



**Monitoring of
Project Construction
and
Licensee Requirements
205 CMR 135**

**Quarterly Report
as of
September 30, 2014**





Monitoring of Project Construction and Licensee Requirements Quarterly Report as of 9-30-14

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APPENDIX 1

Plainridge Park Casino Quarterly Report to MGC Updated Guidelines As of September 30, 2014

Reference 205 CMR 135.02 – (1)

Updates received during the period ending September 30, 2014 are as follows:

- 205 CMR 143: Gaming Devices and Electronic Gaming Equipment
- 205 CMR 144: Approval of Slot Machines and Electronic Gaming Equipment and Testing Laboratories
- 205 CMR 145: Possession of Slot Machines

Received draft / comment period open for the following:

- 205 CMR 138: Uniform Standards of Accounting Procedures and Internal Controls

APPENDIX 2

Plainridge Park Casino Quarterly Report to MGC Project Schedule As of September 30, 2014

Reference 205 CMR 135.02 – (2)(a)(c)

Construction Activities

- Project schedule (two pages attached) was approved by MGC during meeting of July 10, 2014. Project is still on track for June 2015 completion.
- Current construction progress schedule update included in Appendix 4.

Non-Construction Activities

- Attached hereto is a current status update of the Plainridge Park Casino Non-Construction Activities Project Schedule – External Interfaces report.



**PENN NATIONAL
GAMING, INC.**

PLAINRIDGE PARK CASINO NON-CONSTRUCTION ACTIVITY PROJECT SCHEDULE
EXTERNAL INTERFACES

Activity ID	Activity Name	Rem. Dur.	%	Start	Finish	Total Float
Plainridge Park Casino Project Schedule - DD-05.16.14		584		03-Mar-14 A	12-Sep-16	0
Non-Construction Activity Schedule (Activities)		584		03-Mar-14 A	12-Sep-16	0
SG&R Procurement		395		03-Mar-14 A	10-Dec-15	189
PPC-NON/CONSTR-0020	SG&R - Provide Plans For Contracting With Local Business Owners (Statute Check List # 8)	11	0%	03-Mar-14 A	02-Jun-14	573
PPC-NON/CONSTR-0310	SG&R - Slot Machine Procurement & Manufacturing	102	0%	01-Oct-14*	27-Feb-15	0
PPC-NON/CONSTR-0410	SG&R - Slot Machine Delivery & Installation	41	0%	01-Apr-15*	29-May-15	0
PPC-NON/CONSTR-0040	SG&R - Design & Construct To LEED Gold Certification	0	0%		03-Jul-15	189
PPC-NON/CONSTR-0050	SG&R - Apply To USGBC For LEED Gold Certification	30	0%	06-Jul-15	14-Aug-15	189
PPC-NON/CONSTR-0030	SG&R - Provide LEED Certification To MGC (Statute Check-List # 12)	80	0%	17-Aug-15	10-Dec-15	189
Hosting & Surroundings Communities		584		03-Mar-14 A	12-Sep-16	0
PPC-NON/CONSTR-0080	SG&R - Identify Infrastructure Costs + Commit To Mitigation Plan (Statute C.L. # 23)	83	0%	03-Mar-14 A	12-Sep-14	196
PPC-NON/CONSTR-0090	SG&R - Implement Measures To Address Problem Gaming (Statute C.L. # 23)	251	0%	03-Mar-14 A	15-May-15	333
PPC-NON/CONSTR-0100	SG&R - Conduct Baseline Studies (License # 9 Other)	63	0%	02-Mar-15*	29-May-15	0
PPC-NON/CONSTR-0110	SG&R - Traffic Related Baseline Studies (RFA # 2)	63	0%	02-Mar-15	29-May-15	324
PPC-NON/CONSTR-0120	SG&R - Conduct Jobfairs (SCA Foxboro, Mansfield, North Attleboro, Wrentham)	409	0%	03-Mar-14 A	31-Dec-15	175
