

ER

COMMONWEALTH OF MASSACHUSETTS

SUFFOLK, SS.

SUPERIOR COURT DEPARTMENT
OF THE TRIAL COURT
CIVIL ACTION NO. _____ – BLS

GLOBAL PARTNERS LP,
Plaintiff

V.

MASSACHUSETTS DEPARTMENT OF
TRANSPORTATION,
Defendant

VERIFIED COMPLAINT

1. Plaintiff Global Partners LP (“Global”) brings this action for declaratory and injunctive relief under M.G.L. c. 66, § 10A(c) against the Massachusetts Department of Transportation (“MassDOT”) for violating M.G.L. c. 66, § 10 (the “Public Records Law”); undermining the integrity of the public procurement process; and unfairly threatening irreparable harm to Global due to Global’s inability to reasonably assess public records establishing several apparent conflicts of interest and irregularities in MassDOT’s review, approval and award of a 35-year lease to operate and redevelop the Massachusetts turnpike service plazas before MassDOT executes the lease for the Project. Global seeks an order (i) compelling MassDOT’s immediate release of certain requested, non-exempt public records; and (ii) awarding Global its reasonable attorneys’ fees as provided by the Public Records Law.

PARTIES

2. Global is a limited partnership organized under the laws of Delaware with a principal place of business at 800 South Street, Suite 500, Waltham, Massachusetts.

3. Global is a fourth generation, family controlled and publicly traded Fortune 500, Massachusetts-based company with a 90-year history of service to the Commonwealth of Massachusetts (“Commonwealth”) and a long history of travel service plaza operations along state highways for various state agencies, including 15 current locations with MassDOT, and has almost 1,700 owned, leased, and/or supplied fuel retail locations throughout the Northeast, Mid-Atlantic and Texas.

4. Defendant, MassDOT, is a body politic and a political subdivision of the Commonwealth, with its offices located at 10 Park Plaza, Suite 4160, Boston, Massachusetts.

JURISDICTION AND VENUE

5. The Court has personal jurisdiction over MassDOT pursuant to M.G.L. c. 223A, § 2 as a governmental body formed under the laws of the Commonwealth and having a principal place of business in the Commonwealth.

6. Venue is proper pursuant to M.G.L. c. 223, § 1 because MassDOT has its principal place of business in Suffolk County.

7. Venue is proper pursuant to M.G.L. c. 66, § 10A(c), which requires actions initiated pursuant to the Public Records Law be filed in Suffolk Superior Court.

FACTUAL ALLEGATIONS

8. In September 2024, MassDOT issued a Request for Proposals (MassDOT Bid No. BD-25-1030-CP01-107836) (“RFP”) for Service Plaza Operator, inviting proposals from parties interested in leasing, operating and revitalizing the 18 existing service plazas located along various highways throughout the Commonwealth (“Project”).

9. In February 2025, and in subsequent responses to Requests for Clarification from MassDOT through May 2025, Global submitted a fully vetted, approved and responsive proposal

that provided for the generation of approximately \$1.5 billion in guaranteed revenue for MassDOT. Global's proposal provided for revenue to the Commonwealth of approximately \$900 million in guaranteed revenue over and above the proposal submitted by Applegreen MA Investments LLC ("Applegreen").

10. For reasons unexplained, at its June 18, 2025 board meeting, MassDOT's Board of Directors voted to award the Project to Applegreen.

11. At the June board meeting, it was evident that certain members of the MassDOT Selection Committee, and specifically Scott Bosworth, head of the MassDOT Selection Committee ("Bosworth"), were attempting to discredit Global's proposal and advocate solely for the proposal submitted by Applegreen, a foreign company majority owned by Blackstone Infrastructure Partners ("Blackstone").

12. On information and belief, consistent with the process set forth in the RFP, MassDOT and Applegreen entered a so-called Transition Agreement simultaneous or immediately after the June 18, 2025 board meeting, and they are currently finalizing the terms of the lease which is to be executed no later than November 3, 2025.

13. Following the board meeting, Global was alerted by several independent sources that the award process may have been tainted by conflicts of interest and potentially improper communications between MassDOT representatives and Applegreen and/or members of Applegreen's proposal team, including Blackstone and Suffolk Construction Company ("Suffolk Construction").

14. The information received and/or discovered by Global following the MassDOT board meeting on June 18, 2025 includes the following:

i. Potential conflict of interest relating to allegations Bosworth was seeking employment with Blackstone shortly before the RFP process began, behavior which would

appear to violate M.G.L. c. 268a, sec. 23(b)(3), which provides that no employee of a state agency shall knowingly, or with reason to know “*act in a manner which would cause a reasonable person, having knowledge of the relevant circumstances, to conclude that any person can improperly influence or unduly enjoy his favor in the performance of his official duties, or that he is likely to act or fail to act as a result of kinship, rank, position or undue influence of any party or person*” unless such employee has disclosed in writing to his appointing authority the facts which would otherwise lead to such a conclusion. Emphasis added.;

ii. Under Bosworth's leadership, five RFP addendums were issued (post-issuance of the original RFP), with the final one (April 1, 2025) making critical changes favoring private equity backed proposers such as Applegreen and their majority owner, Blackstone: (i) extended lease from 30 to 35 years to make the project independently financeable per request of certain proposers other than Global; (ii) reduced insurance requirements from \$50 million to \$25 million; and (iii) elimination of all guarantor requirements originally required under the RFP, critically benefiting Applegreen/Blackstone by allowing a private equity company to establish a special purpose entity that can independently finance and later provide optionality to be bankrupted without impacting the parent;

iii. Global was notified via email at 9:23 AM on June 11, 2025, that it had not been selected, before the 10:30 AM Capital Programs Committee meeting to recommend a proposal to the full MassDOT Board even began, suggesting the Capital Programs Committee was viewed as a "rubber stamp" of the Selection Committee's predetermined decision. Bosworth then presented to the MassDOT Board on June 18, 2025 with the Capital Programs Committee approval in hand. In the minutes for the June 11, 2025 Capital Programs Committee meeting (included as an Exhibit to the Ethics Complaint), MassDOT Directors Koch and King expressed concerns over the bid process, and the minutes note "*After much discussion it was determined that the only way the Committee could recommend the selection of any winning bidder would be if the vote was amended to require that sufficient information be made available to the Directors prior to the next Board meeting, including the opportunity for individual briefings for the Directors.*" Despite this, the full MassDOT Board was never given a transparent and accurate comparison of the competing bids;

iv. At the June 18, 2025 MassDOT Board meeting, Bosworth presented only an incomplete and mathematically inconsistent summary of Applegreen's bid with no Global details. When asked about the other bids, Bosworth misled the Board, claiming the bids were "very close" while ignoring Global's guaranteed \$1.512 billion minimum versus Applegreen's variable projections, ranging from \$500 to \$900 million less than Global's offer. Further, when questioned about other proposals during the hearing, Bosworth noted he did not want to discuss any proposal but Applegreen's; and

v. At the June 18, 2025 MassDOT Board meeting, Bosworth failed to disclose Applegreen's documented project failures when citing their experience as justification for selection. Applegreen's \$450 million New York State Thruway project was significantly behind schedule and more than 50% over budget. Applegreen sought a \$260 million taxpayer bailout to cover cost overruns and halted construction until they ultimately left their contractors holding the bag. The result was smaller facilities, reduced number of bathrooms, and less staff, ultimately

resulting in a poor traveler experience. Rather than presenting this as evidence of Applegreen's inability to manage large infrastructure projects within budget and timeline commitments, Bosworth cited the New York project as proof of their qualifications. This selective disclosure of positive information while hiding critical performance failures represents another layer of manipulation designed to steer the contract toward his preferred bidder.

15. In order to perform its due diligence in investigating the possibility that MassDOT conflicts of interest may have given Applegreen an unfair advantage over Global, Global submitted several requests to MassDOT seeking information concerning the process, pursuant to the Public Records Law.

16. As of the date of this filing, MassDOT has failed to comply with its obligations to produce to Global information responsive to its Public Records Law requests.

REQUEST P001300-061825 ("FIRST REQUEST")

17. Global submitted its First Request on June 18, 2025, thereby requiring a response from MassDOT by July 3, 2025. A true copy of the First Request is attached as Exhibit A.

18. The First Request identified the following documents for production:

1. *A complete copy of the Proposal submitted by the successful Proposer with the highest Proposal Score (i.e., Applegreen or an affiliate) (the "Successful Proposer") for the Request for Proposal issued by the Massachusetts Department of Transportation ("MassDOT") for Bid No. BD-25-1030-CPO1-CPO1-107836 (the "RFP").*
2. *Copies of all responses from the Successful Proposer received by MassDOT to Requests for Clarifications.*
3. *Copies of all meeting minutes for MassDOT Board of Directors meetings that refer or relate to the RFP on and after December 23, 2024.*
4. *Copies of all documents referring or relating to the recusal (or proposed recusal) and/or reinstatement of any member of the Selection Committee for the RFP, and/or any disclosures or determinations filed or received pursuant to M.G.L. c. 268A, the Massachusetts Conflict of Interest law, in connection with the RFP.*

5. Copies of all written communications, including, without limitation, letters, electronic mail, and text messages, between MassDOT, its agents, employees, and/or board or committee members, on the one hand, and the Successful Proposer, its agents, employees, team members, contractors and/or consultants, on the other hand, regarding changes or adjustments to the Successful Proposer's Proposal.

6. Copies of all written communications, including, without limitation, letters, electronic mail, and text messages, between MassDOT, its agents, employees, and/or board or committee members, on the one hand, and any third-party individuals or entities and/or other government offices, on the other hand, regarding the Successful Proposer's Proposal.

19. On July 2, 2025, MassDOT made an initial response claiming the request was “unduly burdensome and does not sufficiently describe the particular records sought” and asking Global to modify Request Nos. 5 and 6.

20. On July 8, 2025, Global provided a response in good faith, offering to narrow its requests as follows:

4. Modify Request No. 4: Copies of all documents referring or relating to the recusal (or proposed recusal) and/or reinstatement of Scott Bosworth, MBTA Chief of Transit Orientated Development and Innovative Delivery, and a member of the Selection Committee for the RFP, and/or any disclosures or determinations filed or received pursuant to M.G.L. c. 268A, the Massachusetts Conflict of Interest law, in connection with Mr. Bosworth within the past twelve (12) months.

5. Modify Request No. 5: Copies of all electronic mail and text messages (i) between Scott Bosworth and any member of the MassDOT Board of Directors regarding the Successful Proposer or its Proposal; (ii) between Scott Bosworth and the Successful Proposer; and (iii) between Scott Bosworth and Suffolk Construction.

6. Withdraw Request No. 6.

21. Despite Global’s good faith response, MassDOT failed to produce the requested documents, and on July 18, 2025, Global submitted a petition to the Supervisor of Records as permitted by M.G.L. c. 66, § 10.

