

Before the
MASSACHUSETTS GAMING COMMISSION

Petition of the City of Boston in Accordance With the Requirements of 205 CMR 125.01 and With Respect to Other Matters With Respect to RFA-2 Application filed by Mohegan Sun Massachusetts, LLC Seeking a Category 1 License

I. INTRODUCTION AND BACKGROUND

On December 31, 2013, Mohegan Sun Massachusetts, LLC (“MSM” or the “Applicant”) filed a RFA-2 Application seeking a Category 1 License to authorize the development of a resort destination casino at Suffolk Downs site with the Massachusetts Gaming Commission (the “Commission”), and provided the City of Boston (the “City”) with two file boxes containing sections of such filing. The Commission, on its own account or by request of another municipality not the City, extended the deadline for the filing of surrounding community petitions and designation assent letters as specified in 205 CMR 125.01 from January 10, 2014 until January 13, 2014. On January 9, 2013, the City filed a request with the Commission asking for a further extension of time until February 10, 2014 for the reasons set forth in the City’s letter request. See Attachment 1: City’s Request for an Extension.

On January 10, 2014, the Commission denied the City’s request, noting that the Commission’s schedule did not allow for it to consider the City’s request and recommended that the City assent to the designation as a surrounding community. See Attachment 2: Commission Denial. Further, the Commission recommended “that the City consider assenting to the designation of surrounding community status but reserving a right to claim host community status should the City deem it advisable to do so.” See Attachment 2: Commission Denial. In its letter, the Commission further states, “if the City determines that it qualifies for host community status ... the City could notify the Commission.” See Attachment 2: Commission Denial.

Therefore, in accordance with the requirements of M.G.L. c. 23K and 205 CMR 1.00 et. seq. (the “Gaming Act”), specifically 205 CMR 125.01, and other relevant provisions of the

Gaming Act and with the direction provided by the Commission in its letter of January 10, 2014, the City petitions for designation as a surrounding community in order to preserve the interests of the City and its residents from the siting and development of a resort destination casino as proposed by MSM without waiving its right to assert host community status. See Attachment 2: Commission Denial. As previously noted, the City has not been able to obtain relevant information regarding MSM's proposed resort destination casino on the Suffolk Downs property ("MSM Proposal"). See Attachment A: City's Request for Extension. In fact, only last week, at a meeting with Mayor Walsh where MSM expressed a willingness to support the City's extension request, did MSM engage in meaningful dialogue with the City.¹

The sections of the MSM RFA-2 which have been provided to the City exclude information which has been provided to the Commission, certain elements of which are relevant to the City's review. MSM's RFA-2 also does not include adequate information for the City to evaluate how SSR's Draft Environmental Impact Report ("DEIR") which was filed by SSR on September 3, 2013, and was reviewed by the Secretary of Environmental Affairs and Energy's Massachusetts Environmental Impact Unit, following detailed review and comment by the City and its technical transportation and environmental impact experts, relates to the current MSM Proposal. As set forth in Attachment 1: City's Request for Extension, the City's rights and abilities to analyze the resort destination casino proposed by MSM have been limited due to the minimal information that MSM has shared with the City to date. The City has also asked that MSM clarify what SSR intends to do with respect to its outstanding commitments to the City. The City is hopeful that the spirit of open communication which was expressed by MSM last week will result in adequate and meaningful information being provided.

The question of host or surrounding community status for the City is a fact-specific and detail-oriented analysis that requires thoughtful and thorough review in accordance with the provisions of the Gaming Act; making the need for information from MSM crucial to the City's review. Given that it had requested an extension to: (a) review the voluminous RFA-2 filing and determine the continuing relevance of the DEIR which had been filed by SSR with respect to the

¹ The City notes that MSM appears to have succeeded to the interests of Sterling Suffolk Racecourse, LLC ("SSR") who had proposed a resort destination casino on the Suffolk Downs site located in both the City and the City of Revere. Only after an unsuccessful referendum vote in Ward 1, East Boston, did MSM assume the role as Applicant and attempt to recast the resort destination casino.

MSM Proposal; (b) request additional information and clarification of such filings from MSM and the Commission as appropriate; and (c) receive detailed input from MSM with respect to its proposal, and while reserving its full rights and ability to claim host community status, the City is filing this petition in accordance with the above stated regulations and as directed by the Commission.

The City requests that the Commission compel MSM and other applicants to engage in frank and open conversations with each of the interested communities. In meeting with MSM representatives last week, and further discussions this week, the City received assurances that it would be provided with any information that it needed, including revisions to the Application, if necessary. Also, the Applicant agreed to expeditiously address the City's concerns and enter into appropriate agreements as required by the Gaming Act. The City remains concerned that all appropriate action be taken to preserve and protect the public interest and to protect the best interests of the citizens of Boston and asks for the Commission's diligent assistance in that regard as it again reiterates its request for additional time so that it may better understand the MSM Proposal and interact with the Applicant. The City has engaged and will continue to engage all of its relevant departments to review and analyze the information which is provided by MSM.