PPC-NON/CONSTR-0370	SG&R - Monitor & Assess Initial Impacts To Community (Starting Post Opening Day)	254	0%	06-Jul-15	08-Jul-16	0
PPC-NON/CONSTR-0380	SG&R - Prepare Initial Reports On Post Opening Monitoring	45	0%	11-Jul-16	12-Sep-16	0
Regulatory Approvals		260		03-Mar-14 A	29-May-15	324
PPC-NON/CONSTR-0350	MGC - Approve Mass. Community College Training Plans (License # 12)	0	0%		15-Jul-14*	0
PPC-NON/CONSTR-0150	MGC - Finalize & Approve Gaming Office Requirements (RFA # 2)	51	0%	19-Jun-14*	29-Aug-14	0
PPC-NON/CONSTR-0260	SG&R - Submit Exterior Design Plans For MGC Approval (FDC # 9)	34	0%	15-Jul-14*	29-Aug-14	0
PPC-NON/CONSTR-0270	SG&R - Submit Floor Plan For MGC Approval (FDC # 9)	34	0%	15-Jul-14*	29-Aug-14	0
PPC-NON/CONSTR-0400	SG&R - Submit Required Approvals List & MGC Approval (Summary Item # 25)	33	0%	16-Jul-14*	29-Aug-14	0
PPC-NON/CONSTR-0170	MGC - Develop & Issue Surveillance System Specifications	88	0%	03-Mar-14 A	19-Sep-14	458
PPC-NON/CONSTR-0240	MGC - Issue Free Play Standards (License # 26)	65	0%	19-Jun-14*	19-Sep-14	0
PPC-NON/CONSTR-0290	MGC - Issue State Slot Monitoring System Requirements	65	0%	19-Jun-14*	19-Sep-14	0
PPC-NON/CONSTR-0010	MGC - Provide Regulation / Full Descriptions Of Internal Controls (Statute Check-List # 4)	95	0%	03-Mar-14 A	30-Sep-14	406
PPC-NON/CONSTR-0280	MGC - Approve Slot Machine Requirements	64	0%	01-Jul-14*	30-Sep-14	0
PPC-NON/CONSTR-0320	MGC - License Slot Machine Vendors	64	0%	01-Jul-14*	30-Sep-14	0
PPC-NON/CONSTR-0200	SG&R - Submit Slot Monitoring System For MGC Approval	20	0%	19-Sep-14*	17-Oct-14	0
PPC-NON/CONSTR-0180	SG&R - Submit Surveillance System Plan For MGC Approval (RFA C.L. # 5 & 6)	38	0%	22-Sep-14	14-Nov-14	458
PPC-NON/CONSTR-0060	SG&R - File & Submit Internal Controls To MGC	51	0%	01-Oct-14	15-Dec-14	406
PPC-NON/CONSTR-0160	MGC - Approve Internal Controls	32	0%	16-Dec-14	30-Jan-15	406
PPC-NON/CONSTR-0220	SG&R - Submit Slot Machine Testing Program For MGC Approval	22	0%	15-Jan-15*	13-Feb-15	0
PPC-NON/CONSTR-0390	SG&R - Submit "12.15.14" Bank Secrecy Act Plan To MGC For Approval "02.27.15"	52	0%	15-Dec-14*	27-Feb-15	0
PPC-NON/CONSTR-0140	MGC - Develop & Provide On Site Requirements For Inspection For Pre-Opening Activities (RF...	22	0%	02-Mar-15*	31-Mar-15	0
PPC-NON/CONSTR-0070	SG&R - Submit Responsible Gaming Plan & MGC Approval (FDC # 20)	251	0%	03-Mar-14 A	15-May-15	333
PPC-NON/CONSTR-0130	MGC - Develop & Provide Process & Road Map Requirements For On-Site Operating License I...	260	6.81%	03-Mar-14 A	29-May-15	324
PPC-NON/CONSTR-0190	MGC - On-Site Review & Approval Process Of Surveillance System	54	0%	13-Mar-15*	29-May-15	0
PPC-NON/CONSTR-0230	MGC - Test & Approve Slot Monitoring System	41	0%	01-Apr-15*	29-May-15	0
Other Requirements		130		17-Oct-14	27-Apr-15	0
PPC-NON/CONSTR-0330	SG&R - Execute Amended Lottery Agreement (License # 10)	0	0%		17-Oct-14*	0
PPC-NON/CONSTR-0340	SG&R - Submit Plan Regarding Mass. Office Of Travel & Tourism (License #23)	0	0%		13-Feb-15*	0
PPC-NON/CONSTR-0360	SG&R - Apply For Or Amend Existing & Obtain Alcoholic Beverage License	70	0%	16-Jan-15*	27-Apr-15	0

