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EXHIBIT A

The Commonwealth of Massachusetts, William Francis Galvin Corporations Division

One Ashburton Place - Floor 17, Boston MA 02108-1512 | Phone: 617-727-9640

Annual Report

(General Laws, Chapter 180)

Filing Fee: \$15.00

Identification Number: 001403878

Filing for November 1, 2024

In compliance with the requirements of Section 26A of Chapter one hundred and eighty (180) of the General Laws:

1. Exact name of the corporation:
THE MALDEN COMMUNITY FUND COMMITTEE INC

2. Location of its principal office:
Number and street: 1410 EASTERN AVENUE
Address 2:
City or town: MALDEN State: MA Zip code: 02148

3. Date of the last annual meeting:
August 30, 2024

4. State the names and street addresses of all officers, including all the directors of the corporation,

Title	Individual Name	Address	Term expires
PRESIDENT	MARIA LUISE	1410 EASTERN AVE. MALDEN, MA 02148 USA	
TREASURER	DEBORAH BURKE	15 AUTUMN LANE READING, MA 01867 USA	
CLERK	RON HOGAN	5 CEDAR MILL RD SAUGUS, MA 01906 USA	
DIRECTOR	DEBORAH BURKE	15 AUTUMN LANE READING, MA 01867 USA	
DIRECTOR	RON HOGAN	5 CEDAR MILL RD SAUGUS, MA 01906 USA	
DIRECTOR	MARIA LUISE	1410 EASTERN AVE. MALDEN, MA	

02148 USA

5. Check if the corporation is a cemetery corporation that does NOT hold perpetual care funds in trust. If the corporation is a cemetery corporation that holds perpetual care funds in trust, a copy of the written instrument establishing the trust and any amendments thereto must be attached, and the annual report must be filed by facsimile, mail or in person.

Signed by MARIA LUISE , its PRESIDENT

on this 4 Day of November, 2024

The Commonwealth of Massachusetts
William Francis Galvin
Secretary of the Commonwealth
One Ashburton Place, Room 1717, Boston, Massachusetts 02108-1512

WFG
Examiner

WFG
Name
Approved

ARTICLES OF ORGANIZATION
(General Laws, Chapter 180)

ARTICLE I

The exact name of the corporation is:

The Malden Community Fund Committee, Inc.

ARTICLE II

The purpose of the corporation is to engage in the following activities:

The corporation is organized exclusively for charitable purposes including to financially assist, aid and support non-profit organizations and other programming based in the City of Malden by administering funds received through the Surrounding Community Agreement between the City of Malden and Encore Boston and/or funds received from any other individual, entity, or organization, whether public or private, nonprofit or for profit. The corporation shall award said funds to qualified organizations through an application process and develop criteria with the goal of enriching the community across a range of interests, including but not limited to social justice, health and well-being, educational programming, arts and culture.

The further purpose of the organization is to engage in the activities as described in Article II in the Attachment to the Articles of Incorporation that is attached hereto.

- C
- P
- M
- R.A.

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P.C.

Note: If the space provided under any article or item on this form is insufficient, additions shall be set forth on one side only of separate 8 1/2 x 11 sheets of paper with a left margin of at least 1 inch. Additions to more than one article may be made on a single sheet so long as each article requiring each addition is clearly indicated.

ARTICLE III

A corporation may have one or more classes of members. If it does, the designation of such classes, the manner of election or appointments, the duration of membership and the qualification and rights, including voting rights, of the members of each class, may be set forth in the by-laws of the corporation or may be set forth below:

There are no classes of members.

ARTICLE IV

**Other lawful provisions, if any, for the conduct and regulation of the business and affairs of the corporation, for its voluntary dissolution, or for limiting, defining, or regulating the powers of the corporation, or of its directors or members, or of any class of members, are as follows:

See Article IV in Attachment to Articles of Incorporation

ARTICLE V

The by-laws of the corporation have been duly adopted and the initial directors, president, treasurer and clerk or other presiding, financial or recording officers, whose names are set out on the following page, have been duly elected.