II. DISCUSSION

a. Need for Petition not Merely Assent - The Applicant's Failure to Follow 205 CMR 125.01

The process and procedure by which a municipality is designated a surrounding community in accordance with the Gaming Act are set forth in 205 CMR 125.01(1). This section allows for designation by the applicant and assent by the municipality in certain instances. A municipality will attain status as a surrounding community in accordance with the Gaming Act if it is: "*designated as a surrounding community by an applicant for a Category 1 or Category 2 license in the RFA-2 application, written notice of which designation shall be provided by the applicant to the community's chief executive officer as defined in MGC c. 4, s. 7, cl. Fifth B, at the time the application is filed with the commission.*" (Emphasis added.) This process was not followed by MSM in its RFA-2 submission, thus compelling the City to submit this petition, while reserving its rights to claim host community status if the facts so warrant.

In Section 5-15 of its RFA-2, MSM states:

In addition to Chelsea, MSM and Sterling Suffolk Racecourse, LLC (Suffolk Downs) representatives have been in discussions with Boston and Winthrop. MSM through its partner Suffolk Downs has reached out to each community, as shown in letters to each municipality that are provided in Attachments 5-15-03 and 5-15-04. In the spirit of cooperation and outreach to these new community partners, MSM affirms its support for Suffolk Downs' past efforts to reimburse the City of Winthrop for consultant and other expenses associated with analyzing the potential impacts of expanded gaming on the Suffolk Downs property.

This language is confusing as MSM, not SSR, is the Applicant for purposes of the RFA-2 and the requirements of 205 CMR 125.01. The letter sent by Suffolk Downs does not qualify as notice to the City's Chief Executive Officer as required in accordance with 205 CMR 125.01. Moreover, MSM intent is unclear with respect to the outstanding commitments of SSR to the City, negotiation of a surrounding community agreement and payment of expenses incurred by the City in connection therewith.

On January 13, 2014, Mayor Walsh received a letter from MSM, in accordance with 205 CMR 125.01(1)(a). The City requests that MSM supplement its Application with this letter. Furthermore, the City asks that MSM supplement its Application to affirm its support for Suffolk Downs to reimburse the City of Boston for past consultant and other expenses associated with analyzing the potential impacts of expanded gaming on the Suffolk Downs property, as outlined in the Suffolk Downs Host Community Agreement with the City of Boston, and for MSM to agree to reimbursement in connection with its application. MSM's supplement to its Application as stated above, may correct the inaccuracies in the designation and allow the City to, without waiving its rights to host status, assent to designation pursuant to 205 CMR 125.01.

Given that MSM has not fulfilled the requirements of the Gaming Act, the City cannot execute such assent given the inadequacy of MSM's RFA-2 submission, and thus must in accordance with the direction provided by the Commission in its January 10, 2014 Letter, while reserving its rights as set forth above, petition for designation as a surrounding community in

accordance with the provisions of 205 CMR 125.01(1) and 205 CMR 125.01(2). See Attachment 2: Commission Denial.

b. Petition for Designation in Accordance with 125.01

The City qualifies as a surrounding community to the MSM Proposal based upon a review of the stated criteria noted in 205 CMR 125.01(2). Moreover, the City may in fact be a host community. A review of the relevant information is needed by the City to evaluate its position. In the absence of an opportunity for meaningful review of the relevant materials on the MSM Proposal – both that which it has in hand and has requested - the City submits that MSM should, regardless of the City’s status as a “host” or “surrounding” community, execute an agreement identical in all material respects to the Host Community Agreement dated August 27, 2013 (the “HCA”) which the City entered into with SSR. The fact that MSM may have attempted to shift the casino so that it is located solely within the City of Revere in an effort to address the failure of the East Boston vote, should not change the agreed-upon commitments as articulate in the City’s existing HCA for the Suffolk Downs property.

While the City has begun its review of the MSM Proposal, its review is far from complete and requires substantial additional information from MSM. Given the materials that the City now has available, it is unclear to the City how either the City or the Commission will be able to make a definitive determination as to the surrounding community status on or before February 6, 2014 as the Commission states in the Commission’s Denial; Attachment 2, denying the City’s request for an extension of time. The City asks that the Commission reconsider its denial of the City’s request for an extension, given the important public interests which must be protected and the fact that there is sufficient time for the Commission to grant this extension without impacting the Commission’s projected timeframe for the issuance of Category 1 Licenses in accordance with the terms and provisions of the Gaming Act.