Plainridge Park Casino Non-Construction Activity Project Schedule Status Update Report as of September 30, 2014

Responsibility Activities		Start	Finish	Status
SG&R Procurement				
SG&R	Provide Plans For Contracting With Local Buiness Owners (Statute Check-List #8)	3-Mar-14	2-Jun-14	Complete
SG&R	Provide Names Of All Proposed Vendors Of Gaming Equipment	16-Sep-14	22-Sep-14	Complete
SG&R	Surveillance Installation	17-Nov-14	8-Dec-14	
SG&R	Slot Machine Procurement & Manufacturing	4-Nov-14	1-Apr-15	
SG&R	Slot Machine Delivery & Installation	24-Apr-15	12-Jun-15	
SG&R	Design & Construct to LEED Gold Certification		26-Jun-15	In Progress
SG&R	Apply To USGBC For LEED Gold Certification	29-Jun-15	7-Aug-15	
SG&R	Provide LEED Certification To MGC (Statute Check-List #12)	10-Aug-15	2-Feb-16	
Hosting & Surround Communities				
SG&R	Identify Infrastructure Costs + Commit to Mitigation Plan (Statute C.L. #23)	3-Mar-14	10-Oct-14	
SG&R	Implement Measures To Address Problem Gaming (Statute C.L. #23)	3-Mar-14	15-May-15	
SG&R	Conduct Baseline Studies (License #9 Other)	27-Mar-15	25-Jun-15	
SG&R	Traffic Related Baseline Studies (RFA #2)	27-Mar-15	25-Jun-15	
SG&R	Conduct Jobfairs (SCA Foxboro, Mansfield, North Attleboro, Wrentham)	3-Mar-14	31-Dec-15	
SG&R	Monitor & Assess Initial Impacts To Community (Starting Post Opening Day)	29-Jun-15	30-Jun-16	
SG&R	Prepare Initial Reports On Post Opening Monitoring	1-Jul-16	2-Sep-16	
Regulatory Approvals				
MGC	Approve Mass Community College Training Plans (License #12)	3-Mar-14	15-Jul-14	Complete
SG&R	Submit Exterior Desgin Plans For MGC Approval (FDC #9)	28-May-14	18-Jul-14	Complete
MGC	Finalize & Approve Gaming Office Requirements (RFA #2)	3-Mar-14	7-Aug-14	Complete
SG&R	Submit Floor Plan For MGC Approval (FDC #9)	1-Jul-14	7-Aug-14	Submitted / In Progress
SG&R	Submit Required Approvals List & MGC Approval (Summary Item #25)	3-Mar-14	29-Aug-14	Complete
MGC	Develop & Issue Surveillance System Specifications	3-Mar-14	19-Sep-14	In Progress
MGC	Issue Free Plan Standards (License #26)	20-Jun-14	19-Sep-14	In Progress
MGC	Issue State Slot Monitoring System Requirements	20-Jun-14	19-Sep-14	In Progress
MGC	Provide Regulation / Full Descriptions Of Internal Controls (Statute Check List #4)	14-Mar-14	30-Sep-14	In Progress
MGC	Approve Slot Machine Requirements	1-Jul-14	30-Sep-14	Complete
MGC	License Slot Machine Vendors	1-Jul-14	30-Sep-14	In Progress
SG&R	Submit Slot Monitoring System For MGC Approval	22-Sep-14	3-Nov-14	
SG&R	Submit Surveillance System Plan For MGC Apprvoal (RFA C.L. #5&6)	22-Sep-14	14-Nov-14	
SG&R	File & Submit Internal Controls To MGC	1-Oct-14	15-Dec-14	
SG&R	Submit "12.15.14" Bank Secrecy Act Plan To MGC For Approval "02.27.15"	15-Dec-14	30-Jan-15	
MGC	Approval Internal Controls	16-Dec-14	30-Jan-15	
SG&R	Submit Slot Machine Testing Program For MGC Apprvoal	15-Jan-15	13-Feb-15	
MGC	Develop & Provide On Site Requirements For Inspection For Pre-Opening Activities (RFA #2)	15-Mar-15	31-Mar-15	
SG&R	Submit Responsible Gaming Plan & MGC Approval (FDC #20)	3-Mar-14	15-Mar-15	
MGC	Develop & Provide Process & Road Map Requirements For On-Site Operating License Issurance	3-Mar-14	29-May-15	
MGC	On-Site Review & Approval Process Of Surveillance System	13-Mar-15	29-May-15	
MGC	Test & Approve Slot Monitory System	1-Apr-15	29-May-15	
MGC	Final MGC Release On All License Activities	16-Sep-16	16-Sep-16	
Other Requirements				
SG&R	Submit Plan For Regional Tourism	30-Mar-14	30-Apr-14	Complete
SG&R	Submit Affirmative Marketing Program For Design & Construction And On-Site Workforce	28-Mar-14	26-Jun-14	Complete
SG&R	Submit Plan To Work With MA DOL On Employment Opportunities	28-May-14	7-Aug-14	Complete
SG&R	Submit Affirmative Marketing Plan For Businesses Providing Goods & Services	28-May-14	7-Aug-14	Complete
SG&R	Execute Amended Lottery Agreement (License #10)		17-Oct-14	In Progress
SG&R	Submit Plan Regarding Mass. Office Of Travel & Tourism (License #23)		13-Feb-15	
SG&R	Apply For Or Amend Existing & Obtain Alcoholic Beverage License	16-Jan-15	27-Apr-15	

APPENDIX 3

Plainridge Park Casino Quarterly Report to MGC Affirmative Action Program Design & Construction As of September 30, 2014

Reference 205 CMR 135.02 – (3)

Diversity Plan for the Design and Construction Phase of Plainridge Park Casino previously approved during MGC meeting held May 15, 2014 and project remains in compliance with said plan.

Specifics of said progress is addressed in the following Appendix 8 and Appendix 9 of this quarterly report.

APPENDIX 4

Plainridge Park Casino Quarterly Report to MGC Project Schedule Changes As of September 30, 2014

Reference 205 CMR 135.02 – (4)

No circumstances have arisen that would necessitate a major change to the project schedule or impact the completion date of June 2015.

In addition to SGR and Turner Construction monitoring the schedule, on a monthly basis, Turner Construction provides MGC consultants the current project schedule for construction and non-construction activities.

Attached hereto is a report of aerial photos taken as of September 22, 2014 and various project photos taken as of October 10, 2014.



PENN NATIONAL
GAMING, INC.



Turner

PLAINRIDGE PARK CASINO - PROJECT PHOTOS

Aerial Photos Taken as of 9/22/14



Various Project Photos Taken as of 10/10/14

INSTALLATION OF RTU CURBS



LEDGE REMOVAL FOR UTILITY INSTALLATION



EXCAVATION FOR FOOTINGS AT STAIR 9



INSTALLATION WALL BLOCKING FOR SIGNAGE



DETAILING OF AVB AT EXTERIOR WINDOWS



INSTALLATION OF AVB ON EXTERIOR WALLS



INSTALLATION OF EXERIOR GLAZING AT GARAGE



BACKFILLING AT STAIR 9 FOOTINGS



INSTALLATION OF RTU CURBS ON EAST LEAN TO



INTERIOR DEMOLITION ON 1ST FLOOR OF SIMULCAST BUILDING



APPENDIX 5

**Plainridge Park Casino
Quarterly Report to MGC
Cost of Construction and Capitalization of Gaming Licensee
As of September 30, 2014**

Reference 205 CMR 135.02 – (5)(a)(b)

Certification letter attached.



PENN NATIONAL
GAMING, INC.

October 17, 2014

Massachusetts Gaming Commission
84 State Street, 10th Floor
Boston, MA 02109

RE: Quarterly Report

Dear Commissioners:

In accordance with 205 CMR 135.02(5)(a) of the Massachusetts Gaming Commission Monitoring of Project Construction and Licensee Requirements (the “Monitoring Regulations”), please see below for the total estimated costs of construction and related infrastructure improvements relating to the development of the Plainridge Park Casino in Plainridge, Massachusetts (the “Facility”), and related costs incurred through September 30, 2014 which have been calculated in accordance with 205 CMR 122.03: Costs Included in the Calculation of Capital Investment.

