained in order to affect such improvements as well as any other relevant improvements as required for the City of Revere to comply with any existing consent decrees or other orders imposed upon it by the Commonwealth, the Environmental Protection Agency or other state or federal regulatory authorities.
12. All documents and records regarding access to the project site including, but not limited to, existing access on Tomasello Drive, Furlong Drive (as it currently exists or may herein after be improved), Winthrop Avenue and Washburn Avenue, and the construction of driveways, sidewalks and bicycle accommodations, as described in the Host Community Agreement.
13. All documents and records regarding any and all existing or proposed easements relating to Furlong Drive and/or Tomasello Drive as it currently exists or may later be improved.
14. All documents and records regarding MSM or SSR's plans for public infrastructure enhancements as part of the project, as developed to date, including as previously described in the Host Community Agreement and in the Draft Environmental Impact Report ("DEIR") as filed by SSR, a document entitled Suffolk Downs Stabling Area and Racecourse Stormwater Improvements, Boston, Massachusetts EEA #14747 ("SSR NPC"), and a document entitled "Mohegan Sun Massachusetts Revere, Massachusetts EEA#15006 ("MSM NPC") as filed with the Massachusetts Environmental Policy Act Unit, including, but not limited to, improvements to Route 1A and water, sewer and stormwater management systems.
15. All documents, records, and communications regarding proposed access to the site, including, but not limited to, all agreements between MSM, SSR, Revere or any other entity, including drafts.

16. All documents and records concerning and including “detailed plans of construction,” including drafts and revisions, as well as site plans and construction management plans prepared or submitted by MSM. This request specifically excludes the publicly available DEIR, MSM NPC and SSR NPC.
17. All documents and records concerning and including “detailed plans of construction,” including drafts and revisions, as well as site plans and construction management plans prepared or submitted by SSR. This request specifically excludes the publicly available DEIR and SSR NPC.
18. All documents and records concerning either of MSM’s or SSR’s communications with abutters to the project site, including, but not limited to, documents and records related to memoranda of understanding, agreements, options, or rights of way.
19. All documents and records, including affidavits of owners, related to land and improvements located within the geographic boundaries of the City of Boston, including, but not limited to, land owned or controlled by instrumentalities of the Commonwealth or the federal government (e.g., MassDOT, MBTA, the Federal Highway Administration, etc.) that would be accessed, used, taken, leased, optioned, purchased, or otherwise affected by the site preparation, remediation, construction and/or operation of a proposed casino development, infrastructure or related amenity, by MSM or SSR, according to any and all plans or proposals submitted (whether or not they were later withdrawn) by MSM or SSR.
20. All documents and records concerning any amendments to the City of Boston’s zoning and other land use rules, ordinances or regulations, or permits or approvals that either or MSM or SSR anticipates would be required for the site preparation, remediation, construction and/or operation of a proposed casino development or related amenities or the relocated stables and horse racing operations.
21. All documents and records concerning any amendments to zoning and other land use rules, ordinances or regulations, or permits or approvals that either MSM or SSR anticipates would be required for the site preparation, remediation, construction and/or operation of a proposed casino development, or related amenities or the relocated stables and horse racing operations.
22. All documents and records regarding communications, including those sufficient to show all verbal communications and emails, with the MBTA, MassDOT, abutters, and other nearby property owners about either of MSM’s or SSR’s possible acquisition of land, easements, or other property rights in connection with its proposed casino development or the relocation of the stabling and horse racing operations.

23. All documents and records, including affidavits of owners, related to land and improvements located within the geographic boundaries of the Cities of Boston or Revere including, but not limited to, land owned or controlled by instrumentalities of the Commonwealth or the federal government (e.g., MassDOT, MBTA, the Federal Highway Administration, etc.) that would be accessed, used, taken, leased, optioned, purchased, or otherwise affected by the site preparation, remediation, construction and/or operation of a proposed casino development, or related amenity, by either of MSM or SSR, according to any and all plans or proposals submitted (whether or not they were later withdrawn) by MSM or SSR.
24. All documents and records concerning the staging and management of the remediation of any parcel required for the construction and/or operation of a proposed casino development or related amenities and the relocated and reconstructed horse stables and racing operations whether by MSM or SSR.
25. All documents and records concerning and including marketing plans, public relations materials, advertising, or materials related to the planned or proposed promotion of “local businesses” in the City of Boston, “including developing cross-marketing strategies with local restaurants, small businesses, hotels, retail outlets and impacted live entertainment venues.” G.L. c. 23K, § 18(2).
26. All documents and records concerning and including executed and proposed contracts between either of SSR or MSM and any businesses located in Boston.
27. All documents and records concerning and including contracts for work to be done at any location in Boston in connection with the proposed casino development including, but not limited to, contracts for construction, environmental assessment and remediation, utilities, infrastructure, and landscaping.