Without waiving the right for the City to assert host community status, the City asks that the Commission: (i) reconsider its denial of the City’s request for an extension; (ii) declare that the City is, in the alternative a surrounding community in accordance with the provisions of 205 CMR 125.0; (iii) compel MSM to supplement its Application to properly designate the City; and (iv) cooperate fully with the City, providing any and all information requested by the City so that

it may best evaluate its status as host or surrounding community and properly understand and evaluate the MSM Proposal in relation to the City.

III. SUMMARY OF PETITION REQUESTS

The City asks that the Commission reconsider its Denial of the City's request for an extension. In the absence of an extension, without waiving its rights to host community status, the City petitions in accordance with 205 CMR 125.01 for designation by the Commission as a surrounding community within the meaning of the Gaming Act and assents to the designation as a surrounding community on the terms set forth herein. The City further petitions the Commission to compel MSM to cooperate fully with the City, providing any and all information requested by the City so that it may best evaluate its status as host or surrounding community and properly understand and evaluate the MSM Proposal in relation to the City.

Respectfully submitted,

THE CITY OF BOSTON

On behalf of Mayor Martin J. Walsh
By its Attorney,
William F. Sinnott, Corporation Counsel



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CERTIFICATE OF SERVICE

I hereby certify that on this date a true copy of the above document was served upon the following by electronic and/or U.S. mail:

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January 13, 2014
Date



Elizabeth Dello Russo

Dated: January 13, 2014

Attachment 1



CITY OF BOSTON
LAW DEPARTMENT
City Hall, Room 615 Boston, MA 02201

Martin J. Walsh
Mayor

William F. Sinnott
Corporation Counsel

January 9th, 2014

Via Electronic Delivery

Chairman Stephen Crosby
Massachusetts Gaming Commissioners
Massachusetts Gaming Commission
84 State Street, 10th Floor
Boston, MA 02109

RE: *Extension of the Time Period for the City of Boston to Take any Action Which May Be Required in Accordance with the Requirements of 205 CMR 125.01*

Dear Chairman Crosby and Massachusetts Gaming Commissioners:

The City of Boston (the "City") understands that the Massachusetts Gaming Commission (the "Commission") has extended the deadline for the filing of surrounding community petitions and designation assent letters as specified in 205 CMR 125.01 until January 13th, 2014. While the City is appreciative of this extension, it respectfully requests a further, meaningful extension of time of thirty (30) days, until February 10th, 2014 in order to determine what action, if any, the City is required to take in accordance with the provisions of 205 CMR 125.01, or other relevant provisions of M.G.L. c. 23K and 205 CMR 1.00 et. seq (the "Gaming Act"). In addition, the City also requests that to the extent necessary, the Commission grant a waiver of the stated time periods set forth in 205 CMR 125.01 in accordance with the provisions of 205 CMR 102.03(4)(2). Discussions with the Applicant Mohegan Sun which occurred this week indicated that they would be receptive to an extension of these time periods.

The Commission's deadline for the filing of RFA-2 Applications was December 31st, 2013. Due to the federal holiday on January 1st, 2014, the severe weather event on January 2nd and 3rd, 2014 when the City abided by the Governor's declared state of snow emergency, ceasing all but the most essential emergency governmental services, and the inauguration of Martin J. Walsh as Mayor of the City of Boston on January 6th, 2014, the City has not had sufficient time to review the RFA-2 Applications. Illustrative of the insufficient time for review is the fact that collectively the RFA-2 Applications are approximately 43,000 pages, while collectively, as of

this filing, Mayor Walsh has been Mayor of the City of Boston for approximately eighty (80) hours. Moreover, the redaction of relevant information, lack of satisfactory information and clarity in the applications made such review impossible and supports the waiver of the time periods as set forth in greater detail below.

As previously noted, the City has had little interaction with and has limited understanding of the revisions to the proposed Mohegan Sun resort destination casino at Suffolk Downs. See the City's letter dated December 9th, 2013 to the Commission attached as Exhibit A. Similarly, the City has had an extremely limited interaction with the developers of the proposed Mohegan Sun resort destination casino. Similarly, the City has had an extremely difficult time obtaining relevant information regarding the proposed resort destination casino on the former Monsanto site in Boston and Everett. See the City's letter dated December 6th, 2013 attached as Exhibit B.

The City knows that the question of host or surrounding community status is a fact-specific and detail-oriented analysis that requires thoughtful and thorough review in accordance with the provisions of the Gaming Act. The City requires the extension so that it can review the voluminous RFA-2 filings which have been made by both Applicants to request additional information and clarification of such filings, and to receive detailed input from the Applicants as to each of their proposals.