	Cost Incurred as of 9/30/14	Estimated Remaining Cost	Total Estimated Cost
Building/Construction ¹	\$ 40,618,284	\$ 89,470,716	\$ 130,089,000
Land	\$ 18,980,513	\$ -	\$ 18,980,513
Other Acquisition Costs	\$ 2,084,648	\$ -	\$ 2,084,648
License/Application Fees	\$ 25,000,000	\$ -	\$ 25,000,000
Gaming and Operations Equipment	\$ 146,826	\$ 20,046,013	\$ 20,192,839
Design	\$ 4,090,168	\$ 3,062,832	\$ 7,153,000
Preopening Expenses	\$ -	\$ 7,000,000	\$ 7,000,000
Cage Cash	\$ -	\$ 7,000,000	\$ 7,000,000
Capitalized Interest	\$ 159,737	\$ 3,340,263	\$ 3,500,000
Off-Site Improvements	\$ -	\$ 4,000,000	\$ 4,000,000
Total	\$ 91,080,176	\$ 133,919,824	\$ 225,000,000

In addition, in accordance with 205 CMR 135.02(b) of the Monitoring Regulations, I direct you to the publicly-filed financial statements of Penn National Gaming, Inc. (“Penn”), the parent of

¹ Includes site preparation.

Springfield Gaming and Redevelopment, LLC (the "Applicant"), including Penn's Annual Report on Form 10-K for the year ended December 31, 2013, filed with the Securities and Exchange Commission (the "SEC") on February 27, 2014, and Penn's Quarterly Report on Form 10-Q for the quarter ended June 30, 2014, filed with the SEC on August 1, 2014, each of which are available at www.sec.gov. As reflected in these financial statements, the Applicant has sufficient financial resources in order to meet all expected financial obligations relating to the completion of the gaming establishment and related infrastructure improvements associated with the Facility.

I, Saul V. Reibstein, hereby certify, to my knowledge and in my capacity as Chief Financial Officer of Penn National Gaming, Inc., as to the material veracity of the foregoing.

Very truly yours,



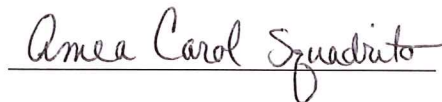
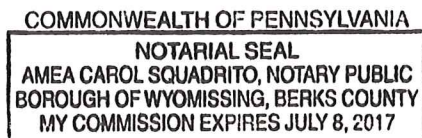
Saul V. Reibstein
Chief Financial Officer

COMMONWEALTH OF PENNSYLVANIA

COUNTY OF BERKS

On this 16th day of October, 2014, before me, the undersigned officer, personally appeared Saul V. Reibstein, who acknowledged himself to be the Chief Financial Officer of Penn National Gaming, Inc., a Pennsylvania corporation, and that he, being authorized to do so, executed the foregoing instrument for the purposes therein contained by signing the name of such company by himself as the authorized officer.

IN WITNESS WHEREOF, I have hereunder set my hand and Notarial Seal.



**Plainridge Park Casino
 Quarterly Report to MGC
 Design and Construction Contracts
 As of September 30, 2014**

Reference 205 CMR 135.02(5)(c)

LIST OF DESIGN AND CONSTRUCTION CONTRACTS ISSUED QUARTER ENDING SEPTEMBER 30, 2014			
<u>Vendor/Contractor</u>	<u>Date</u>	<u>Services</u>	<u>MGC Status</u>
Northeast Geotechnical, Inc.	05/01/14	Geotechnical Consulting Services	NGV – Registrant
Control Point Technology	07/23/14	Consulting (Design Services for Audio/Visual)	

Copies of contracts are available at the construction site for review purposes.

APPENDIX 7

**Plainridge Park Casino
Quarterly Report to MGC
Status Report of Construction Activities
As of September 30, 2014**

Reference 205 CMR 135.02 – (5)(d)

Status Report Reflecting Progress of Construction

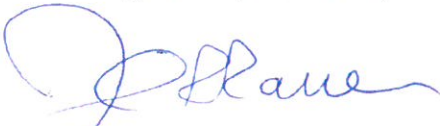
- Significant construction activities to date are in line with approved schedule (see Appendix 2) and include:
 - Project interior design drawings completed and sent out for bid
 - Casino building foundations completed
 - Procurement of long lead mechanical and electrical equipment complete
 - Generators on site
 - RTUs schedule for install in October
 - Procurement and erection of casino building/structural steel completed
 - Site work / underground utilities / parking lot construction proceeding as scheduled
 - Exterior Envelope / Building Tight in progress; slated to be completed early November
 - Resumption of parking garage construction. Garage permit has been transferred to Turner
 - Commenced with construction of office spaces on ground level of garage
 - Renovations have begun in existing simulcast building
 - Received MASSDot Section 61 approval to proceed with work mid-November

Areas of non-compliance with approved schedule

- None

Certification Statement

I certify that construction activities through September 30, 2014, are in compliance with the project schedule approved by MGC on July 10, 2014.