***If there are no provisions, state "None".*

Note: The preceding four (4) articles are considered to be permanent and may only be changed by filing appropriate Articles of Amendment.

The Commonwealth of Massachusetts

William Francis Galvin

Secretary of the Commonwealth

One Ashburton Place, Boston, Massachusetts 02108-1512

Attachment Sheet

ARTICLE II

The purpose of the organization also includes the following:

1. To do and perform every other act and carry on every other business whatsoever, as may be convenient or proper for the accomplishment of the foregoing purposes, including, without limitation, the power to hold, contract for, purchase, own, use, manage, operate, lease, improve, mortgage, sell borrow, take by grant, gift or devise, dispose of or otherwise deal with real estate, personal property, personal services and goods of every name and nature.
2. To sell, exchange, convey, mortgage, lease, transfer, endorse or dispose of any of the corporation ' s property, whether real or personal, as may be convenient or required to accomplish the charitable purpose of the corporation.
3. To solicit and receive contributions of time and/or money and any and every type of property, real or personal, or mixed, from any and all sources and may receive and hold, in trust or otherwise, funds received by gift or bequest.
4. To further do any and all other purposes limited to and consistent with those allowed by M.G.L.c. 180, §4 and with the purpose enumerated in 501(c)(3) of the Internal revenue Code as amended from time to time.

ARTICLE IV

Other provisions:

1. Business of the corporation shall be conducted only in duly-constituted meetings of the Board of Directors as provided by the by-laws.
2. The corporation is organized exclusively for one or more of the purposes as specified in Section 501(c)(3) of the Internal Revenue Code of 1986, and shall not carry on any activities not permitted to be carried on by (a) an organization exempt from Federal Income tax under IRC 501(c)(3) or corresponding provisions of any subsequent law, or (b) an organization, contributions to which are deductible under Section 170 (c)(2) of the Internal Revenue Code, or corresponding provisions of any subsequent law.
3. No substantial part of the activities of the corporation shall be carrying on propaganda, or otherwise attempting to influence legislation (except as otherwise provided by IRC 501 (h)) or participating in or intervening in (including the publication or distribution of statements) any political campaign on behalf of, or in opposition to, any candidates for public office.
4. The assets and income of the corporation shall not be distributable to, or benefit any of its members, trustees, directors, officers, or any private individuals (except that nothing contained herein, however, shall be deemed to prohibit payment of reasonable compensation to employees and/or independent contractors for services rendered to or for the organization). No member, trustee, director or officer of the corporation or any private individual shall be entitled to share in the distribution of any of the organization ' s assets on dissolution of the organization.
5. Except as otherwise may be required or permitted by law, the corporation may at any time authorize a petition for its dissolution pursuant to M.G.L.c. 180, §11A, by an affirmative vote of a majority of the directors of the organization then in office, provided, however, that in the event of dissolution, all the remaining assets and property of the organization shall, after payment of all the necessary expenses thereof, be distributed to a charitable organization in the City of Malden, as designated by a recommendation of the Board. The organization so designated shall qualify under Section 501(c)(3) of the Internal Revenue Code 1986, or corresponding provisions of any subsequent Federal tax laws, or to the Federal government or State or local governments for a public purpose, subject to the approval of a Justice of the Supreme Court of the State of Massachusetts.
6. In any year in which the organization is a private foundation as described in Section 509(a), the organization shall distribute its income for said period in such time and manner as not to subject it to tax under IRC Section 4942, and the organization shall not: (a) engage in any act of self-dealing as defined in IRC Section 4941(d); (b) retain an excess business holdings as defined in IRC Section 4943(c); (c) make any investments in such a manner as to subject the organization to tax under IRC Section 4944; or (d) make any taxable expenditures as defined in IRC Section 4945 (d) or corresponding provisions of any subsequent Federal tax laws.
7. The personal liability of officers and directors of the corporation for monetary damages for breach of fiduciary duty as officer or director shall be eliminated or limited to the maximum extent as allowed by M.G.L.c. 180, as amended.