The City's Request

Given these facts as well as those set forth in greater detail below, the City is respectfully requesting that the Commission vary the requirements of the Commission's regulation set forth at 205 CMR 125.01 in accordance with the provisions of 205 CMR 102.03(4). To grant the requested waiver which will provide the requested extension in accordance with 205 CMR 102.03(4), the Commission must find that:

1. Granting the waiver is consistent with the purposes of the Gaming Act;
2. Granting the waiver will not interfere with the ability of the Commission or its Investigations and Enforcement Bureau ("IEB") to fulfill its duties;
3. Granting the waiver will not adversely affect the public interest; and
4. Not granting the waiver would cause substantial hardship to the person requesting the waiver.

For reasons set forth in greater detail below, all of these conditions have been satisfied and support the City's request.

First, granting the requested waiver is consistent with the purposes of the Gaming Act because the public interests protected by such Gaming Act will be served and the regulatory requirements will be fulfilled. See 205 CMR 102.03(4)(1). The additional time gives the City

the ability to review the facts presented by both of the Applicants and, potentially for the Applicants to amend their RFA-2 filings so as to comply with the requirements of 205 CMR 125.01.

Granting the requested waiver will not interfere with the ability of the Commission or the IEB to fulfill its duties. *See* 205 CMR 102.03(4)(2). In fact, the additional time will run in parallel with the Commission's own review of the Applicants' filings and the Revere referendum, and allow for the City to review the newly available information and to engage in meaningful and effective communications with each of these Applicants.

Granting the waiver will further the public interest because the City and its citizens will be afforded the first meaningful opportunity to review each of the casino proposals – for which it may be either a host or surrounding community – so as to better understand and protect the public interest. *See* 205 CMR 102.03(4)(3).

Failure to grant the waiver would cause a substantial hardship to the City because it would require: (a) the City to make determinations without the ability to evaluate the facts presented by each of the Applicants and to understand its status; (b) preclude the ability to enter into meaningful discussions and negotiations with each of the Applicants as contemplated in the Gaming Act; (c) unfairly place the City in an unequal and reactive negotiation position with each of the Applicants in a manner which violates the spirit and intent of the Gaming Act. *See* 205 CMR 102.03(4)(4).

It is our understanding that the Commission will take several weeks to undertake a review of the Applications as filed, potentially making other information available to the City and other interested parties, and has scheduled a briefing before the Commission by both Applicants on January 22nd, 2014. The City will monitor this briefing with interest. The additional thirty (30) days will afford the City the necessary time to evaluate all relevant information in a manner which best serves the public interest consistent with the purposes of the Gaming Act.

Mohegan Sun

On December 31st, 2013 the City received two (2) un-indexed unsystematic file boxes of materials from the new Applicant for the resort destination casino at Suffolk Downs, Mohegan Sun Massachusetts, LLC ("MSM"). These materials are a portion of the completed RFA-2 Application seeking a Category 1 License for a resort destination casino located at the Suffolk Downs site. The City notes that certain portions of the RFA-2 Application have not been provided to the City and are designated as "confidential" or described in insufficient detail for the City to make a considered evaluation. Given these deficiencies, the City requires additional time and input from MSM to discern what its status is with respect to the proposed Suffolk Downs resort destination casino.

In its addenda to Section 5-15-01 of its RFA-2, MSM notes that:

In addition to Chelsea, MSM and Sterling Suffolk Racecourse, LLC (Suffolk Downs) representatives have been in discussions with Boston and Winthrop. The issues presented by Boston and Winthrop, given the locations of those communities and their proximity to the resort, call for individual Surrounding Community Agreements with each. While no agreements have been reached, MSM through its partner Suffolk Downs has reached out to each community, as shown in letters to each municipality that are provided in Attachments 5-15-03 and 5-15-04. In the spirit of cooperation and outreach to these new community partners, MSM affirms its support for Suffolk Downs' past efforts to reimburse the City of Winthrop for consultant and other expenses associated with analyzing the potential impacts of expanded gaming on the Suffolk Downs property (See Attachments 5-15-05 and 5-15-06.)

MSM's RFA-2 language noted above fails to note that it, not Sterling Suffolk Racecourse, LLC ("SSR"), is now the Applicant. The language does not track the requirements of a surrounding community designation specified in 201 CMR 125.01. It does not indicate that it will make sure that SSR honors its outstanding commitments to the City in accordance with the terms of the Host Community Agreement it had negotiated, certain provisions of which continue in full force and effect. It speaks only to an affirmation of SSR's prior commitments to Winthrop. It alludes to outreach but, in fact, MSM has only this week begun to engage in meaningful dialogue with the City, presumably due to its need to focus its attention on the City of Revere and the Commission, including obtaining variances from provisions of the Gaming Act. It is essential that additional information and clarification be provided to the City, together with specific commitments as to the terms of a surrounding community agreement to the extent one is appropriate, as soon as possible so that it may better understand the details of the MSM proposal and take appropriate action in accordance with the provisions of the Gaming Act and other applicable law.