John R. Rauen
Authorized Representative
Springfield Gaming and Redevelopment, LLC

APPENDIX 8

Plainridge Park Casino Quarterly Report to MGC Project Construction Work Force As of September 30, 2014

Reference 205 CMR 135.02 – (5)(e)

Third quarter has seen improvement in both WBE and MBE

Minority	17% participation to date vs. goal of 16%
Female	4% participation to date vs. goal of 7%
Veteran	11% participation to date vs. aspirational goal of 3%

Detailed statistical reports attached:

- Subcontractors Workforce Percentages
- Weekly Hours and Percentages
- Workers Onsite by Company Log
- Total Weekly Manpower Chart

Deviation from established goals:

Female 4% participation to date vs. goal of 7%

- Turner continues to hold corrective action meetings with subcontractors in noncompliance.
- Improvement noted since last quarterly report
 - Female improvements from 3% to 4%
- Licensee and Turner will continue to monitor work force participation and established goals

SUBCONTRACTORS WORKFORCE PERCENTAGES ~ Plainridge Park Casino

WEEK ENDING	SUBCONTRACTOR	THIS WEEKS HOURS	LAST WEEKS HOURS	Y-T-D JOB HOURS	Minority Y-T-D HOURS	LAST WEEK Minority %	THIS WEEK Minority %	Minority YEAR TO DATE %	Female Y-T-D HOURS	LAST WEEK Female %	THIS WEEK Female %	Female YEAR TO DATE %	Veteran Y-T-D HOURS	LAST WEEK Veteran %	THIS WEEK Veteran %	Veteran YEAR TO DATE %
9/28/2014	Turner Construction	247.0	202.0	5,326.0	1,364	26	21	26	779.0	20	16	15	0.0	0	0	0
9/28/2014	Marois Brothers	562.5	618.5	13,186.5	1,360	13	16	10	132.0	0	0	1	1,839.0	11	9	14
9/28/2014	S&F Concrete	184.0	200.5	5,111.5	490	0	5	10	0.0	0	0	0	0.0	0	0	0
9/28/2014	NB Kenney	0.0	220.0	2,954.0	0	0	0	0	0.0	0	0	0	578.0	18	0	20
9/28/2014	Prime Steel	466.0	425.0	2,959.5	536	23	21	18	286.0	11	11	10	168.5	0	0	6
9/28/2014	Ostrow Electrical	784.0	818.0	7,352.0	857	15	9	12	436.0	11	10	6	2,075.0	15	26	28
9/28/2014	Melo's Rodbusters	0.0	64.0	1,156.0	130	16	0	11	309.0	0	0	27	0.0	0	0	0
9/28/2014	Costa Brothers	221.0	145.0	1,905.5	282	28	4	15	0.0	0	0	0	493.5	17	18	26
9/28/2014	Willow Tree	0.0	72.0	200.0	72	33	0	36	0.0	0	0	0	0.0	0	0	0
9/28/2014	Modern Glass	43.5	192.0	372.0	0	0	0	0	0.0	0	0	0	0.0	0	0	0
9/28/2014	Chapman Waterproofing	68.0	72.0	1,834.5	666	33	0	36	30.0	0	44	2	252.0	0	0	14
9/28/2014	TJ McCartney	619.0	513.5	3,516.5	873	23	26	25	0.0	0	0	0	338.0	8	5	10
9/28/2014	Pro Cut	8.0	0.0	108.0	0	0	0	0	0.0	0	0	0	0.0	0	0	0
9/28/2014	RM Technologies	144.0	16.0	1,207.0	681	50	50	56	0.0	0	0	0	35.0	0	0	3
9/28/2014	Arden Engineering	210.5	187.0	919.0	0	0	0	0	0.0	0	0	0	56.0	20	19	6
9/28/2014	Island International	340.0	252.0	1,402.0	20	0	6	1	0.0	0	0	0	299.0	16	17	21
9/28/2014	Clifford & Galvin	0.0	0.0	253.0	101	0	0	40	0.0	0	0	0	0.0	0	0	0
9/28/2014	Ryan Iron	190.0	162.0	730.0	177	0	0	24	0.0	0	0	0	0.0	0	0	0
9/28/2014	Titan Roofing	153.0	328.0	1,167.0	155	0	0	13	0.0	0	0	0	102.0	0	0	9
9/28/2014	DDS Industries	152.0	124.0	279.5	0	0	0	0	0.0	0	0	0	71.5	0	0	26
9/28/2014	Hallamore Corp	0.0	0.0	227.8	9	0	0	4	0.0	0	0	0	32.0	0	0	14
	TOTALS	4,392.5	4,611.5	60,225.3	9,989.9	14	15	17	2,443.0	4.0	5	4	6,339.5	9.0	11	11