22. MassDOT eventually produced a copy of Applegreen's proposal (First Request, #1), copies of all responses from Applegreen to requests for clarifications (First Request, #2), and a link to the MassDOT public website where all board meeting minutes are posted (First Request, #3).

23. On information and belief, MassDOT did not collect and produce these documents specifically in response to Global's requests, rather, MassDOT collected and produced these documents to respond to a Public Records Request from the Boston Globe and served copies on Global at the same time.

24. Although MassDOT produced the final, approved meeting minutes, MassDOT refused to produce drafts of meeting minutes to Global, claiming – without basis – that these records are exempted from the Public Records Law.

25. On July 31, 2025, MassDOT made a subsequent production in response to Global's First Request, consisting of approximately one dozen emails between Mr. Bosworth and Applegreen or Suffolk Construction leading up to the MassDOT board meeting in June 2025 (#5). True copies of the July 31, 2025 document production made by MassDOT are attached as Exhibit B.

26. MassDOT has not produced any documents – or submitted any response whatsoever – regarding Global's request for documents relating to the recusal or reinstatement of any member of the Selection Committee for the RFP, or disclosures or determinations filed or received pursuant to M.G.L. c. 268A, the Massachusetts Conflict of Interest law, in connection with the RFP.

27. In connection with Global's First Request, MassDOT has failed to comply with its obligations under M.G.L. c. 66, § 10 relative to First Request, # 4 and First Request, # 5.

REQUEST P001333-062325 ("SECOND REQUEST")

28. Global submitted its Second Request on June 23, 2025, thereby requiring a response from MassDOT by July 8, 2025. A true copy of the Second Request is attached as Exhibit C.

29. The Second Request identified the following documents for production:

1. A copy of the entire presentation delivered by Scott Bosworth, MBTA Chief of Transit Orientated Development and Innovative Delivery, to the MassDOT Board of Directors on June 18, 2025, including all slides and the entire appendix.

2. Copies of all written communications, including, without limitation, letters, electronic mail, and text messages, between MassDOT board members, on the one hand, and Scott Bosworth, on the other hand, regarding (1) the Proposal submitted by Applegreen MA Investments LLC ("Applegreen's Proposal"); and (2) the Proposal submitted by Global Partners LLC ("Global's Proposal").

3. Copies of all written communications, including, without limitation, letters, electronic mail, and text messages, between MassDOT board members, on the one hand, and RFP Selection Committee members (excluding Scott Bosworth), on the other hand, regarding (1) Applegreen's Proposal; and (2) Global's Proposal.

30. On July 7, 2025, MassDOT made its first document production in response to Global's Second Request.

31. MassDOT produced a copy of the power point presentation presented by Mr. Bosworth to the MassDOT board at the June board meeting (Second Request, #1), which was a copy of the MassDOT presentation to the Board of Directors (the same date the presentation was made public on the MassDOT website).

32. On July 17, 2025, MassDOT made a subsequent production of what MassDOT called the "remaining record responsive to your request."

33. This subsequent production consisted solely of two email communications from a third-party business owner to the MassDOT Secretary, Monica Tibbits-Nutt, advocating for Global, and a printout of an article from the Boston Globe related to the Project and award to Applegreen.

34. As part of its response, MassDOT stated the following:

“This is based on our review of all records captured in a search of the selection committee members’ outlook accounts for correspondence with a member of the Board that contained one of the following key phrases “Applegreen MA Investments LLC” OR “Applegreen” OR Global Partners LLC” OR “Global” between 4/1/25 and 6/23/25. MassDOT also confirmed there were no responsive text messages.

Accordingly we are closing our file on this matter.”

35. In connection with Global’s Second Request, MassDOT has failed to comply with its obligations under M.G.L. c. 66, § 10 relative to Second Request, # 2 and Second Request, # 3.

REQUEST P001502-071652 (“THIRD REQUEST”)

36. Global submitted its Third Request on July 16, 2025, thereby requiring a response from MassDOT by July 31, 2025. A true copy of the Third Request is attached as Exhibit D.

37. The Third Request identified the following documents for production:

1. Copies of KPMG’s review, analysis and comparison of (i) the Proposal submitted by Applegreen MA Investments LLC; and (ii) the Proposal submitted by Global Partners LLC, including any adjustments made by KPMG (the “KPMG Review”).

2. Copies of all emails and text messages (i) to and/or from any selection committee members, including Scott Bosworth; and (ii) to and/or from any MassDOT Board members, concerning the KPMG Review. Please note that the KPMG Review was discussed by Scott Bosworth during the MassDOT Board meeting on June 18, 2025.

38. On August 1, 2025, MassDOT produced copies of records responsive to #1 and stated that it “continues its review to identify records potentially responsive to category 2 of your request.”

39. In connection with Global's Third Request, MassDOT has failed to comply with its obligations under M.G.L. c. 66, § 10 relative to # 2.

REQUEST P001559-072125 ("FOURTH REQUEST")

40. Global submitted its Fourth Request on July 21, 2025, thereby requiring a response from MassDOT by August 5, 2025. A true copy of the Fourth Request is attached as Exhibit E.

41. The Fourth Request identified the following documents for production:

- 1. Recordings of all oral interviews between (i) MassDOT and Global Partners LP and (ii) MassDOT and Applegreen.*
- 2. Copies of all emails and text messages, including on any messaging apps, such as Signal, Telegram and WhatsApp, between Scott Bosworth, MassDOT Chief Development Officer, and any employee or officer of Applegreen, including, but not limited to Bob Etchingham, Co-Founder and Executive Chairman and Ronan Ryan, Chief Investments Officer (collectively, the "Applegreen Representatives").*
- 3. Copies of all emails and text messages, including on any messaging apps, such as Signal, Telegram and WhatsApp, between Scott Bosworth and any employee or officer of Blackstone, including, but not limited to Sebastien Sherman, Senior Managing Director, Infrastructure Group (collectively, the "Blackstone Representatives").*
- 4. Copies of all emails and text messages, including on any messaging apps, such as Signal, Telegram and WhatsApp, between Scott Bosworth and any employee or officer of Suffolk Construction (collectively, the "Suffolk Construction Representatives").*
- 5. Copies of all emails and text messages, including on any messaging apps, such as Signal, Telegram and WhatsApp, between Scott Bosworth and any employee or officer of Upland Architects, Inc. (the "Upland Architect Representatives")*
- 6. Recordings of all voicemail messages contained on Scott Bosworth's work phone and work cell phone from any Applegreen Representatives, Blackstone Representatives, Suffolk Construction Representatives and/or the Upland Architect Representatives.*
- 7. Copies of all calendar appointments between Scott Bosworth and any Applegreen Representatives, Blackstone Representatives, Suffolk Construction Representatives and/or the Upland Architect Representatives.*

42. MassDOT has not produced any records in response to Global's Fourth Request.

43. In connection with Global's Fourth Request, MassDOT has failed to comply with its obligations under M.G.L. c. 66, § 10.

THE PUBLIC RECORDS LAW

44. Global has submitted four, reasonably tailored requests pursuant to M.G.L. c. 66, § 10 to better understand and evaluate how MassDOT scored its proposal against Applegreen's where Global's proposal, based on purely objective numbers, was categorically more advantageous to the Commonwealth.¹

45. The lack of timely documents and information furnished by MassDOT has spurred additional requests.

46. The Public Records Law was enacted to ensure transparency in government. The Public Records Law provides a broad definition of "public records" and requires the disclosure of such records unless the records fall into one of the exceptions provided in the statute. M.G.L. c. 66, § 10(a); M.G.L. c. 4, §7(26).

47. The Public Records Law and regulations set forth specific procedural obligations on the part of MassDOT in responding to such requests, including identifying any records or categories of records sought that are not within the possession, custody or control of the department; identifying the agency that may be in possession, custody, or control of the record sought; identifying any records or categories of records or portions of records that MassDOT

¹ Global has filed two (2) additional requests under the Public Records Law for MassDOT to produce records related to its Selection Committee, based on new or different information discovered by Global. The deadlines for these subsequent Public Records Requests have not expired as of the date of this Verified Complaint.

intends to withhold, and provide the specific reasons for withholding, and including a statement that the requestor has the right of appeal.

48. In addition, the Public Records Law specifies that, in a court's review of a public agency's decision to withhold records pursuant to a Public Records request, "a presumption shall exist that each record sought is public and the burden shall be on the defendant agency or municipality to prove, by a preponderance of the evidence, that such record or portion of the record may be withheld in accordance with state or federal law." M.G.L. c. 66, § 10A(d)(iv).

49. MassDOT has not identified any exemptions relative to any of Global's requests. Rather, MassDOT has produced responses in a distinctly piecemeal manner, while stating in general terms that the agency continues to look for responsive documents.

50. On information and belief, MassDOT is simultaneously finalizing terms of the lease that it intends to enter with Applegreen to enable MassDOT to execute the lease on or before November 3, 2025.

51. MassDOT should not be permitted to cloak its decision-making in secrecy by refusing to comply with the basic tenants of the Public Records Law, and the Court should require MassDOT to deliver the requested documents.

COUNT I
(Declaratory Judgment pursuant to M.G.L. c. 231A)

52. Global incorporates by reference all allegations contained in all other paragraphs of this Verified Complaint.

53. MassDOT has violated the Massachusetts Public Records Law in a manner that threatens irreparable harm to Global due to Global's inability to reasonably assess several apparent conflicts of interest and irregularities in MassDOT's review, approval and award of the lease, in the short period of time before MassDOT executes the lease.

54. The irreparable harm includes, on information and belief, a staggering anticipated/potential loss to Massachusetts taxpayers, based on the competing proposals submitted by Global and Applegreen, respectively, approaching one billion dollars over 30-35 years.

55. In its response to Global's requests, MassDOT has unlawfully withheld documents and entire categories of public records that do not fall within the scope of any exemption to the Public Records Law, including important communications to and from MassDOT employees and board members.

56. The Public Records Law specifies that the Court has jurisdiction to enjoin violations of the statute. M.G.L. c. 66, § 10A(d)(1)(ii).

57. MassDOT should be ordered to deliver the requested public records pursuant to a proper application of M.G.L. c. 4, §7(26)(h).

58. Global should be awarded its reasonable attorneys' fees as part of the Court's order providing the relief requested. M.G.L. c. 66, § 10A(d)(2).

59. Without the public records requested by Global in its Public Records Request, Global cannot determine if MassDOT's evaluation of the proposals was performed in conformity with the process described in the RFP and the laws of the Commonwealth.

60. MassDOT is effectively shielding itself from the possibility of a protest because it is withholding the documents that could provide the basis for that protest.

61. There exists an actual controversy between the parties as to whether MassDOT is required to produce the information Global has requested, but which MassDOT has failed or refused to produce, as required under the Public Records Law.