Wynn, MA

On December 31st, 2013, the City also received an electronic file from Wynn MA, LLC ("Wynn") which is a portion of the completed RFA-2 Application seeking a Category 1 License to authorize the development of a resort destination casino at the former Monsanto site. As with MSM, certain of the relevant portions of the RFA-2 Application have not been provided to the City. The same issues presented with respect to the MSM proposal hold true for the Wynn RFA-2 Application and similarly preclude the City's ability to take appropriate action in accordance with the provisions of the Gaming Act and other applicable law. In Section 5-15 of its RFA-2, Wynn states:

Wynn has acknowledged that the City of Boston is a "surrounding community," but it has not yet done so in accordance with applicable law and regulation because the parties have not reached terms for a final agreement. Following the City of Boston's acknowledgement in early September 2013 that it is not a "host community" to the proposed Wynn Resort in Everett, representatives of Wynn MA and the City of Boston have actively engaged in active, ongoing discussions

and correspondence. The discussions have focused on impacts to the Charlestown neighborhood with an emphasis on traffic/transportation infrastructure.

It is not clear why Wynn has expressly chosen, by its own admission, *not* to make a designation in accordance with the Gaming Act. The City also notes that, as with MSM, Wynn has only just begun to engage in meaningful dialogue with the City. Enclosed please find as Exhibit C an email in December from a member of the Wynn team to the City which indicated that its efforts with the Commission and MEPA filings precluded its ability to meet with the City. Enclosed please find as Exhibit D further communication from the City which indicates its willingness to meet with the Wynn team following its review of the Commission and MEPA filings. Today the City received a letter from Wynn which asks for the City's assent to its status as a surrounding community in accordance with the provisions of 205 CMR 125.01. For the reasons noted above, the City cannot execute such assent until the further time and additional information has been provided.

Conclusion

Without waiving the right for the City to assert Host Community status, to the extent that the facts and attendant circumstances so warrant, the City asks that the Commission postpone the deadline for any requisite filings which may be required in accordance with the provisions of 205 CMR 125.01 in order to afford appropriate time to make the requisite inquiry directly of the casino Applicants and receive the relevant information in order to determine Boston's status. This will enable the City to best protect the interests of its citizens.

The City respectfully submits that such further extension is warranted due to:

- The reasonable need for additional time for all of the reasons described above;
- The lack of specificity and clarity in each of the RFA-2 filings noted above as to the City's designation/status as a surrounding or host community within the meaning of the Gaming Act;
- The failure of each of the Applicants to follow the guidance and procedures set forth in 205 CMR 125.01 (to the extent that surrounding community status is appropriate); and
- The inadequacy of the information provided by each of the Applicants to the City both in the RFA-2 and in prior, limited, discussions with the City.

In meetings with MSM and Wynn representatives this week, the City received assurances that it would be provided with any information that it needed, including revisions to each of the Applications if necessary, and that both Applicants would endeavor to expeditiously address the City's concerns and enter into appropriate agreements as required by the Gaming Act. Given these assurances and for the reasons set forth herein, additional time is required to provide the City with the ability to discern the facts and confirm that these promises are backed by action.

Chairman Stephen Crosby
January 9th, 2014
Page 6

The City reiterates its request for a thirty (30) day extension until February 10th, 2014, including the issuance of a waiver to the extent necessary, so that the City has an adequate opportunity to review the information which has been filed, receive other information from the Applicants, and evaluate such information accordingly.

Very truly yours,



Elizabeth Dello Russo
Senior Assistant Corporation Counsel

Enclosures

Cc Via Electronic Delivery:

John Ziemba, Massachusetts Gaming Commission
Catherine Blue, Massachusetts Gaming Commission
John Stefanini, DLA Piper
Kevin Conroy, Foley Hoag
Daniel Gaquin, Mintz Levin
Steve Tocco, ML Strategies
William F. Kennedy, Nutter McClennen & Fish
Mary Marshall, Nutter McClennen & Fish

Exhibit A



THOMAS M. MENINO
Mayor

CITY OF BOSTON LAW DEPARTMENT

City Hall, Room 615
Boston, MA 02201

WILLIAM F. SINNOTT
Corporation Counsel

December 9, 2013

VIA ELECTRONIC SUBMISSION

Chairman Stephen Crosby
Massachusetts Gaming Commissioners
Massachusetts Gaming Commission
84 State Street, Suite 720
Boston, MA 02109

RE: *Response of the City of Boston to MGC's Request for Comments on the Proposed Suffolk Downs Casino in Revere*