ARTICLE VI

The effective date of organization of the corporation shall be the date approved and filed by the Secretary of the Commonwealth. If a *later* effective date is desired, specify such date which shall not be more than *thirty days* after the date of filing.

ARTICLE VII

The information contained in Article VII is not a permanent part of the Articles of Organization.

a. The street address (post office boxes are not acceptable) of the principal office of the corporation *in Massachusetts* is:

110 Pleasant Street, Malden, MA 02148

b. The name, residential address and post office address of each director and officer of the corporation is as follows:

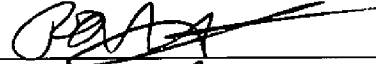
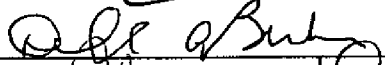

	NAME	RESIDENTIAL ADDRESS	POST OFFICE ADDRESS
President:	Maria Luise	1410 Eastern Avenue, Malden, MA	
Treasurer:	Deborah Burke	15 Autumn Lane, Reading, MA	
Clerk:	Ron Hogan	5 Cider Mill Road, Saugus, MA	
Directors: (or officers having the powers of directors)	Ron Hogan	5 Cider Mill Road, Saugus, MA	
	Deborah Burke	15 Autumn Lane, Reading, MA	
	Maria Luise	1410 Eastern Avenue, Malden, MA	

c. The fiscal year of the corporation shall end on the last day of the month of: June

d. The name and business address of the resident agent, if any, of the corporation is:

I/We, the below signed incorporator(s), do hereby certify under the pains and penalties of perjury that I/we have not been convicted of any crimes relating to alcohol or gaming within the past ten years. I/We do hereby further certify that to the best of my/our knowledge the above-named officers have not been similarly convicted. If so convicted, explain.

IN WITNESS WHEREOF AND UNDER THE PAINS AND PENALTIES OF PERJURY, I/we, whose signature(s) appear below as incorporator(s) and whose name(s) and business or residential address(es) are clearly typed or printed beneath each signature, do hereby associate with the intention of forming this corporation under the provisions of General Laws, Chapter 180 and do hereby sign these Articles of Organization as incorporator(s) this 17 day of September, 2019.

Ron Hogan	5 Cider Mill Road, Saugus, MA	
Deborah Burke	15 Autumn Lane, Reading, MA	
Maria Luise	1410 Eastern Avenue, Malden, MA 02148	

Note: If an existing corporation is acting as incorporator, type in the exact name of the corporation, the state or other jurisdiction where it was incorporated, the name of the person signing on behalf of said corporation and the title he/she holds or other authority by which such action is taken.

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THE COMMONWEALTH OF MASSACHUSETTS

ARTICLES OF ORGANIZATION

(General Laws, Chapter 180)

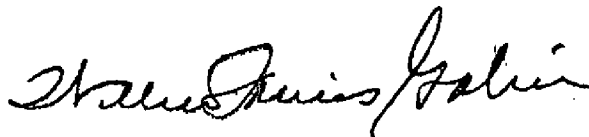
SECRETARY OF THE
COMMONWEALTH

2019 SEP 25 AM 11:22

CORPORATIONS DIVISION

I hereby certify that, upon examination of these Articles of Organization, duly submitted to me, it appears that the provisions of the General Laws relative to the organization of corporations have been complied with, and I hereby approve said articles; and the filing fee in the amount of \$ 35 having been paid, said articles are deemed to have been filed with me this 25 day of September 20 19.

Effective date: _____



WILLIAM FRANCIS GALVIN

Secretary of the Commonwealth

1337156 257155

TO BE FILLED IN BY CORPORATION

Contact information:

Maria Luise

1410 Eastern Avenue

Malden, MA 02148

Telephone: 781-640-1320

Email: maluise@boslaw.net

Upon filing, a copy of this filing will be available at www.sec.state.ma.us/cor. If the document is rejected, a copy of the rejection sheet and rejected document will be available in the rejected queue.