62. Global is entitled to a declaration pursuant to G.L. c. 231A, §§ 1 and 2 that MassDOT is subject to, and obligated to comply with, the Public Records Law, and it must produce the information Global has requested.

COUNT II
(Violation of Public Records Law, M.G.L. c. 66, § 10)

63. Global incorporates by reference all allegations contained in all other paragraphs of this Verified Complaint.

64. The public records requested by Global constitute public records under M.G.L. c. 66, § 10 and do not fall within any exemption to the Public Records Law set forth in M.G.L. c. 4, § 7(26).

65. MassDOT's refusal to comply with the Public Records Law violates M.G.L. c. 66, § 10.

66. Global is entitled to an order under M.G.L. c. 66, § 10 requiring MassDOT to comply with Global's Public Records Law requests and produce the requested records.

COUNT III
(Preliminary Injunction pursuant to M.G.L. c. 66, § 10)

67. Global incorporates by reference all allegations contained in all other paragraphs of this Verified Complaint.

68. The records requested by Global are public records under M.G.L. c. 66, § 10 and do not fall within any exemption to the Public Records Law set forth in M.G.L. c. 4, § 7(26).

69. MassDOT's failure and refusal to comply with the Public Records Law violates M.G.L. c. 66, § 10.

70. Global is entitled to preliminary and permanent injunctive relief compelling MassDOT to comply with the Public Records Law and produce the requested records.

71. Global requests that the Court exercise its authority under Mass. R. Civ. P. 65 and, after a hearing, enter an injunction requiring MassDOT to comply with the Public Records Law and produce the requested records.

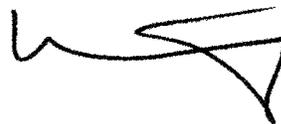
PRAYERS FOR RELIEF

WHEREFORE, Global Partners LP prays that this Court enter a Declaratory Judgment against MassDOT incorporating the aforesaid conclusions of law in Count I and enter a preliminary injunction:

1. Ordering MassDOT to (i) immediately provide Global with the public records requested and (ii) pay Global's reasonable attorneys' fees;
2. Enjoining MassDOT from withholding the public records pursuant to an improper application of M.G.L. c. 4, § 7(26); and
3. Ordering such other and further relief as the Court deems just and proper.

GLOBAL PARTNERS LP

By its attorneys,

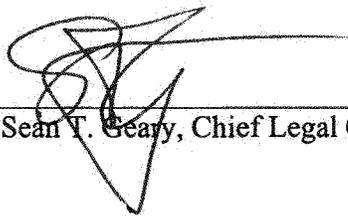
A handwritten signature in black ink, appearing to be a stylized name, possibly 'W. J. Morrissey'.

Robert B. Gibbons, BBO #631049
David L. Fine, Esq., BBO #663407
William J. Morrissey, Esq., BBO #694938
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wmorrissey@miricklaw.com

Dated: August 7, 2025

VERIFICATION

I, Sean T. Geary, on oath depose and say that I have read the factual allegations asserted in the foregoing complaint and aver that they are true and accurate to the best of my personal knowledge, except where stated on information and belief, and there I believe the allegations to be true.

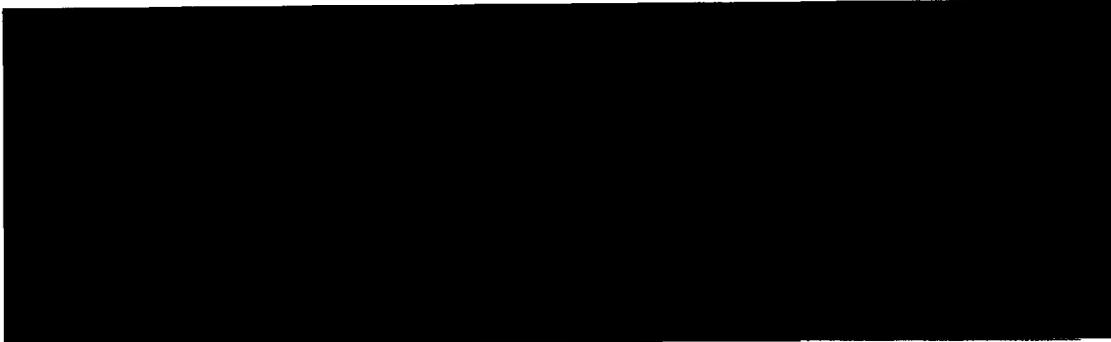
A handwritten signature in black ink, appearing to be 'S. Geary', written over a horizontal line.

By: Sean T. Geary, Chief Legal Officer

EXHIBIT A

REQUEST P001300-061825 ("FIRST REQUEST")

FIRST REQUEST BY GLOBAL UNDER PUBLIC RECORDS LAW



From: MassDOT Records Center <massachusettsdot@mycusthelp.net>

Sent: Wednesday, June 18, 2025 10:19 AM

To: Michael Lewis <michael.lewis@globalp.com>

Subject: Public Records Request (MassDOT) :: P001300-061825

This message originated from outside of Global Partners - Please use caution before opening attachments or clicking on links.

Dear Attorney Lewis,

Your public records request (see below) has been automatically entered, and assigned our Reference Number **P001300-061825** for tracking purposes. Please note that your request is deemed received on the first business day after it has been entered in accordance with the Massachusetts Public Records Law; this is an automated response and does not mean it has been viewed by our department if received outside of non-business hours.

1. A complete copy of the Proposal submitted by the successful Proposer with the highest Proposal Score (i.e., Applegreen or an affiliate) (the "Successful Proposer") for the Request for Proposal issued by the Massachusetts Department of Transportation ("MassDOT") for Bid No. BD-25-1030-CPO1-CPO1-107836 (the "RFP"). 2. Copies of all responses from the Successful Proposer received by MassDOT to Requests for Clarifications. 3. Copies of all meeting minutes for MassDOT Board of Directors meetings that refer or relate to the RFP on and after December 23, 2024. 4. Copies of all documents referring or relating to the recusal (or proposed recusal) and/or reinstatement of any member of the Selection Committee for the RFP, and/or any disclosures or determinations filed or received pursuant to M.G.L. c. 268A, the Massachusetts Conflict of Interest law, in connection with the RFP. 5. Copies of all written communications, including, without limitation, letters, electronic mail, and text messages, between MassDOT, its agents, employees, and/or board or committee members, on the one hand, and the Successful Proposer, its agents, employees, team members, contractors and/or consultants, on the other hand, regarding changes or adjustments to the Successful Proposer's Proposal. 6. Copies of all written communications, including, without limitation, letters, electronic mail, and text messages, between MassDOT, its agents, employees, and/or board or committee members, on the one hand, and any third-party individuals or entities and/or other government offices, on the other hand, regarding the Successful Proposer's Proposal. Any term not defined herein shall have the meaning ascribed to it in the RFP Instructions to Proposers Addendum Number 5. If any of the requested records are not immediately available to produce, we request that they be produced on a rolling basis as soon as they become available. Thank you.

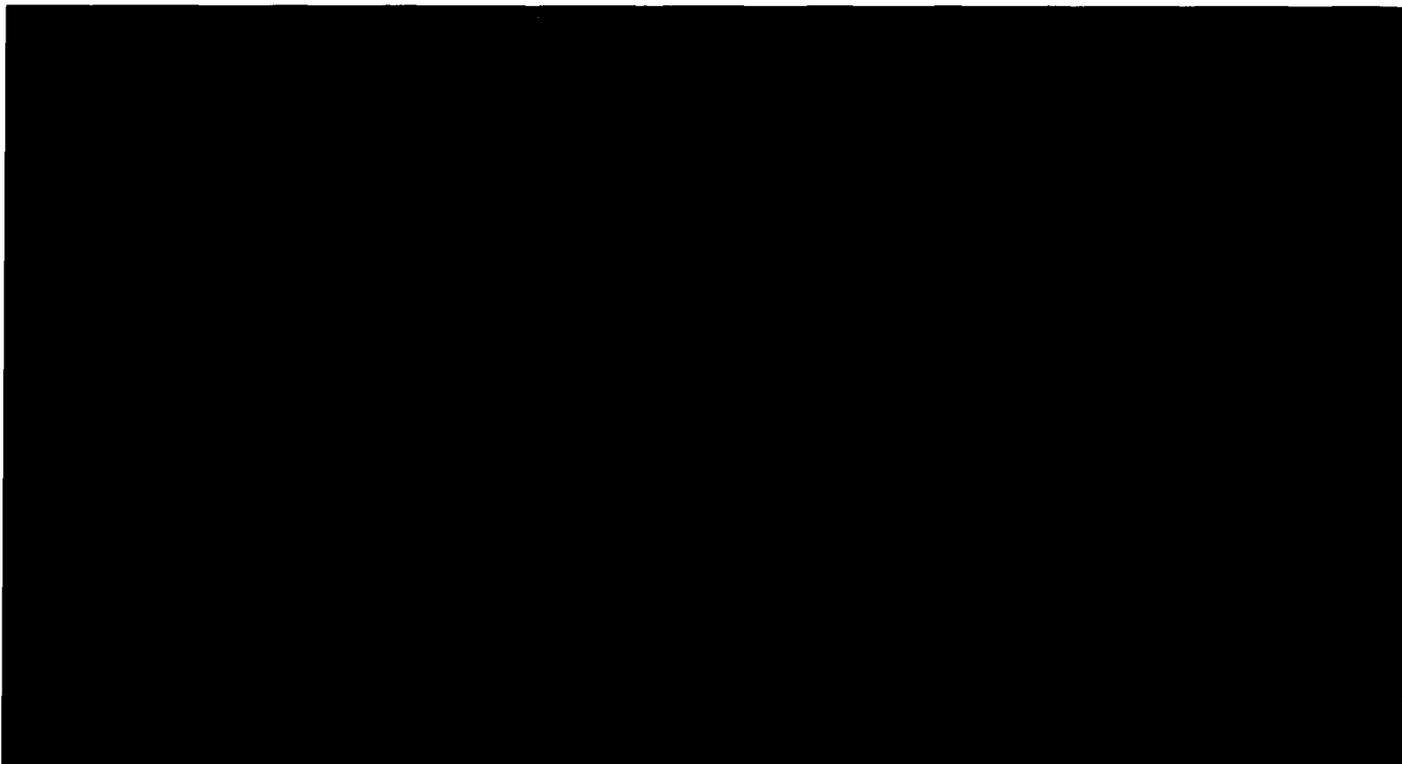
You can monitor the progress of your request at the link below, and will receive an email when your request has been completed, or requires any clarification and/or modification.

Thank you for using the Massachusetts Department of Transportation's Public Records Request Center.



EXHIBIT B

JULY 31, 2025 DOCUMENT PRODUCTION BY MASSDOT



From: MassDOT Records Center <massachusettsdot@mycusthelp.net>
Sent: Thursday, July 31, 2025 2:14 PM
To: Michael Lewis <michael.lewis@globalp.com>
Subject: Public Records Request (MassDOT) :: P001300-061825

This message originated from outside of Global Partners - Please use caution before opening attachments or clicking on links.