Dear Chairman Crosby and Massachusetts Gaming Commissioners:

The Commission has requested public comments in connection with the Commission's review of Suffolk Downs' revised casino proposal which purports to locate the gaming establishment in Revere. As a preliminary matter, the City of Boston has not been provided with sufficient information from Sterling Suffolk Racecourse, LLC, or its new gaming partner Mohegan Sun (collectively "Suffolk Downs") as to the revised proposal. Without such information the City cannot determine its status as a host or surrounding community. In order to protect the integrity of the vote cast by the residents of East Boston, the City of Boston must understand the details of the Suffolk Downs-Revere plan. We ask that the Commission defer its vote on whether Suffolk Downs may proceed with its application until the appropriate information has been provided and analysis undertaken with respect to the City of Boston's status.

On November 5, 2013, voters in Ward 1 of the City of Boston voted not to allow a gaming establishment¹ licensed by the Commission in East Boston. Since that vote, Suffolk Downs has approached the Commission with a plan to move to Revere, the so called "Plan B" option. The City of Boston has no direct knowledge of Suffolk Downs' plans, as Plan B has not been presented to the City of Boston. In the absence of information from Suffolk Downs, the City of Boston is unable to provide definitive comments as to whether Plan B includes a gaming establishment in East Boston; yet given its understanding of the site, it is difficult for the City to understand how the "gaming establishment" would not include East Boston.

¹ A gaming establishment is defined by the Gaming Act to be "the premises approved under a gaming license which includes a gaming area and any other nongaming structure related to the gaming area and may include, but shall not be limited to, hotels, restaurants and other amenities." M.G.L. c. 23K, § 2.

Massachusetts Gaming Commission
Comments on the Proposed Suffolk Downs Casino in Revere
~~December 9, 2013~~
Page Two

The City of Boston knows that the question of host community status is a fact-specific and detail-oriented analysis that requires thoughtful and thorough review in accordance with the provisions of the Gaming Act. In the absence of such information and analysis, the City of Boston must reserve its rights to further examination and determination, through the appropriate regulatory and legal channels. We ask that the Commission defer its consideration of the vote as such vote is premature and should only be undertaken after appropriate information has been supplied and the analysis has been undertaken by the City and the citizens of East Boston after seeing and understanding Plan B.

As the Commission reviews the matter of whether or not Suffolk Downs may proceed with a gaming application on Plan B, we ask that the Commission consider the comments set forth by the City of Boston and pay particular attention to the development and use of the East Boston portion of the land. In the absence of direct knowledge of facts to the contrary, the City of Boston maintains that the City of Boston is a host community to the Suffolk Downs site.

Thank you for your consideration and we look forward to working with the Commission on these matters. Please do not hesitate to contact me with any questions you may have.

Very truly yours,



Elizabeth Dello Russo
Executive Director of the HCAC
Senior Assistant Corporation Counsel

Exhibit B



THOMAS M. MENINO
Mayor

**CITY OF BOSTON
LAW DEPARTMENT**

City Hall, Room 615
Boston, MA 02201

WILLIAM R. SUNNITT
Corporation Counsel

December 6, 2013

Via U.S. Mail and Electronic Delivery

Chris Gordon, Project Manager
Wynn Consultant - Dirigo Group
Wynn Massachusetts LLC
27 Norwood Street #302
Everett, MA 02149

RE: *Proposed Wynn Resort in Massachusetts*

Dear Project Manager Gordon,

In anticipation of our meeting scheduled next Wednesday, I am writing to express concern regarding the delay in providing and responding to information requests. As you know, our technical teams have met on October 22, 2013, November 19, 2013, and December 3, 2013. Despite our repeated requests, we have yet to be presented with meaningful information which would allow for us to understand and mitigate impacts from the proposal.

As we have continually expressed, it is vital that the City of Boston protect the interests of the residents, families, businesses of and visitors to the City of Boston, and particularly the residents of Charlestown. We are concerned that to date, at this late hour, information has not been provided to allow for the proper analysis and/or mitigation of the effect of the proposed Wynn casino on the City and on the neighborhood.

The following is a summary of information that the City is continuing to seek so that we can properly analyze the effect of the proposed development, as only the City is best positioned to do.