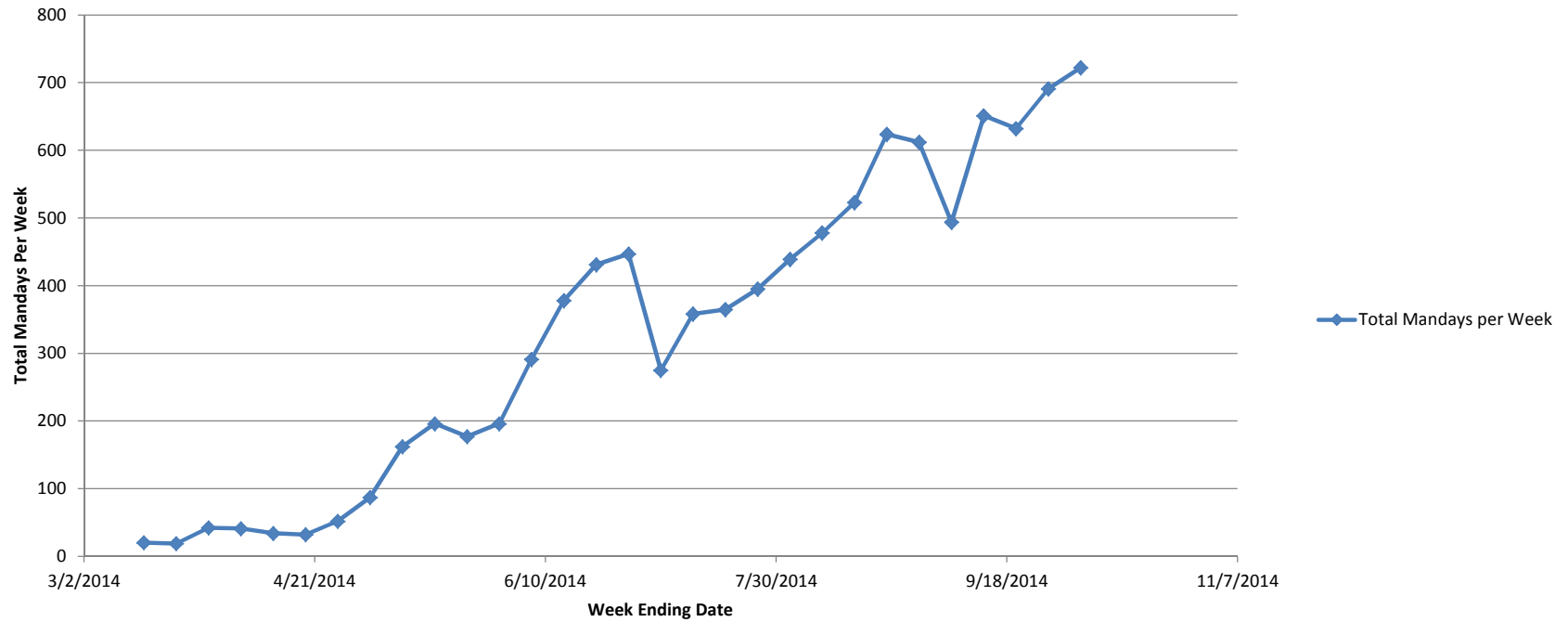
	<u>Project Goals</u>	<u>Year To Date</u>
Minority	16%	17 %
Female	7%	4 %
Veteran	*Aspirational 3%	11 %

Plainridge Park Casino

Cumulative Individuals on site for the period of July 1 - Sept 30

Company	Number of Workers
Aaxiom	3
Arden	7
Atlantic	1
Baldwin	2
Briggs	3
Bristol Fire	1
Chapman	17
Clifford & Galvin	3
Coghlin	8
Commonwealth Scaffold	9
Cook Landclearing	2
Cosco Inc.	8
Costa	14
Cox	8
Currie	1
DDS	6
Don Martin	11
Hallamore	3
Haron	1
Heritage	2
Imperatore	3
Island	5
JCJ Arch.	2
JME	1
Johnson Insul	1
King	18
Kone	4
MBI	27
MD Drilling	10
Melo Rod	12
Modern Glass	19
MTK Const.	4
NBK	23
Ostrow	22
Penn Game	2
Perry Assoc.	1
Pinck	1
Prime	18
Pro Cut	4
Richard Reed Electric	1
RM Tech	14
Ryan Iron	6
S&F Concrete	67
Security Fence	6
Soini	5
Steelco	2
Tilton	4
Titan	25
TJ McCartney	40
Turner	36
Waterman	1
Willow Tree	3
Total	497

Plainridge Park Casino Total Weekly Manpower



The Total Mandays per Week is the sum of the total number of days worked by each worker in a given week.

APPENDIX 9

Plainridge Park Casino Quarterly Report to MGC Contracts and Payments to Minority, Women and Veteran Business Enterprises for Construction Phase As of September 30, 2014

Reference 205 CMR 135.02 – (5)(f)

Detailed statistical reports attached:

M/W/VBE Tracking Report updated through 9/30/14

- Turner has issued \$56.6 million in construction subcontracts and received commitments of the following M/W/VBE participation:

Minority	14% participation to date vs. goal of 4%
Female	17% participation to date vs. goal of 7%
Veteran	14% participation to date vs. aspirational goal of 3%

Actual Payments to Minority Business Enterprises

- As of September 30, 2014, commitments totaling \$25,059,747 have been made to MBE/WBE/VBE enterprises.
- At this time, Turner is only able to verify payments made to prime MBE/WBE/VBE subcontracts.
- Through September 30, 2014, payments to MBE/WBE/VBE amounted to \$2,883,379.
- Turner is currently implementing a process to receive lien waivers to verify actual payments made to lower tier subcontractors.

TURNER CONSTRUCTION COMPANY
 Plainridge Casino
 M/W/VBE TRACKING FOR QUARTERLY REPORT

updated: 9/30/2014

Trade	Contract Award Date	Award Amount	Awarded Prime Subcontractor	MBE / WBE / VBE Opportunity	Updated At award						Updated Prior to start and during construction					
					Original Commitment						Payments to Date					
					MBE	%	WBE	%	VBE	%	MBE	%	WBE	%	VBE	%
Existing Conditions Demo and Structure lower tier	05/16/14		Turner	None												
Temp Stair lower tier	05/16/14		Commonwealth	None												
Earthwork lower tier	04/11/14		Marois	Don Martin Corporation FC Corporation Security Fence Company Willow Tree Outdoor Markings, Inc.												
Earthwork - Garage lower tier	05/12/14		Marois	None												
Concrete- Casino lower tier	04/04/14		S&F	S&F Rebars and Mesh Melo's Rod Busters												
Concrete - Garage lower tier	05/12/14		S&F	S&F Rebars and Mesh Melo's Rod Busters												
Precast Garage	07/09/14		Blakeslee Prestress													
Demolition Award	07/16/14		R M Technologies	R M Technologies												
Masonry lower tier	06/10/14		Costa Brothers Masonry	Costa Brothers Masonry												
Steel Framing lower tier	04/11/14		Industries Canatal	Erection and Welding												
Misc Metal lower tier	07/09/14		Ryan Iron Works													
Architectural Woodwork lower tier																
Damproofing & Waterproofing lower tier	06/19/14		Chapman	Gilbert & Becker Villanova												
Membrane Roofing lower tier	05/16/14		Titan Roofing	Titan Roofing												
Spray on Fireproofing and Garage Spray Insulation lower tier	07/24/14		Island International	Iroquois Bar Corp												
Spray Foam lower tier	06/17/14		Island International	Iroquois Bar Corp												
Doors & Frames lower tier	09/10/14		Eaton Door and Frame													
Entrances Storefronts & Curtainwall lower tier	06/17/14		Modern Glass	Material Hardware												
Plaster & Gypsum Board lower tier	06/10/14		TJ McCartney	TJ McCartney												