Attachments:

[P001300_Category_5_Responsive_7.30.2025.pdf](#)

--- Please respond above this line ---

July 30, 2025

Michael Lewis
Global Partners LP
Waltham, MA 02453

Re: June 18, 2025 Public Records Request (as modified on July 8, 2025)

Our Reference No.: P001300-061825

Dear Attorney Lewis,

The Massachusetts Department of Transportation (“MassDOT”) is in receipt of your request for public records dated June 18, 2025 regarding the above-referenced matter, as modified by your July 8, 2025 correspondence.

I am attaching records responsive to Category 5 of your request. No responsive records were identified with respect to subcategory (i). Additional records responsive to your request will be sent to you as they become available for production.

Please be advised that MassDOT redacted a portion of one, single-page email and the accompanying single page attachment, which contain information exempt from disclosure under Massachusetts General Laws Chapter 4, Section 7(26)(c), as the records contain medical information relating to a specifically named private individual. See *People for the Ethical Treatment of Animals (PETA) v. Dep’t of Agric. Res.*, 477 Mass. 280, 292 (2017). MassDOT has determined that the public interest in disclosure is adequately served by MassDOT’s disclosure of the cover email, which reveals the identities of the author and recipient of the email and the type of medical report (MRI). Further details concerning medical treatment are unnecessary and intrusive.

“Exemption (c) requires a balancing test: where the public interest in obtaining the requested information substantially outweighs the seriousness of any invasion of privacy, the private interest in preventing disclosure must yield. On one side of the scale, we have looked to three factors to assess the weight of the privacy interest at stake: (1) whether disclosure would result in personal embarrassment to an individual of normal sensibilities; (2) whether the materials sought contain intimate details of a highly personal nature; and (3) whether the same information is available from other sources. We have also said that ‘other case-specific relevant factors’ may influence the calculus. On the other side of the scale, we have said that the public has a recognized interest in knowing whether public servants are carrying out their duties in a law-abiding and efficient manner.” *Id.*, at 291-292 (internal citations omitted).

Any person of normal sensibilities would find personal embarrassment if one’s medical history and the results of a medical procedure were made public. The withheld record includes notes, findings, conclusions and other medical information provided by a doctor as the result of a medical examination of an individual. Preserving the confidentiality of private health information is part of a broader public policy in Massachusetts and federally, requiring protection from disclosure of one’s medical data. As a result, the information is “intimate details of a highly personal nature.”

None of the information in the withheld document would be available from other public sources. MassDOT recognizes the public interest in reviewing records to ensure the proper procurement of public contracts, however, that public interest is not served by releasing the private medical information of an individual. The medical record and named individual are unrelated to the procurement. Therefore, any public interest in the general procurement process does not outweigh the privacy interest of a medical patient.

Please be advised that you have the right to seek an administrative appeal to the Supervisor of Records, pursuant to G. L. c. 66, § 10A(a) and 950 CMR 32.08(1), as well as the right to seek

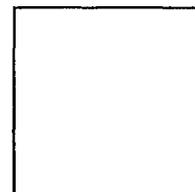
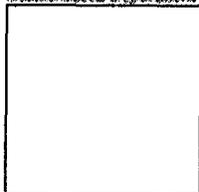
judicial review by commencing an action in the Superior Court under G. L. c. 66, § 10A(c).

If you need additional information, or there is any other way we can assist you, please respond to this message, using our Reference No.: P001300-061825.

Sincerely,

Christopher Smith
Senior Lead Counsel, Corporate & Ethics
Office of the General Counsel

massDOT
Massachusetts Department of Transportation



From: Ronan Ryan [Ronan.Ryan@applegreen.com]
Sent: 6/18/2025 6:22:09 PM
To: Bosworth, Scott (DOT) [Scott.Bosworth@dot.state.ma.us]
Subject: Re: Travel Schedule

CAUTION: This email originated from a sender outside of the Commonwealth of Massachusetts mail system. Do not click on links or open attachments unless you recognize the sender and know the content is safe.

Excellent. Thank you Scott. We are delighted to be working with you.
See you Tuesday.
Ronan

From: Bosworth, Scott (DOT) <Scott.Bosworth@dot.state.ma.us>
Sent: Wednesday, June 18, 2025 6:17:34 PM
To: Ronan Ryan <Ronan.Ryan@applegreen.com>
Subject: Re: Travel Schedule

You don't often get email from scott.bosworth@dot.state.ma.us. [Learn why this is important](#)

CAUTION: This email came from outside Applegreen. Do not click links or open attachments unless you recognise the sender and know the content is safe. If in doubt, contact informationsecurity@applegreen.com

Sure thing. Congratulations.

Scott H. Bosworth
Chief Development Officer
MassDOT/MBTA
857-270-1232

From: Ronan Ryan <Ronan.Ryan@applegreen.com>
Sent: Wednesday, June 18, 2025 5:59 PM
To: Bosworth, Scott (DOT) <Scott.Bosworth@dot.state.ma.us>
Subject: Re: Travel Schedule

CAUTION: This email originated from a sender outside of the Commonwealth of Massachusetts mail system. Do not click on links or open attachments unless you recognize the sender and know the content is safe.

Hi Scott,
Thanks for the email.
Bob and I are planning to be in Boston Tuesday next and can meet you at any stage that day if that works for you?
Regards
Ronan

From: Bosworth, Scott (DOT) <Scott.Bosworth@dot.state.ma.us>
Sent: Wednesday, June 18, 2025 5:57 p.m.
To: Ronan Ryan <ronan.ryan@applegreen.com>
Subject: Travel Schedule

You don't often get email from scott.bosworth@dot.state.ma.us. [Learn why this is important](#)

CAUTION: This email came from outside Applegreen. Do not click links or open attachments unless you recognise the sender and know the content is safe. If in doubt, contact informationsecurity@applegreen.com

Hi Ronan. I know we are trying to schedule a meeting to discuss some deliverables but let't try to find a time to talk over the next few days.

Thank you!
Scott

Scott H. Bosworth

Chief Development Officer
MassDOT/MBTA
857-270-1232

From: Snyder, Susan [SSnyder2@MBTA.com]
Sent: 6/18/2025 8:51:08 PM
To: Ronan Ryan [ronan.ryan@applegreen.com]
CC: Schmid, Ann-Therese [aschmid@nossaman.com]; Bosworth, Scott (DOT) [Scott.Bosworth@dot.state.ma.us]; Brightman, Brette [bbrightman@mbta.com]; Wicker, Carrie (DOT) [carrie.wicker@dot.state.ma.us]; Cobb, Susan (MBTA) [scobb@MBTA.com]
Subject: Award Notification
Attachments: MassDOT Service Plaza - Award Notification (2025-06-18).pdf

CAUTION: This email originated from a sender outside of the Commonwealth of Massachusetts mail system. Do not click on links or open attachments unless you recognize the sender and know the content is safe.

Dear Ronan:

Attached is the Notice of Award to Applegreen MA Investments LLC.

Please let me know if you have any questions or concerns. Thanks!

Thank you,

Susan Snyder
Deputy General Counsel Operations and Policy
(857) 505-4792

This email/electronic message, including any attached files, is being sent by the MBTA. It is solely intended for the recipient(s) and may contain information that is proprietary, confidential, legally privileged, and/or exempt from disclosure pursuant to state and federal law. If you have received this message in error or are not the intended recipient(s), please notify the sender immediately by reply, and delete all copies of this email/electronic message and any attached files from your computer. If you are the intended recipient(s), you may use the information contained in this email/electronic message and any attached files only as authorized by the MBTA. Any unauthorized use, dissemination, or disclosure of this email/electronic message and/or its attached files is strictly prohibited.

DocuSign Envelope ID: 22854B9A-EA5E-4995-AB3E-79EE9ACD0A89



Maura Healey, Governor
Kimberley Driscoll, Lieutenant Governor
Monica Tibbitts-Nutt, Secretary & CEO
Phillip Eng, General Manager & CEO



SENT VIA E-MAIL ONLY

June 18, 2025

Ronan Ryan
Chief Investment Officer
Applegreen MA Investments LLC
84 State Street
Boston, MA 02109

Ronan.Ryan@applegreen.com

Re: MassDOT Bid No. BD-25-1030-CP01-CP01-107836
Service Plaza Operator
Instructions to Proposers
Applegreen MA Investments LLC
Notice of Award

Dear Mr. Ryan,

Please be advised that, pursuant to authorization of the Massachusetts Department of Transportation ("MassDOT") Board of Directors on this day, MassDOT hereby awards the Transition Agreement and, if all conditions precedent are satisfactorily met, the Lease and Concessions Agreement for a Service Plaza Operator to Applegreen MA Investments LLC ("Applegreen").

Execution of the Transition Agreement is conditioned upon delivery of the following documentation prior to MassDOT delivering an execution copy of the Transition Agreement:

- A. Evidence of approval of the final form of the Transition Agreement, and of due authorization, execution, delivery, and performance of the Transition Agreement by the Operator and by its Major Participants. Such evidence shall be in form and substance satisfactory to MassDOT, particularly a resolution of each Major Participant, certified by an appropriate officer of such Major Participant.
- B. Evidence of insurance required to be provided by the Operator under the Transition Agreement.

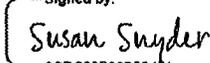
Massachusetts Bay Transportation Authority
Ten Park Plaza, Boston, MA 02116
mbta.com

DocuSign Envelope ID: 22854B9A-EA5E-4995-AB3E-79EE9ACD0A89

- C. An additional deposit in the amount of \$500,000.00. Upon payment, the additional deposit will be deemed fully earned and will become non-refundable.
- D. Evidence of registration with the Massachusetts Secretary of State indicating each of the following entities is registered to do business in the Commonwealth:
 - 1. Applegreen MA Investments LLC;
 - 2. Causeway Consortium Holdings Limited;
 - 3. Applegreen MA Travel Plazas LLC;
 - 4. Applegreen US Investments Inc.; and
 - 5. Applegreen Electric MA LLC.

In order for MassDOT to have adequate time to review the aforementioned documentation, please submit it to me at the following E-mail address no later than 5:00 p.m. (Eastern) on Friday, June 20, 2025. If you have any questions, please do not hesitate to contact me at SSnyder2@MBTA.com.

Sincerely,

Signed by:

2CDC28D96B5C451...