A. Information Requests

In order to have a productive meeting, and so that the City of Boston is best prepared to understand the development and its impacts, please provide the City of Boston with the following:

1. The two (2) PowerPoint presentations that were provided on October 22, 2013, updated with the new transportation information as discussed;
2. The detailed transportation and traffic study, taking into consideration Sullivan Square, the Alford Street bridge, and the current City of Boston plans for Rutherford Avenue, as well as precise traffic counts, starting from the City's numbers, as we discussed;
3. A comprehensive list of any information regarding Rutherford Ave. or other planned transportation improvements, that the Wynn team is seeking from the City of Boston;
4. A draft mitigation plan to address infrastructure burdens and costs for the City;

5. Preliminary DEIR for City review before filing with MEPA;
6. A comprehensive environmental impact study, including impact on the Mystic River, if not included in the DEIR;
7. Additional information about site remediation, including the Phase III RAP that was filed with DEP in August 2013 and how remediation will be done in tandem with project development, amount of soil to be removed, and amount of fill. Also, if capping in place is proposed, information on the ventilation systems and stack locations for the parking garage;
8. Description of the electrical, space heating and energy systems, as well as all onsite power generation being considered;
9. Construction management plan – which will include a schedule and sequence of activities describing how construction workers and materials will get to/from the site; where staging will be located; what the traffic impacts are;
10. Information on dredging, including the time it will take, construction-period impacts on surrounding water-dependent users
11. A hot spot air quality analysis for the study area with an emphasis on Sullivan Square;
12. Detailed description, including conceptual plans, and evaluation of traffic mitigation measures proposed on roadways in the City of Boston. These would include any site access improvements on Broadway that may extend into the City of Boston along Alford Street;
13. Detailed description of any proposed travel demand management plans to help limit the volume of site generated traffic;
14. Detailed description and evaluation of proposed traffic mitigation plans for Wellington Circle, Santilli Circle and Sweetser Circle that, if implemented, would allow easier site access from the north and perhaps reduce volumes entering and exiting the site from the south via Boston streets;
15. Detailed analysis of projected changes in travel demands at the Sullivan Square MBTA station and evaluation of the station capacity to handle any increased ridership demands;
16. Detailed plans and analysis regarding the incorporation of any proposed shuttle bus services at the Sullivan Square MBTA station showing bus staging, loading and circulation areas;
17. Details about the “living shoreline” restoration;
18. Impact of sea level rise on ferry clearance at the Alford Street bridge;
19. Expected change in roadway-generated emissions with a 3% water transit mode share;
20. Details on where contaminated dredge spoils and soil will be disposed of; including if they will be transported by water or land and what the proposed routes are;
21. Details on whether the catamarans will have heads, and if so, if there will there be a pump-out at the project site;

Additionally, the City of Boston is still interested in any and all addition impact studies and Wynn's plans for mitigating the following:

22. A social impact study and a public safety proposal - including any assessment of compulsive gaming, public safety, drunk driving, impact on quality of life;
23. Plans for outreach and effect on local businesses, the Boston hotel market, Charlestown businesses;
24. A proposal for a marketing program with minority, women and veteran businesses enterprises and contractors, including residents of the City of Boston, as a surrounding community;
25. A proposal for affirmative action program of equal opportunity for minorities, women and veterans on construction jobs, including residents of the City of Boston, as a surrounding community;
26. Detailed information about proposed jobs, both construction and permanent, part time and full time, salary and benefits, including residents of the City of Boston, as a surrounding community;
27. Detailed projections for revenue, with a breakdown by slots, tables, retail, restaurant, night club/events, and otherwise;
28. Details on design and esthetic review, and/or plans, including for amenities around the site for the public; and
29. Any and all other relevant information, including a list of all information you have provided to the City of Everett.

If you are not able to provide this information, please provide a timeline of when you will be able to so provide it. Any undue delay from the Wynn development team in providing such information creates a hardship on the City of Boston, particularly the residents and businesses of Charlestown, and precludes effective mitigation of the analysis of impacts on the City of Boston occasioned by the proposed project.

B. Timeline

Overall, as the City of Boston is an agreed upon surrounding community, the City of Boston needs to better understand the development, and rapidly, so that we can assess impacts. Mr. Tocco stated at the November 7, 2013, MGC public meeting, that in the next thirty (30) days two additional studies will be released by the Wynn team: (1) a regional transportation plan, and (2) an aggressive water transportation plan. We look forward to reviewing these studies, and remind your team, that a release of this type of pertinent information to Boston in the month of December leaves little time for the City of Boston to review, analyze and precede towards mitigation in keeping with the Massachusetts Gaming Commission deadlines. We encourage your team to release drafts of these studies and the DEIR to the City of Boston in advance so that we can review them in earnest.

C. Technical Briefings

We would like to continue with these technical meetings in order to review the proposed Wynn development. We hope to meet with your team again the week of December 9th. Please let me know what time works best for your technical staff, in particular the transportation team.

Page 4 of 4
Chris Gordon, Dirigo Group/Wynn
Friday, December 6, 2013

Thank you and we look forward to receiving the requested material and meeting with the Wynn development team to further discuss these matters.