TURNER CONSTRUCTION COMPANY
 Plainridge Casino
 M/W/VBE TRACKING FOR QUARTERLY REPORT

updated: 9/30/2014

Trade	Contract Award Date	Award Amount	Awarded Prime Subcontractor	MBE / WBE / VBE Opportunity	Updated At award						Updated Prior to start and during construction					
					Original Commitment						Payments to Date					
					MBE	%	WBE	%	VBE	%	MBE	%	WBE	%	VBE	%
Tiling lower tier																
Ceilings lower tier																
Flooring lower tier																
Finishes lower tier																
Paint lower tier																
Photovoltaic Solar Generation Award lower tier	09/21/14		E.S. Boulos of Westbrook	Certified Connections Inc.												
Specialties lower tier																
Pre-Engineered Metal Building lower tier	04/11/14		Currie Building Systems	None												
Elevators lower tier																
Elevators - Garage lower tier	05/16/14		Kone	None												
Fire Protection- Garage lower tier	06/05/14		Arden Engineering	E.L. Waterman												
Temp Fire Protection lower tier	05/20/14		Bristol Fire Protection	None												
Fire Protection- Casino lower tier	09/11/14		Arden Engineering	E.L. Waterman												
Plumbing- Casino lower tier	09/22/14		NB Kenney	Construction Planners Hat Creek Outfit, Inc												
Plumbing - Garage lower tier	05/16/14		NB Kenney	None												
Temp Plumbing lower tier	04/11/14		NB Kenney	None												
Underground Plumbing lower tier	06/17/14		NB Kenney	None												
HVAC Parking Garage lower tier	08/14/14		DDS Industries													
HVAC Casino lower tier	09/22/14		Cox Engineering	Cox Engineering												
Casino Elevator	08/08/14		ThyssenKrupp	None												

TURNER CONSTRUCTION COMPANY
 Plainridge Casino
 M/W/VBE TRACKING FOR QUARTERLY REPORT

updated: 9/30/2014

Trade	Contract Award Date	Award Amount	Awarded Prime Subcontractor	MBE / WBE / VBE Opportunity	Updated At award						Updated Prior to start and during construction					
					Original Commitment						Payments to Date					
					MBE	%	WBE	%	VBE	%	MBE	%	WBE	%	VBE	%
lower tier																
MEP Equipment - Casino and Garage lower tier	04/11/14		Turner Logistics	None												
MEP Equipment - Simulcast lower tier	06/17/14		Turner Logistics	None												
Overhead Door & Loading Dock Equipment lower tier	09/11/14		Collins Overhead Door, Inc	Dagle Electric												
Electrical- Casino lower tier	09/22/14		Coghlin Electric	Coghlin Electric												
Electrical - Garage lower tier	05/12/14		Ostrow Electric	Reid Electric Fire Code Design												
Underground and Site Electrical lower tier	06/17/14		Ostrow Electric	Reid Electric Granite City Electric												
TOTALS TO DATE		\$ 56,686,114.00			\$ 7,788,092.00	14%	\$ 9,513,755.00	17%	\$ 7,757,900.00	14%	\$ 2,883,379.00	5%	\$ -		\$ -	

Total Contracts Awarded to Date	\$ 56,686,114.00
Total W/M/VBE Commitments to Date	\$ 25,059,747.00
Total W/M/VBE Payments through June 30, 2014	\$ -
Total W/M/VBE Payments through September 30, 2014 *	\$ 2,883,379.00

* We have only entered payments made to prime MWVBE contractors.
 We are currently implmenting the process to receive lower tier lien waivers
 which will certify the payments going to lower tier subcontractors.

PROJECT GOALS

MBE - 4%
 WBE - 7%
 VBE - 3%

COMMITMENT TOTALS

MBE Percentage 14%
 WBE Percentage 17%
 VBE Percentage 14%

APPENDIX 9

Plainridge Park Casino Quarterly Report to MGC Contracts and Payments to Minority, Women and Veteran Business Enterprises for Design Phase As of September 30, 2014

Reference 205 CMR 135.02 – (5)(f)

Detailed statistical report:

Minority	0% participation to date vs. goal of 4%
Female	0% participation to date vs. goal of 7%
Veteran	0% participation to date vs. aspirational goal of 3%

Deviation from established goals:

- Unique set of circumstances, as described in June 30 quarterly report, remain the same
- JCJ, project architect, has contracted with a WBE structural engineer to assist with modifications being made to the existing racing building. While the amount involved is not significant, JCJ and Penn National Gaming are both pleased to add some level of MBE/WBE/VBE participation to the design phase.
- We will continue to work with design team members to identify any further MBE/WBE/VBE opportunities.