Susan Snyder
Deputy General Counsel Operations and Policy

From: Ronan Ryan [ronan.ryan@applegreen.com]
Sent: 6/18/2025 9:52:27 PM
To: Snyder, Susan (MBTA) [ssnyder2@mbta.com]
CC: Schmid, Ann-Therese [aschmid@nossaman.com]; Bosworth, Scott (DOT) [Scott.Bosworth@dot.state.ma.us]; Brightman, Briette [bbrightman@mbta.com]; Wicker, Carrie (DOT) [carrie.wicker@dot.state.ma.us]; Cobb, Susan (MBTA) [scobb@MBTA.com]; Bob Etchingham [Bob.Etchingham@applegreen.com]
Subject: RE: Award Notification

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Dear Susan,

Thank you very much, confirming receipt.

We will be in touch by Friday in relation to the documentation.

We look forward to working together on this fantastic project.

Many thanks,
Ronan

Ronan Ryan

Chief Investment Officer

+35315124800

ronan.ryan@applegreen.com

www.applegreen.com

Petrogas Group Limited, Block 17, Joyce Way, Park West Business Park, D12 F2V3, Ireland



From: Bosworth, Scott [sbosworth@MBTA.com]
Sent: 10/3/2024 3:57:39 PM
To: Bosworth, Scott [sbosworth@MBTA.com]; pfilippone@suffolk.com
Subject: Filippone/Bosworth Meet-up
Location: TEAMS
Start: 10/10/2024 9:00:00 AM
End: 10/10/2024 10:00:00 AM
Show Time As: Busy

Recurrence: (none)

Required Attendees: pfilippone@suffolk.com

Microsoft Teams [Need help?](#)

[Join the meeting now](#)

Meeting ID: 283 868 044 787

Passcode: tZXNDG

Dial in by phone

+1 929-352-1865, 126641011# United States, New York City

[Find a local number](#)

Phone conference ID: 126 641 011#

For organizers: [Meeting options](#) | [Reset dial-in PIN](#)

From: Lucey, Patrick [PLucey@suffolk.com]
Sent: 3/25/2025 3:38:48 PM
To: Lucey, Patrick [PLucey@suffolk.com]; Witheford, Geoff [GWitheford@suffolk.com]; Thomson, Ronald [RThomson@suffolk.com]; Bosworth, Scott [sbosworth@MBTA.com]
Subject: South Station Tour (Civic Action Project)
Location: Microsoft Teams Meeting
Start: 4/4/2025 2:30:00 PM
End: 4/4/2025 4:00:00 PM
Show Time As: Busy
Recurrence: (none)

Microsoft Teams [Need help?](#)

[Join the meeting now](#)

Meeting ID: 245 403 195 172

Passcode: RA2Tt9L9

Dial in by phone

[+1 857-327-8954,235604032#](#) United States, Boston

[Find a local number](#)

Phone conference ID: 235 604 032#

For organizers: [Meeting options](#) | [Reset dial-in PIN](#)



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From: Bosworth, Scott [sbosworth@MBTA.com]
Sent: 10/10/2024 6:31:11 PM
To: Filippone, Patricia [PFilippone@suffolk.com]; Bosworth, Scott [sbosworth@MBTA.com]
Subject: Meeting (ScheduledMeeting)/Thread Id: 19:meeting_NDFIYzI3MjktMTM2OS00MzI1LWEwZDQtODU4NzE2YzdhM2Vm@thread.v2/Communication Id: b9489890-4997-43ca-aa27-16e2ce8b3fa9/Filippone, Patricia, Bosworth, Scott
Start: 10/10/2024 8:59:32 AM
End: 10/10/2024 9:56:34 AM
Show Time As: Busy

Recurrence: (none)

Required Attendees: Filippone, Patricia; Bosworth, Scott

Start Time (UTC): 10/10/2024 12:59:32 PM
End Time (UTC): 10/10/2024 1:56:34 PM
Duration: 00:57:02.0582424

[10/10/2024 12:59:32 PM (UTC)] PFilippone@suffolk.com joined.
[10/10/2024 1:56:34 PM (UTC)] PFilippone@suffolk.com left.
[10/10/2024 1:01:45 PM (UTC)] sbosworth@MBTA.com joined.
[10/10/2024 1:56:34 PM (UTC)] sbosworth@MBTA.com left.

From: Lucey, Patrick [PLucey@suffolk.com]
Sent: 3/25/2025 3:38:37 PM
To: Witheford, Geoff [GWitheford@suffolk.com]; Thomson, Ronald [RThomson@suffolk.com]; Bosworth, Scott [sbosworth@MBTA.com]
Subject: South Station Tour (Civic Action Project)
Location: Microsoft Teams Meeting
Start: 4/4/2025 2:30:00 PM
End: 4/4/2025 4:00:00 PM
Show Time As: Tentative

Recurrence: (none)

Microsoft Teams [Need help?](#)

[Join the meeting now](#)

Meeting ID: 245 403 195 172

Passcode: RA2T9L9

Dial in by phone

+1 857-327-8954,,235604032# United States, Boston

[Find a local number](#)

Phone conference ID: 235 604 032#

For organizers: [Meeting options](#) | [Reset dial-in PIN](#)



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From: Filippone, Patricia [PFilippone@suffolk.com]
Sent: 10/9/2024 1:25:10 PM
To: Bosworth, Scott [sbosworth@MBTA.com]

Subject: Accepted: Filippone/Bosworth Meet-up
Location: TEAMS

Start: 10/10/2024 9:00:00 AM
End: 10/10/2024 10:00:00 AM
Show Time As: Busy

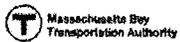
Recurrence: (none)

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From: Bosworth, Scott [/O=EXCHANGELABS/OU=EXCHANGE ADMINISTRATIVE GROUP (FYDIBOHF23SPDLT)/CN=RECIPIENTS/CN=7855E5ED477D4A9E8719C9A88E3C8488-2CFABF48-52]
Sent: 1/6/2025 3:33:44 PM
To: Lucey, Patrick [plucey@suffolk.com]
Subject:
Attachments: [REDACTED] MRI #1.pdf

Thank you very much, Pat!

Scott H. Bosworth
Chief Development Officer
857-270-1232





**RADIOLOGY
ASSOCIATES**
Port Orange

1195 DUNLAWTON AVENUE
PORT ORANGE, FL 32127
Phone #: (386)274-6000
Fax: (386)322-5330

Name: [REDACTED]
Patient ID: [REDACTED]
DOB: [REDACTED]
Acc #: [REDACTED]

Exam Date: [REDACTED]
Referrer: [REDACTED]
Exam Name: [REDACTED]

PROCEDURE(S): [REDACTED]

INDICATIONS: [REDACTED]

MEDICAL/SURGICAL HISTORY: [REDACTED]

COMPARISON: [REDACTED]

TECHNIQUE: [REDACTED]

FINDINGS:
[REDACTED]

[REDACTED]

CONCLUSION:
[REDACTED]

Report Electronically Signed by: [REDACTED]
Report Electronically Signed on: [REDACTED]

From: Bosworth, Scott [/O=EXCHANGELABS/OU=EXCHANGE ADMINISTRATIVE GROUP (FYDIBOHF23SPDLT)/CN=RECIPIENTS/CN=7855E5ED477D4A9EB719C9A88E3C8488-2CFABF48-52]
Sent: 10/7/2024 1:58:01 PM
To: pfilippone@suffolk.com
Subject: Filippone/Bosworth Meet-up
Location: Caffè Nero (560 Washington St, Boston, MA 02111, United States)
Start: 10/10/2024 9:00:00 AM
End: 10/10/2024 10:00:00 AM
Show Time As: Tentative

Required Attendees: pfilippone@suffolk.com

Microsoft Teams [Need help?](#)

[Join the meeting now](#)

Meeting ID: 283 868 044 787

Passcode: tZXNdG

Dial in by phone

[+1 929-352-1865, 126641011#](#) United States, New York City

[Find a local number](#)

Phone conference ID: 126 641 011#

For organizers: [Meeting options](#) | [Reset dial-in PIN](#)

From: Bosworth, Scott [/O=EXCHANGELABS/OU=EXCHANGE ADMINISTRATIVE GROUP (FYDIBOHF23SPDLT)/CN=RECIPIENTS/CN=7855E5ED477D4A9EB719C9A88E3C8488-2CFABF48-52]
Sent: 10/9/2024 1:21:11 PM
To: pfilippone@suffolk.com
Subject: Filippone/Bosworth Meet-up
Location: TEAMS
Start: 10/10/2024 9:00:00 AM
End: 10/10/2024 10:00:00 AM
Show Time As: Tentative

Required Attendees: pfilippone@suffolk.com

Microsoft Teams [Need help?](#)

[Join the meeting now](#)

Meeting ID: 283 868 044 787

Passcode: tZXNdG

Dial in by phone

[+1 929-352-1865, 126641011#](#) United States, New York City

[Find a local number](#)

Phone conference ID: 126 641 011#

For organizers: [Meeting options](#) | [Reset dial-in PIN](#)

From: Bosworth, Scott [/O=EXCHANGELABS/OU=EXCHANGE ADMINISTRATIVE GROUP (FYDIBOHF23SPDLT)/CN=RECIPIENTS/CN=7855E5ED477D4A9E8719C9A88E3C8488-2CFABF48-52]
Sent: 3/26/2025 10:08:33 AM
To: Lucey, Patrick [PLucey@suffolk.com]
Subject: Accepted: South Station Tour (Civic Action Project)
Location: Microsoft Teams Meeting
Start: 4/4/2025 2:30:00 PM
End: 4/4/2025 4:00:00 PM
Show Time As: Busy

From: Fish, John [jfish@suffolk.com]
Sent: 12/12/2024 6:35:39 AM
To: Bosworth, Scott (DOT) [Scott.Bosworth@dot.state.ma.us]
Subject: RE: [External] Re:

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Scott,

Thanks so much! I'll make the introduction via email now.

All the best,
John



John Fish
Chairman & CEO

D | +1 (617) 517 4210



suffolk.com



From: Bosworth, Scott (DOT) <Scott.Bosworth@dot.state.ma.us>
Sent: Wednesday, December 11, 2024 6:56 PM
To: Fish, John <jfish@suffolk.com>
Subject: [External] Re:

Sure thing!

Get [Outlook for iOS](#)

From: Fish, John <jfish@suffolk.com>
Sent: Wednesday, December 11, 2024 6:17:59 PM
To: Bosworth, Scott (DOT) <Scott.Bosworth@dot.state.ma.us>
Subject:

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Scott,

I apologize for the telephone tag. I was hoping I could put you in touch with Matt Thomas, the gentleman managing the Oyster Harbors matter, so that he could run a few questions by you. Would you be comfortable if I gave your contact information?

All the best,
John



John Fish
Chairman & CEO

D | +1 (617) 517 4210



suffolk.com



From: Fish, John [jfish@suffolk.com]
Sent: 12/11/2024 6:17:59 PM
To: Bosworth, Scott (DOT) [Scott.Bosworth@dot.state.ma.us]

CAUTION: This email originated from a sender outside of the Commonwealth of Massachusetts mail system. Do not click on links or open attachments unless you recognize the sender and know the content is safe.