Very truly yours,



Elizabeth Dello Russo
Senior Assistant Corporation Counsel

CC: *Via Electronic Mail*
Steve Tocco, President and CEO, ML Strategies
John Ziemba, Ombudsman, Massachusetts Gaming Commission

Exhibit C



Chris Gordon
to STocco, Elizabeth

12/9/13



Liz

We have reviewed your letter dated December 6th (received on the 7th) requesting information regarding Wynn Everett. Many of these items have been presented and discussed in our recent meetings on environmental impacts, transportation, and water shuttles – thank you for arranging and attending those meetings. As we have discussed, much of the updated information you have requested will be in our Draft Environmental Impact Report, scheduled to be filed on December 16th (Monday). We will hand deliver a hard copy of the document to your office on Monday, as we did with the Environmental Notification document when it was filed, and look forward to discussing its content in detail with your team.

As our team is very busy completing all required steps to make sure that document, as well as our gaming application (also due this month), are as informative as they can possible be, we would like to postpone our meeting with your team scheduled for Wednesday at 10AM and discuss dates in the near future we could hold the meeting.

Chris

Exhibit D

1/9/14

Wednesday Meeting - elizabeth.dellorusso@boston.gov - City of Boston Mail

12/18/13



Elizabeth DelloRusso <elizabeth.dellorusso@boston.gov>

to Chris

Hi Chris,

I have just received the Wynn DEIR filing. The City will be reviewing this document. Just as your December 9th e-mail asked to postpone our December 11th scheduled meeting in order to file this document, it seems logical to me that prior to our next meeting, we should allow the City to have adequate time to review this filing so that we can have a more educated discussion.

Best,

Liz

Elizabeth Dello Russo
Senior Assistant Corporation Counsel
Executive Director, Gaming Development
City Hall, Room 620
Boston, MA 02201
(617) 635-4037
Elizabeth.DelloRusso@Boston.Gov

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Attachment 2



January 10, 2014

Via Electronic Delivery

Elizabeth S. Dello Russo, Esquire
Senior Assistant Corporation Counsel
City of Boston, Law Department
City Hall, Room 620
Boston, MA 02201

Re: Extension of Time Period Request dated January 9, 2014 by the City of Boston ("City")

Dear Ms. Dello Russo:

We are writing in response to the January 9, 2014 letter you wrote to Chairman Crosby requesting an extension of thirty (30) days to the January 13, 2014 deadline for communities to submit a letter assenting to any designation of a community as a surrounding community. Unfortunately, the Commission did not receive this letter in time to allow the commissioners to deliberate this matter at its last Commission meeting before the January 13, 2014 deadline.

Therefore, the Commission will not be able to extend this deadline, as you requested, before it expires. However, in order to allow the City to meet the regulatory requirements specified in 205 CMR 125.01, we recommend that the City consider assenting to the designation of surrounding community status but reserving a right to claim host community status, should the City deem it advisable to do so.

As you are aware, the Commission does not plan to designate any communities, either those that petition to be designated as a surrounding community or those designated as a surrounding community in an RFA-2 application, until February 6, 2014, or potentially later. February 6 is approximate to the February 10 date specified in your letter. If the City determines that it qualifies for host community status before such date, the City could notify the Commission. Further, as noted by the Commission previously, host community status will be part of the RFA-2 evaluation process.

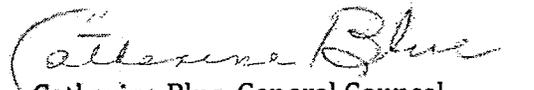
Massachusetts Gaming Commission

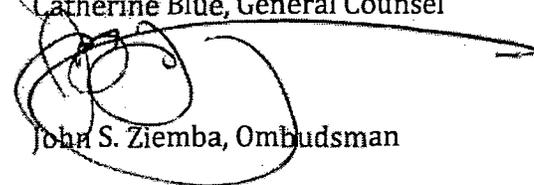
Elizabeth Dello Russo, Esquire
Page Two
January 10, 2014

We hope this is a remedy to the timing constraints you raised. If you believe it necessary to continue to request an extension, please notify us so that we can put the issue before the Commission at a future meeting.

As of this date, the next regularly scheduled meeting of the Commission is January 23, 2014. Please let us know if you have any further questions or concerns.

Sincerely,


Catherine Blue, General Counsel


John S. Ziemba, Ombudsman

cc: ***Via Electronic Delivery:***
Chairman Stephen Crosby
Massachusetts Gaming Commissioners
John Stefanini, DLA Piper
Kevin Conroy, Foley Hoag
Daniel Gaquin, Mintz Levin
Steve Tocco, ML Strategies
William F. Kennedy, Nutter McClennen & Fish
Mary Marshall, Nutter McClennen & Fish

Massachusetts Gaming Commission

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