Actual Payments to Minority Business Enterprises

As of September 30, 2014, no payments were contractually due to any design team minority enterprises

APPENDIX 10

Plainridge Park Casino Quarterly Report to MGC Permits As of September 30, 2014

Reference 205 CMR 135.02 – (6)

Permit Chart and Corresponding Documents (pursuant to 205 CMR 120.01)

- Permit Status Report dated October 14, 2014 attached
- Expect issuance of Casino Build-Out Permit by end of week, October 13.

Updates to MEPA Process

- Received MASSDOT/MEPA Section 61 Findings for offsite traffic improvements
 - Expect permits and commencement of work during November 2014
- Received final comments on 25% Plans submitted to District 5
 - Submitted 100% plans October 9, 2014
- Received MASSDOT/MEPA response on GZA National/Grid MITZ Power Upgrade on October 1, 2014 stating that additional review in the form of a Notice of Project Change (NPC) is not warranted.

Permit Appeals

- None

Plainridge Park Casino Permit Status Report

Report Updated October 14, 2014

<u>PERMIT</u>	<u>DATE ISSUED</u>
1. <u>Plainville Conservation Commission</u>	
• Negative Determination of Applicability (sitework) (no number assigned)	10/23/2012
• Order of Conditions (electrical transformer substation) Mass DEP File No. SE 265-0322	11/19/2013
• Order of Conditions (additional surface parking) Mass DEP File No. SE 265-0323	11/19/2013
• Order of Conditions (offsite highway improvements) Mass DEP File No. SE 265-0324	11/19/2013
2. <u>Plainville Board of Health</u>	
• Environmental Health Impact Permit (no number assigned)	07/09/2013
• Modified Environmental Health Impact Permit Stormwater Treatment Units (no number assigned)	08/11/2014 *
3. <u>Plainville Planning Board</u>	
• Amended Special Permit (no number assigned)	08/29/2013
4. <u>Plainville Building Department</u>	
• Building Permit (Core Shell Structure) Permit Number 14-134	06/18/2014
• Building Permit (Simulcast Demolition) Permit Number 14-153	08/06/2014 *
• Building Permit (Parking Garage Transfer) Permit Number 14-131A	10/07/2014 *
5. <u>Mass. Department of Transportation (MassDOT)</u>	
• Attractions Guide Signage Permit Number 5-2012-0130	09/05/2012
• Section 61 Findings (Reference MEPA EEA #11431)	10/07/2014 *
6. <u>Mass. Division of Fisheries and Wildlife (Mass DFW)</u>	
• Confirmation of "No-Take" Letter under Mass. Natural Heritage and Endangered Species Program NHESP Tracking No. 10-27867	04/12/2013

- | | |
|---|-------------------------------|
| 7. <u>Mass. Exec. Office of Energy & Environmental Affairs</u> | |
| <ul style="list-style-type: none"> • Certificate of the Secretary of Energy and Environmental Affairs on the Final Environmental Impact Report under the Massachusetts Environmental Policy Act (MEPA FEIR)
EEA Number 11431 • E-mail from MEPA Director
N-Grid Distribution Line to MITS – no review required
EEA Number 11431 | 12/27/2013

10/01/2014* |
| 8. <u>U. S. Environmental Protection Agency (US EPA)</u> | |
| <ul style="list-style-type: none"> • Confirmation of No Permit Required under the National Pollutant Discharge Elimination System (NPDES) Permitting requirements | 06/12/2013 |

Pending Project Permits:

- | | |
|--|-----------------|
| * Building Permit – Casino Interior Fitout | Filed with Town |
|--|-----------------|

Future Project Permits:

- | | |
|--|-----------------------------|
| A.) <u>Plainville Conservation Commission</u> – Security Fence | Application Not Yet Filed |
| B.) <u>MassDOT</u> – | |
| Highway Entrance Modifications 5-2014-0416 | Under review by MassDOT |
| Soil Borings for Design and Signals 5-2014-0506 | Under review by MassDOT * |
| R-O-W No Access Line Alteration | Application Not Yet Filed * |
| C.) <u>Permanent Racing Operations Building</u> | Under discussion * |

* New items added quarter ending September 30, 2014

APPENDIX 11

**Plainridge Park Casino
Quarterly Report to MGC
Notice to Organized Labor
As To Licensees Commitments for Affirmative Action
As of September 30, 2014**

Reference 205 CMR 135.02 – (7)

No change from last quarter. Remain in compliance with licensing requirements and commitments pursuant to MGL. C23K various sections.

Turner's relationship with the Business Agents and Managers remains positive and receptive and they continue to be cooperative in reinforcing the goals of 16% minority, 7% female and 3% aspirational veterans.

APPENDIX 12

Plainridge Park Casino Quarterly Report to MGC Operational Affirmative Action Plan As of September 30, 2014

Reference 205 CMR 135.02 – (8)

- Received MGC approval August 7, 2014 on affirmative marketing plan for utilization of minority, women, and veterans enterprises in the provision of goods and services to the gaming establishment. This plan covers the non-construction procurement portion of the facility fitout (excluding slots) and post opening goods and services.
 - Approved report: Plainridge Park Casino Purchasing Practices Plan for Local and Traditionally Disadvantaged & Diverse Businesses
 - Procurement Goals:

Minority	Goal of 6%
Female	Goal of 12%
Veteran	Goal of 3%
 - Procurement for non-construction activities has not yet taken place.

- SGR held and participated in several vendor outreach programs this quarter. All events were well attended and very well received by Massachusetts vendors. Those events include:
 - SGR and MGM Mirage held a one day joint vendor outreach program in Worcester, MA
 - Participated in Women Business Leaders Conference vendor outreach program in Framingham, MA held by Center for Women Enterprises and Women's Business Enterprise National Council
 - Sponsored and participated in 2 day vendor outreach event held by Greater New England Minority Supplier Diversity Council