Scott,

I apologize for the telephone tag. I was hoping I could put you in touch with Matt Thomas, the gentleman managing the Oyster Harbors matter, so that he could run a few questions by you. Would you be comfortable if I gave your contact information?

All the best,
John



John Fish
Chairman & CEO

D | +1 (617) 517 4210



suffolk.com



From: Lucey, Patrick [PLucey@suffolk.com]
Sent: 5/11/2025 2:37:47 PM
To: Bosworth, Scott (DOT) [Scott.Bosworth@dot.state.ma.us]
Subject: Re: TOD Draft Language
Attachments: MBTA public private labor lang for FY 2026 Budget 1 6 25.docx

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Scott -

Thank you for thinking of Suffolk here. I ran this by a dozen or so of my teammates and there are a few items that we would recommend clarifying before amending the language. Please see those mark-ups attached here in red.

Of course, very happy to discuss at your convenience anytime.

Happy Sunday.

Patrick Lucey
General Manager, Northeast

D | +1 (617) 517 4279
C | +1 (617) 308 9942
F | +1 (617) 989 3436



suffolk.com



From: Bosworth, Scott (DOT) <Scott.Bosworth@dot.state.ma.us>
Sent: Wednesday, April 30, 2025 11:56 AM
To: Lucey, Patrick <PLucey@suffolk.com>
Subject: [External] TOD Draft Language

Hi Pat! Good to talk with you. Thank you for your willingness to review our proposed Transit Oriented Development Language. Two documents are attached:

1.

The first document is the version of the TOD legislation that MassDOT and MBTA have proposed.

The second is the additional language that labor wants to include in the TOD legislation. My understanding is that labor sent their language to Rob Brunelle (Governors labor advisor) after reviewing the proposed TOD language. It's pulled from language in the statutes that apply to casinos and gaming licenses.

We would like to get some feedback on the proposed amended labor language from contractors and developers. My initial thought is the suggestions are reasonable but I am not as close to the action as you.

THANKS SO MUCH!
Scott

Scott H. Bosworth
Chief Development Officer
MassDOT/MBTA
857-270-1232

Proposed language for MBTA bid exemption

Section ---. No applicant shall be eligible to bid unless the applicant meets the following criteria and clearly states as part of an application that the applicant shall:

formulate for the MBTA approval and abide by an affirmative action program of equal opportunity whereby the applicant establishes specific goals for the utilization of minorities, women and veterans on construction jobs; provided, however, that such goals shall be equal to or greater than the goals contained in the executive office for administration and finance Administration Bulletin Number 14. *In furtherance of specific goals for the utilization of minorities, women and veterans on construction jobs, the awardee shall send to each labor union or representative of workers with which the applicant has a collective bargaining agreement or other contract or understanding, a notice advising the labor union or workers' representative of the applicant's commitments.* Suffolk Comments: This is good. It is very consistent with other agencies and their jobs requirements. I assume this would be a best faith effort versus strict criteria.

Section . In determining whether an applicant shall be awarded a project, the MBTA shall evaluate and issue a statement of findings of how each applicant proposes to advance the following objectives:

implementing a workforce development plan that: (i) incorporates an affirmative action program of equal opportunity by which the applicant guarantees to provide equal employment opportunities to all employees ; (ii) utilizes the existing labor force in the commonwealth; (iii) estimates the number of construction jobs the project will generate and provides for equal employment opportunities and which includes specific goals for the utilization of minorities, women and veterans on those construction jobs; Suffolk Comments: This is good.

whether the applicant has a contract with organized labor, and has the support of organized labor for its application, which specifies: whether the applicant has included detailed plans for assuring labor harmony during all phases of the construction, reconstruction, renovation, development and operation of the ~~gaming establishment~~; and provide to the MBT, on a quarterly basis, a detailed statistical report on the number, gender and race of individuals hired to perform labor as part of the construction of the project; Suffolk Comments: We assume the ability to negotiate the specifics of a PLA agreement with organized labor. It would be good to have the basics of the PLA criteria outlined in advance. For example, (i) full union versus 149A contract procurement (ii) Union construction versus union operation. There are specifics of the support of organized labor that

are important to outline from the outset.

The applicant shall agree to collect and annually provide to the MBTA a detailed statistical report on the total dollar amounts contracted with and actually paid to minority business enterprises, women business enterprises and veteran business enterprises. Suffolk Comments: This is good.

From: Bryan Gubbins [gubbinsbryan@gmail.com]
Sent: 10/2/2024 2:27:55 PM
To: Bosworth, Scott (DOT) [Scott.Bosworth@dot.state.ma.us]; Filippone, Patricia [pfilippone@suffolk.com]
Subject: Intro

CAUTION: This email originated from a sender outside of the Commonwealth of Massachusetts mail system. Do not click on links or open attachments unless you recognize the sender and know the content is safe.

Scott/Trish-

Wanted to make an intro. to you all as I know there will be a lot of mutual connections between you both.

Scott- Trish is heading up P3's at Suffolk Construction. Prior to that, she was Exec Director at UMass Building Authority.

I think you both will enjoy meeting each other and just wanted to make the connection.

Thanks Bryan

From: Filippone, Patricia [PFilippone@suffolk.com]
Sent: 10/2/2024 4:00:31 PM
To: Bosworth, Scott (DOT) [Scott.Bosworth@dot.state.ma.us]; Bryan Gubbins [gubbinsbryan@gmail.com]
Subject: RE: Intro

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Thanks Bryan!

Hi Scott,

It would be great to get together and share what we are working on. I'll be at the P3 Higher Ed Summit in DC early next week. Let me know some times that work for you and I would be happy to meet you near your offices.

Looking forward to it!

Best,
Trisha

Patricia Filippone
Vice President, Public Private Partnerships

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suffolk.com



From: Bosworth, Scott (DOT) <Scott.Bosworth@dot.state.ma.us>
Sent: Wednesday, October 2, 2024 3:54 PM
To: Bryan Gubbins <gubbinsbryan@gmail.com>; Filippone, Patricia <PFilippone@suffolk.com>
Subject: [External] Re: Intro

Thanks, Gubbs!

Hey Trish! Let me know if you have interest in getting together to share what each of us are working on and interested in.

Thanks!
Scott

Scott H. Bosworth

Chief Development Officer
MassDOT/MBTA
857-270-1232

From: Bryan Gubbins <gubbinsbryan@gmail.com>
Sent: Wednesday, October 2, 2024 2:27 PM
To: Bosworth, Scott (DOT) <Scott.Bosworth@dot.state.ma.us>; Filippone, Patricia <pfilippone@suffolk.com>
Subject: Intro

CAUTION: This email originated from a sender outside of the Commonwealth of Massachusetts mail system. Do not click on links or open attachments unless you recognize the sender and know the content is safe.

Scott/Trish-

Wanted to make an intro. to you all as I know there will be a lot of mutual connections between you both.

Scott- Trish is heading up P3's at Suffolk Construction. Prior to that, she was Exec Director at UMass Building Authority.

I think you both will enjoy meeting each other and just wanted to make the connection.

Thanks Bryan

From: Fish, John [jfish@suffolk.com]
Sent: 12/12/2024 6:42:20 AM
To: Bosworth, Scott (DOT) [Scott.Bosworth@dot.state.ma.us]; 'Matthew Thomas' [ohgatehouse@comcast.net]

CAUTION: This email originated from a sender outside of the Commonwealth of Massachusetts mail system. Do not click on links or open attachments unless you recognize the sender and know the content is safe.

Scott and Matt,

Good morning! As discussed, I am connecting the two of you via email on the Oyster Harbors matter. I will leave it to the two of you to take it from here.

Please let me know if I can be supportive in any way or provide further assistance. Thanks!

All the best,
John



John Fish
Chairman & CEO

D | +1 (617) 517 4210



suffolk.com



From: Lucey, Patrick [PLucey@suffolk.com]
Sent: 5/22/2025 12:38:36 PM
To: Bosworth, Scott (DOT) [Scott.Bosworth@dot.state.ma.us]
Subject: Kelmar - South Station
Attachments: South Station - Kelmar Product Data.pdf

CAUTION: This email originated from a sender outside of the Commonwealth of Massachusetts mail system. Do not click on links or open attachments unless you recognize the sender and know the content is safe.

Hey Scott - Attached is the product that we've recommended to your team at South Station. We had this product independently verified by a third party as well. Nothing for you to follow up on. Your team already has this information, but I just wanted to make sure you had it as well. Tx.

Patrick Lucey
General Manager, Northeast

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C | +1 (617) 308 9942
F | +1 (617) 989 3436



suffolk.com





COMPONENT DATA SHEET

Kelmar[®]
waterproofing systems

KELMAR[®] T.E.

Coal Tar Epoxy

Description

KELMAR[®] T.E. Epoxy is a two-component, coal tar based epoxy coating that provides a durable, chemical resistant surface. As part of the total KELMAR[®] T.E. System, the KELMAR[®] T.E. Epoxy/Sand Matrix provides solutions for the varied wear requirements within concrete structures, in areas subjected to vehicular or pedestrian traffic.

Typical Uses

- Parking garages
- Areas requiring abrasion resistance combined with waterproofing needs
- Loading docks

Features

- Can be used as a tough skid-resistant coating
- High abrasion resistance
- Resistant to automotive fluids and salts
- Extremely durable and seamless
- Stain resistant
- Variable thickness
- Easily recoated

Limitations

- Certain surfaces **MUST** be primed with KELMAR[®] MONOBOND prior to application
- Substrate and air temperature **MUST** be a minimum of 10°C (50°F) and a maximum of 32°C (90°F) during the entire application cycle
- Underlying surface **MUST** be dry and free of all substances detrimental to bonding

Theoretical Coverage

- 89 sq. ft. per gallon at 18 wet mils
- 70 sq. ft. per gallon at 23 wet mils
- Coverage will vary depending on aggregate size
- Mix ratio – 1 Part Resin : 1 Part Hardener

Physical Properties

- **Solids:** 95% approx.
- **Pot Life:** 20 Minutes @ 22°C (72°F)
- **Weight per Gallon:** 9.5 lb/gal @ 22°C (72°F)
- **Specific Gravity:** 1.14
- **Compressive Strength (ASTM C579):** 8000 psi (55.16Mpa)
- **Tensile Strength (ASTM C307):** 1600 psi (11Mpa)
- **Elongation at Break (ASTM D638):** 40%
- **Adhesion to Concrete (ASTM C321):** 583 psi (4.02Mpa)
- **Fade testing (ASTM G25):** No color change
- **Water Absorption (ASTM D570 Proc.A Cond.A):** 0.29% max. by mass
- **Sodium Chloride Solution (ASTM D570):** 0.13% max. by mass
- **Hardness (Durometer Shore D):** 69 min
- **Abrasion Resistance (ASTM C501):** 0.069g/1000cycles
- **Flexural Strength (ASTM C580):** 1500 psi (10.34Mpa)
- **Impact Strength (ASTM D2794):** 32 ft/lb (0.37m/kg)
- **Test for Surface Characteristics (ASTM E84):** Class 1 or A

NOTE: The above test results were performed in a temperature controlled laboratory setting

Safety Precautions

Please refer to product Safety Data Sheet

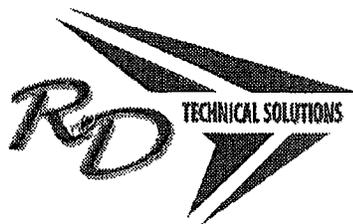
R&D Technical Solutions Ltd.