EXHIBIT B

SURROUNDING COMMUNITY AGREEMENT

By and Between the City of Malden, Massachusetts and Wynn MA, LLC

This Surrounding Community Agreement (this "Agreement") is made and entered into as of November 12, 2013 (the "Effective Date"), by and between the City of Malden, Massachusetts ("Malden"), a municipal corporation organized under the laws of the Commonwealth of Massachusetts, with principal offices located at 200 Pleasant Street, Malden, Massachusetts, County of Middlesex, acting by and through its Mayor with approval of the Malden City Council as required under M.G.L. c. 23K, Chapter 194 of the Acts of 2011, and the Malden City Charter, and Wynn, MA LLC, a subsidiary of Wynn Resorts, Limited ("Wynn"), duly organized under the laws of the State of Nevada, with principal address and offices located at 3131 Las Vegas Boulevard South, Las Vegas, Nevada 89109. Hereafter, the parties may also be collectively referred to as the "Parties".

GENERAL RECITALS

Pursuant to Chapter 194 of the Acts and Resolves of 2011, and Commonwealth of Massachusetts General Laws Chapter 23K, the Massachusetts Gaming Act (the "Act"), Wynn plans to apply to the Massachusetts Gaming Commission (the "Commission") for a Category 1 gaming license to develop a luxury hotel and destination resort on the site (the "Project Site") depicted in Exhibit A in Everett, Massachusetts (the "Project");

And whereas, Malden shares a border with the City of Everett, Massachusetts, and may be impacted by the development of the Project, and the Act and regulations relating thereto, including 205 CMR 125.00 *et seq.*, permit Wynn to enter surrounding community agreements to address surrounding community impact as well as demonstrate advancement of the Act and public support for its proposed development;

And whereas, Malden believes that the Project will bring economic development to Malden, create new jobs for Malden residents and new sources of revenue for the Malden business community, and as such, Malden desires to enter into this Agreement with Wynn to address the anticipated impact on Malden businesses, residents, infrastructure, public safety, transportation and roadway needs;

And whereas Wynn desires to mitigate any adverse impacts from the development and operation of the Project through the means described herein in accordance with the Act, and Malden desires to mitigate any anticipated adverse impacts from the development and operation of the Project through the means described herein, and to work proactively with Wynn to capitalize on the unique nature of Malden's community resources;

Accordingly, in consideration of the terms and conditions set forth herein and to effectuate the purposes set forth above the Parties enter this Agreement and hereby agree to be bound by the terms and conditions set forth herein.

TERMS AND CONDITIONS

1. Malden as a Transportation Hub

1.1. The Parties recognize and agree that the City of Malden is uniquely situated to play an important role as a "transportation hub" for the Project. This shall include but not be limited to:

- To facilitate public transportation to the Project, the Parties shall identify a specific portion of the Malden Center MBTA station and/or surrounding area to be used exclusively for Wynn shuttles serving Wynn guests, invitees, employees and/or vendors of the Project arriving to the area via public transportation including buses, trains, water services, or commuter rail services.
- The Parties will explore the use of covered parking facilities within the City of Malden to provide additional off-site parking for Wynn employees and/or vendors who would utilize Wynn shuttles to and from the Project. The specifics of such an agreement, if one can be reached, shall be contained in a separate document outlining the terms of such agreement in its entirety.
- The Parties shall work together to promote Malden as a "transportation hub" for Wynn guests, invitees, employees and/or vendors while also providing said individuals with a positive impression of Malden. The foregoing will be accomplished through mutually agreed upon promotional materials and improvements (including, without limitation, safety upgrades, improved lighting, fixtures, signage and beautification efforts) to the Malden Center MBTA station and surrounding area.
- In addition, the Parties will work with Malden's business community to promote and support businesses so that they may benefit from and effectuate the use of Malden as a "transportation hub," as contemplated herein.