7000 Davand Drive, Mississauga, ON L5T 1J5 Canada Tel: 905.795.9900 Toll Free: 800.387.5703 Fax: 905.795.9912

www.kelmar.com

www.rdsolutions.ca

Revision Date: September 16, 2024



COMPONENT DATA SHEET

Kelmar[®]
waterproofing systems

KELMAR[®] 1910

Interior and Exterior Coating

Description

KELMAR[®] 1910 Coating is a single component, pigmented, water-based acrylic latex emulsion that is designed for use on concrete and asphalt surfaces. KELMAR[®] 1910 is intended as a top coat for the KELMAR[®] Traffic Deck Systems.

Typical Uses

- Topcoat for KELMAR[®] Systems
- Asphalt coating
- Exterior wall coating
- Breathable parking garage ceiling coating

Features

- Allows migration of moisture vapour from substrate
- Excellent UV resistance
- Weather resistant with excellent colour retention
- Re-coatable
- Heat reflective when applied over asphalt

Limitations

- Surface and air temperatures **MUST** be between 10°C (50°F) to 32°C (90°F) during installation and initial cure
- **Air/surface temperatures higher than 32°C (90°F) will decrease working time**
- NOT a waterproofing membrane
- When applied as topcoat over KELMAR[®] System, the surface **MUST** have reached initial cure

Application

- Concrete substrate must be clean, sound, dry and free from all contaminants detrimental to bond
- Apply by brush, roller or airless spray equipment
- Recommended thickness: 8-12 mils DFT (1-2 coats)
- Store material in a dry area 10°C to 27°C (50°F – 80°F)
- **DO NOT FREEZE**

Theoretical Coverage

- 200 sq. ft. per gallon at 8 wet mils
- 133 sq. ft. per gallon at 12 wet mils
- Coverage will vary depending on aggregate size and method of application

Physical Properties

Tensile Strength (ASTM D2370)	1130 psi
Gardner Scrubability (ASTM D2486)	No effect - 5000 cycles
Impact Resistance (MIL 3134-F)	No cracking on impact 2lb steel ball dropped from 8 ft.
Taber Abrasion Resistance	Average loss -5000cycles (CS10 wheels/500g load) 0.1600 g weight loss
UV Resistance (ASTM G-26)	No effect on color or film Integrity after 120 hour exposure
Adhesion to C.A. Board (Elcometer Method)	Average 200 psi
Hardness, Shore D (ASTM D2240)	71
Moisture Vapor Transmission (ASTM E-96 Proc. B)	8 perms, indication breathing type coating
VOC Content	82 g/L less water

NOTE: The above test results were performed in a temperature controlled laboratory setting

Safety Precautions

Please refer to product Safety Data Sheet

R&D Technical Solutions Ltd.

7000 Davand Drive, Mississauga, ON L5T 1J5 Canada Tel: 905.795.9900 Toll Free: 800.387.5703 Fax: 905.795.9912

www.kelmar.com

www.rdsolutions.ca

Revision Date: September 16, 2024

From: Bosworth, Scott (DOT) [Scott.Bosworth@dot.state.ma.us]
Sent: 10/2/2024 3:53:30 PM
To: Bryan Gubbins [gubbinsbryan@gmail.com]; Filippone, Patricia [pfilippone@suffolk.com]
Subject: Re: Intro

Thanks, Gubbs!

Hey Trish! Let me know if you have interest in getting together to share what each of us are working on and interested in.

Thanks!
Scott

Scott H. Bosworth
Chief Development Officer
MassDOT/MBTA
857-270-1232

From: Bryan Gubbins <gubbinsbryan@gmail.com>
Sent: Wednesday, October 2, 2024 2:27 PM
To: Bosworth, Scott (DOT) <Scott.Bosworth@dot.state.ma.us>; Filippone, Patricia <pfilippone@suffolk.com>
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Scott/Trish-

Wanted to make an intro. to you all as I know there will be a lot of mutual connections between you both.

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I think you both will enjoy meeting each other and just wanted to make the connection.

Thanks Bryan

From: Bosworth, Scott (DOT) [Scott.Bosworth@dot.state.ma.us]
Sent: 12/11/2024 6:56:22 PM
To: Fish, John [jfish@suffolk.com]
Subject: Re:

Sure thing!

Get [Outlook for iOS](#)

From: Fish, John <jfish@suffolk.com>
Sent: Wednesday, December 11, 2024 6:17:59 PM
To: Bosworth, Scott (DOT) <Scott.Bosworth@dot.state.ma.us>
Subject:

CAUTION: This email originated from a sender outside of the Commonwealth of Massachusetts mail system. Do not click on links or open attachments unless you recognize the sender and know the content is safe.

Scott,

I apologize for the telephone tag. I was hoping I could put you in touch with Matt Thomas, the gentleman managing the Oyster Harbors matter, so that he could run a few questions by you. Would you be comfortable if I gave your contact information?

All the best,
John


John Fish
Chairman & CEO

D | +1 (617) 517 4210



suffolk.com



From: Bosworth, Scott (DOT) [Scott.Bosworth@dot.state.ma.us]
Sent: 4/30/2025 11:56:49 AM
To: Plucey@suffolk.com
Subject: TOD Draft Language
Attachments: MassDOT-MBTA TOD - March Supp Proposal.docx; MBTA public private labor lang for FY 2026 Budget 1 6 25.docx

Hi Pat! Good to talk with you. Thank you for your willingness to review our proposed Transit Oriented Development Language. Two documents are attached:

1.

The first document is the version of the TOD legislation that MassDOT and MBTA have proposed.

The second is the additional language that labor wants to include in the TOD legislation. My understanding is that labor sent their language to Rob Brunelle (Governors labor advisor) after reviewing the proposed TOD language. It's pulled from language in the statutes that apply to casinos and gaming licenses.

We would like to get some feedback on the proposed amended labor language from contractors and developers. My initial thought is the suggestions are reasonable but I am not as close to the action as you.

THANKS SO MUCH!
Scott

Scott H. Bosworth
Chief Development Officer
MassDOT/MBTA
857-270-1232

Transit Oriented Development

Summary and Justification: Expands opportunities to create residential units, produce commercial space, and generate non-fare revenue by consolidating procurement requirements for MassDOT- or MBTA-sponsored Transit Oriented Development (TOD) projects.

The proposed legislation is intended to clarify the procurement process for MassDOT- or MBTA-sponsored TOD projects promoting affordable housing and other private development opportunities, such as those planned in the cities of Lynn and Quincy, that may include related improvements to public infrastructure (stations, bus shelters, parking areas, garages, etc.).

Why needed:

- Creates efficiency in the procurement process, encouraging private investment in public sector assets.
 - o Currently MassDOT/MBTA either procures public aspects of a project separately and pay for with public funds or loses potential revenue by having to require the developer to conduct a separate procurement pursuant to public bidding requirements.
- Establishes a single procurement for a lease, sale, or other concession pursuant to which the awarded contractor can in turn develop the project without second public bidding process.
- Establishes labor harmony and competitive procurement provisions (subsections c(ii)(a)-(d) below) to incentivize labor harmony on private development that would otherwise be left entirely to private developers to determine.

How is MassDOT/MBTA hurt by not having this:

- Currently two step process that extends the time it takes to accomplish projects.
- Current process does not maximize private investment in the public aspects of development leases, etc., because it requires a separate public bidding process for any public components of the project.
- Only current mechanism to encourage labor harmony is a requirement in an RFP.
 - o This provision makes it more likely the MBTA will get more bidders, therefore better projects. If we just include the language in the RFPs without the carrot of easier procurement, there would be fewer bidders.

Previous Legislative Vehicle: Was originally proposed in the Governor's Affordable Housing Act (2024), but did not make the final law.

Legislative Language:

MBTA Draft Language:

SECTION XX. Section 5 of said chapter 161A is hereby amended by striking subsection (c)(i) in its entirety and inserting in its place the following:-

(c)(i) Any concession or lease of property for a term of more than one year or development agreement shall be awarded to the highest responsible and eligible bidder therefore unless the authority shall find that sound reasons in the public interest require otherwise. (ii) Any development agreement, concession, or lease of property for a use that centers around or is located within walking distance of public transit may include the right to alter or construct public works or public buildings provided that (a) the authority determines, in its sole discretion, that the public works and public buildings are a necessary component of the project, (b) the agreement, concession, or lease is awarded on the basis of competitive bids or proposals submitted in response to a publicly advertised invitation to bid or request for proposals, (c) the invitation to bid or request for proposals requires the bidder or proposer to specify the means and methods they intend to use to secure the design, planning, and construction of the public works or public buildings, and the procurement selection criteria require the authority to rank or weigh the bidder or proposer's response in awarding the agreement, concession, or lease, and (d) the invitation to bid or request for proposals requires the bidder or proposer to include detailed plans for assuring labor harmony during all phases of the construction, reconstruction, renovation, development and operation of the public works or public building. Notwithstanding any special or general law to the contrary, compliance with this subsection shall satisfy all public bidding requirements for the procurement of planning, design, and construction of the public works or public buildings. (iii) Any property which is the subject of a lease or development agreement pursuant to clause (i) shall not be subject to paragraph (o).

MBTA Redline:

(c)(i) Any concession or lease of property for a term of more than one year or development agreement shall be awarded to the highest responsible and eligible bidder therefor unless the authority shall find that sound reasons in the public interest require otherwise. (ii) Any development agreement, concession, or lease of property for a use that centers around or is located within walking distance of public transit may include the right to alter or construct public works or public buildings provided that (a) the authority determines, in its sole discretion, that the public works and public buildings are a necessary component of the project, (b) the agreement, concession, or lease is awarded on the basis of competitive bids or proposals

submitted in response to a publicly advertised invitation to bid or request for proposals, (c) the invitation to bid or request for proposals requires the bidder or proposer to specify the means and methods they intend to use to secure the design, planning, and construction of the public works or public buildings, and the procurement selection criteria require the authority to rank or weigh the bidder or proposer's response in awarding the agreement, concession, or lease, and (d) the invitation to bid or request for proposals requires the bidder or proposer to include detailed plans for assuring labor harmony during all phases of the construction, reconstruction, renovation, development and operation of the public works or public building. Notwithstanding any special or general law to the contrary, compliance with this subsection shall satisfy all public bidding requirements for the procurement of planning, design, and construction of the public works or public buildings. (iii) Any property which is the subject of a lease or development agreement pursuant to clause (i) shall not be subject to paragraph (o).