1.2. In recognition of the above, and contingent upon the receipt by Wynn of an unconditional, non-appealable award by the Massachusetts Gaming Commission of a Category I license for the Project (the "License"), Wynn has agreed to pay to the City of Malden the following amounts (collectively, the "Transportation Hub Payment"):

1.2.A. A one time, upfront, non-refundable payment of Five Hundred Thousand Dollars (\$500,000.00), which amount shall be due upon the date that the License is awarded.

1.2.B. An annual payment of Three Hundred Twenty Five Thousand Dollars (\$325,000.00), which amount shall be due on or before the ninetieth (90th) day following the opening of the Project to the general public and on each annual anniversary thereof. The annual payment shall continue for as long as Wynn, or any parent, subsidiary or related entity, owns, controls or operates a commercial gaming facility at the Project Site and shall increase by two and one-half percent (2.5%) per annum, with an additional adjustment on the fifth (5th) annual payment. See Appendix A for payment detail summary.

1.2.C. An annual payment of One Hundred Thousand Dollars (\$100,000), which amount shall be due on or before the ninetieth (90th) day following the opening of the Project to the general public and on each annual anniversary thereof. This annual payment shall continue for as long as Wynn, or any parent, subsidiary or related entity, owns, controls or operates a commercial gaming facility at the Project Site and shall increase by two and one-half percent (2.5%) per annum, with an additional adjustment on the fifth (5th) annual payment. See Appendix A for payment detail summary. The purpose of this annual payment is to enable Malden to assist businesses in effectuating aesthetic upgrades and enable them to participate in the opportunities that will be available as a result of the Project's use of Malden as a "transportation hub."

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1.2.D. Notwithstanding anything herein to the contrary, the Transportation Hub Payment shall remain in the exclusive custody and control of Malden, and shall be used and applied at Malden's sole discretion and determination toward any impact, infrastructure, improvement and/or mitigation measures Malden deems necessary and suitable.

2. Transitional Roads in Malden

2.1. The Parties recognize and agree that due to the historic connectivity between the City of Everett and the City of Malden (i.e., the City of Everett was formerly a part of the City of Malden), the roadway system flow from one city to the other. Therefore, certain improvements may be required in order to maintain a consistent aesthetic, quality, signage and safety improvements.

2.2. In recognition of the above, and contingent upon the receipt of the License, Wynn has agreed to pay to the City of Malden the following amounts (collectively, the "Transitional Roads Payment"):

2.2.A. A one time, upfront, non-refundable payment of Three Hundred Thousand Dollars (\$300,000.00), which amount shall be due upon the award of the License. The purpose of this payment is to enable Malden to make certain roadway improvements on all transitional roads in preparation for the Project, which shall include aesthetic, quality, signage and safety improvements.

2.2.B. An annual payment of Two Hundred Twenty Five Thousand Dollars (\$225,000.00), which amount shall be due on or before the ninetieth (90th) day following the opening of the Project to the general public and on each annual anniversary thereof. The annual payment shall continue for as long as Wynn, or any parent, subsidiary or related entity, owns, controls or operates a commercial gaming facility at the Project Site and shall increase by two and one-half percent (2.5%) per annum, with an additional adjustment on the fifth (5th) annual payment. See Appendix A for payment detail summary. The purpose of this payment is to enable Malden to make certain roadway improvements, as needed, to address aesthetic, quality, signage and safety needs.

2.2.C. Notwithstanding anything herein to the contrary, the Transitional Roads Payment shall remain in the exclusive custody and control of Malden, and shall be used and applied at Malden's sole discretion and determination toward any impact, infrastructure, improvement and/or mitigation measures Malden deems necessary and suitable.

3. Public Safety Impact relating to Roadway Safety

3.1. As a result of the "transportation hub" resulting in additional pedestrian and vehicular traffic, the Parties recognize and agree that there may be a need for increased police, fire, traffic and public works personnel to maintain roadway safety due to increased use.