MassDOT Draft language:

SECTION XX. Section 20 of chapter 6C of the General Laws, as appearing in the 2020 Official Edition, is hereby amended by inserting after the second paragraph the following paragraph:-

Any agreement related to any sale or lease of property may require that a developer construct, design, build, finance, operate, or maintain, or any combination thereof, transportation facilities in the state highway system, including land and air rights or any related facility or component thereof controlled by the department. Any development agreement, concession, or lease of property for a use that centers around or is located within walking distance of public transit may include the right to alter or construct public works or public buildings provided that (a) the department determines, in its sole discretion, that the public works and public buildings are a necessary component of the project, (b) the agreement, concession, or lease is awarded on the basis of competitive bids or proposals submitted in response to a publicly advertised invitation to bid or request for proposals, (c) the invitation to bid or request for proposals requires the bidder or proposer to specify the means and methods they intend to use to secure the design, planning, and construction of the public works or public buildings, and the procurement selection criteria require the department to rank or weigh the bidder or proposer's response in awarding the agreement, concession, or lease, and (d) the invitation to bid or request for proposals requires the bidder or proposer to include detailed plans for assuring labor harmony during all phases of the construction, reconstruction, renovation, development and operation of the public works or public building. Notwithstanding any special or general law to the contrary, compliance with this subsection shall satisfy all public bidding requirements for

the procurement of planning, design, and construction of the public works or public buildings. Notwithstanding any special or general law to the contrary, an agreement entered into pursuant to this subsection satisfies all public bidding requirements for the procurement of architectural and engineering services, related professional services, and construction services for said development.

SECTION XX. Section 46 of said chapter 6C, as appearing in the 2018 Official Edition, is hereby amended by inserting after the first paragraph the following paragraph:-

Any agreement related to any lease of property may require that a developer construct, design, build, finance, operate, or maintain, or any combination thereof, transportation facilities in the state highway system including land and air rights or any related facility or component thereof controlled by the department. Any development agreement, concession, or lease of property for a use that centers around or is located within walking distance of public transit may include the right to alter or construct public works or public buildings provided that (a) the department determines, in its sole discretion, that the public works and public buildings are a necessary component of the project, (b) the agreement, concession, or lease is awarded on the basis of competitive bids or proposals submitted in response to a publicly advertised invitation to bid or request for proposals, (c) the invitation to bid or request for proposals requires the bidder or proposer to specify the means and methods they intend to use to secure the design, planning, and construction of the public works or public buildings, and the procurement selection criteria require the department to rank or weigh the bidder or proposer's response in awarding the agreement, concession, or lease, and (d) the invitation to bid or request for proposals requires the bidder or proposer to include detailed plans for assuring labor harmony during all phases of the construction, reconstruction, renovation, development and operation of the public works or public building. Notwithstanding any special or general law to the contrary, compliance with this subsection shall satisfy all public bidding requirements for the procurement of planning, design, and construction of the public works or public buildings. Notwithstanding any special or general law to the contrary, an agreement entered into pursuant to this subsection satisfies all public bidding requirements for the procurement of architectural and engineering services, related professional services, and construction services for said development.

Proposed language for MBTA bid exemption

Section ---. No applicant shall be eligible to bid unless the applicant meets the following criteria and clearly states as part of an application that the applicant shall:

formulate for the MBTA approval and abide by an affirmative action program of equal opportunity whereby the applicant establishes specific goals for the utilization of minorities, women and veterans on construction jobs; provided, however, that such goals shall be equal to or greater than the goals contained in the executive office for administration and finance Administration Bulletin Number 14. In furtherance of specific goals for the utilization of minorities, women and veterans on construction jobs, the awardee shall send to each labor union or representative of workers with which the applicant has a collective bargaining agreement or other contract or understanding, a notice advising the labor union or workers' representative of the applicant's commitments.

Section . In determining whether an applicant shall be awarded a project, the MBTA shall evaluate and issue a statement of findings of how each applicant proposes to advance the following objectives:

implementing a workforce development plan that: (i) incorporates an affirmative action program of equal opportunity by which the applicant guarantees to provide equal employment opportunities to all employees ; (ii) utilizes the existing labor force in the commonwealth; (iii) estimates the number of construction jobs the project will generate and provides for equal employment opportunities and which includes specific goals for the utilization of minorities, women and veterans on those construction jobs;

whether the applicant has a contract with organized labor, and has the support of organized labor for its application, which specifies: whether the applicant has included detailed plans for assuring labor harmony during all phases of the construction, reconstruction, renovation, development and operation of the gaming establishment; and provide to the MBT, on a quarterly basis, a detailed statistical report on the number, gender and race of individuals hired to perform labor as part of the construction of the project;

The applicant shall agree to collect and annually provide to the MBTA a detailed statistical report on the total dollar amounts contracted with and actually paid to minority business enterprises, women business enterprises and veteran business enterprises.

EXHIBIT C

REQUEST P001333-062325 ("SECOND REQUEST")

SECOND REQUEST BY GLOBAL UNDER PUBLIC RECORDS LAW

From: [MassDOT Records Center](#)
To: [Michael Lewis](#)
Subject: Public Records Request (MassDOT) :: P001333-062325
Date: Monday, June 23, 2025 4:22:09 PM

This message originated from outside of Global Partners - Please use caution before opening attachments or clicking on links.

Dear Attorney Lewis,

Your public records request (see below) has been automatically entered, and assigned our Reference Number **P001333-062325** for tracking purposes. Please note that your request is deemed received on the first business day after it has been entered in accordance with the Massachusetts Public Records Law; this is an automated response and does not mean it has been viewed by our department if received outside of non-business hours.

1. A copy of the entire presentation delivered by Scott Bosworth, MBTA Chief of Transit Orientated Development and Innovative Delivery, to the MassDOT Board of Directors on June 18, 2025, including all slides and the entire appendix. 2. Copies of all written communications, including, without limitation, letters, electronic mail, and text messages, between MassDOT board members, on the one hand, and Scott Bosworth, on the other hand, regarding (1) the Proposal submitted by Applegreen MA Investments LLC ("Applegreen's Proposal"); and (2) the Proposal submitted by Global Partners LLC ("Global's Proposal"). 3. Copies of all written communications, including, without limitation, letters, electronic mail, and text messages, between MassDOT board members, on the one hand, and RFP Selection Committee members (excluding Scott Bosworth), on the other hand, regarding (1) Applegreen's Proposal; and (2) Global's Proposal.

You can monitor the progress of your request at the link below, and will receive an email when your request has been completed, or requires any clarification and/or modification.

Thank you for using the [Massachusetts Department of Transportation's Public Records Request Center](#).



EXHIBIT D

REQUEST P001502-071652 ("THIRD REQUEST")

THIRD REQUEST BY GLOBAL UNDER PUBLIC RECORDS LAW

From: [MassDOT Records Center](#)
To: [Michael Lewis](#)
Subject: Public Records Request (MassDOT) :: P001502-071625
Date: Wednesday, July 16, 2025 5:19:05 PM

This message originated from outside of Global Partners - Please use caution before opening attachments or clicking on links.

Dear Attorney Lewis,

Your public records request (see below) has been automatically entered, and assigned our Reference Number **P001502-071625** for tracking purposes. Please note that your request is deemed received on the first business day after it has been entered in accordance with the Massachusetts Public Records Law; this is an automated response and does not mean it has been viewed by our department if received outside of non-business hours.

1. Copies of KPMG's review, analysis and comparison of (i) the Proposal submitted by Applegreen MA Investments LLC; and (ii) the Proposal submitted by Global Parters LLC, including any adjustments made by KPMG (the "KPMG Review"). 2. Copies of all emails and text messages (i) to and/or from any selection committee members, including Scott Bosworth; and (ii) to and/or any MassDOT Board members, concerning the KPMG Review. Please note that the KPMG Review was discussed by Scott Bosworth during the MassDOT Board meeting on June 18, 2025.

You can monitor the progress of your request at the link below, and will receive an email when your request has been completed, or requires any clarification and/or modification.

Thank you for using the [Massachusetts Department of Transportation's Public Records Request Center](#).



EXHIBIT E

REQUEST P001559-072125 ("FOURTH REQUEST")

FOURTH REQUEST BY GLOBAL UNDER PUBLIC RECORDS LAW

From: [MassDOT Records Center](#)
To: [Michael Lewis](#)
Subject: Public Records Request (MassDOT) :: P001559-072125
Date: Monday, July 21, 2025 3:27:05 PM

This message originated from outside of Global Partners - Please use caution before opening attachments or clicking on links.

Dear Attorney Lewis,

Your public records request (see below) has been automatically entered, and assigned our Reference Number **P001559-072125** for tracking purposes. Please note that your request is deemed received on the first business day after it has been entered in accordance with the Massachusetts Public Records Law; this is an automated response and does not mean it has been viewed by our department if received outside of non-business hours.

1. Recordings of all oral interviews between (i) MassDOT and Global Partners LP and (ii) MassDOT and Applegreen. 2. Copies of all emails and text messages, including on any messaging apps, such as Signal, Telegram and WhatsApp, between Scott Bosworth, MassDOT Chief Development Officer, and any employee or officer of Applegreen, including, but not limited to Bob Etchingham, Co-Founder and Executive Chairman and Ronan Ryan, Chief Investments Officer (collectively, the "Applegreen Representatives"). 3. Copies of all emails and text messages, including on any messaging apps, such as Signal, Telegram and WhatsApp, between Scott Bosworth and any employee or officer of Blackstone, including, but not limited to Sebastien Sherman, Senior Managing Director, Infrastructure Group (collectively, the Blackstone Representatives"). 4. Copies of all emails and text messages, including on any messaging apps, such as Signal, Telegram and WhatsApp, between Scott Bosworth and any employee or officer of Suffolk Construction (collectively, the Suffolk Construction Representatives"). 5. Copies of all emails and text messages, including on any messaging apps, such as Signal, Telegram and WhatsApp, between Scott Bosworth and any employee or officer of Upland Architects, Inc. (the "Upland Architect Representatives") 6. Recordings of all voicemail messages contained on Scott Bosworth's work phone and work cell phone from any Applegreen Representatives, Blackstone Representatives, Suffolk Construction Representatives and/or the Upland Architect Representatives. 7. Copies of all calendar appointments between Scott Bosworth and any Applegreen Representatives, Blackstone Representatives, Suffolk Construction Representatives and/or the Upland Architect Representatives.

You can monitor the progress of your request at the link below, and will receive an email when your request has been completed, or requires any clarification and/or modification.

Thank you for using the [Massachusetts Department of Transportation's Public Records Request Center](#).