3.2. In recognition of the above, and contingent upon the receipt of the License, Wynn has agreed to pay to the Malden the following amounts (collectively, the "Public Safety Payment"):

3.4.A. A one time, upfront, non-refundable payment of Two Hundred Thousand Dollars (\$200,000.00), which amount shall be due upon the award of the License.

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3.4.B. An annual payment of Two Hundred Fifty Thousand Dollars (\$250,000.00), which amount shall be due on or before the ninetieth (90th) day following the opening of the Project to the general public and on each annual anniversary thereof. The annual payment shall continue for as long as Wynn, or any parent, subsidiary or related entity, owns, controls or operates a commercial gaming facility at the Project Site and shall increase by two and one-half percent (2.5%) per annum, with an additional adjustment on the fifth (5th) annual payment. See Appendix A for payment detail summary. The purpose of this payment is to enable Malden to fund staffing and other public safety initiatives related to increased pedestrian and vehicular traffic in the City of Malden.

3.4.C. Notwithstanding anything herein to the contrary, the Public Safety Payment shall remain in the exclusive custody and control of Malden, and shall be used and applied at Malden's sole discretion and determination toward any impact, infrastructure, improvement and/or mitigation measures Malden deems necessary and suitable.

4. Business Impact

4.1. The Parties recognize and agree that the Project is likely to provide certain opportunities for the local business community. The Parties will work together to communicate with the local business community to ensure that the community is best prepared to take advantage of these opportunities.

4.2. In recognition of the above, and contingent upon the receipt of the License, the Parties have agreed as follows:

4.2.A. On an annual basis, subject to its obligations to the City of Everett, Wynn shall make a good faith effort to utilize local contractors and suppliers for the construction and future operations of the Project and shall afford such opportunities to local vendors when such contractors and suppliers are properly qualified and price competitive. Such efforts shall include actively soliciting bids from Malden vendors through local advertisements, coordination with the Malden Chamber of Commerce and such other reasonable measures as the City may from time to time request. In furtherance thereof, Wynn agrees to use good faith efforts to purchase at least Ten Million Dollars (\$10,000,000.00) of goods and services from vendors with a principal place of business in Malden. Wynn shall work with Malden to hold vendor fairs that provide Malden businesses with information concerning the process of providing goods and services to the Project. Wynn shall, on at least an annual basis, consult with the Malden Chamber of Commerce and such other business groups or associations as Malden may reasonably request to identify opportunities in furtherance of the objectives set forth in this section. Wynn shall, upon reasonable request, meet with Malden to provide updates on Wynn's efforts to comply with this section 4.2.A. Notwithstanding anything herein to the contrary, Wynn's obligations under this section 4.2.A. shall be subject to the availability of such goods and services at a level of quality that is consistent with the Project specifications and on commercially reasonable terms.

4.2.B. Wynn agrees to work with and assist local businesses to become "Wynn certified" in order to participate in this local purchasing program. Wynn certification represents a Wynn specific vendor qualification program that requires vendors to be pre-qualified, which may include but not be limited to background checks and other screening methods utilized to qualify vendors.

4.2.C. Wynn agrees that it will include as part of its rewards, frequent guest, loyalty and/or similar programs offered by Wynn to use vouchers and gift certificates to Malden businesses. Wynn commits to purchase and issue at least Twenty Five Thousand Dollars (\$25,000.00) in such vouchers and gift certificates annually from local businesses for use in its customer loyalty programs.

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4.2.D. The first annual purchase of the above vouchers and gift certificates by Wynn shall occur ninety (90) days after the opening of the Project to the general public and on each annual anniversary thereof.

5. Jobs Program

5.1. The Parties acknowledge that Malden desires to help its community members and residents who are interested in attaining employment at the Project. The Parties agree that Malden's demographic is an appropriate, suitable, desirable and employable work force for the Project, and therefore it is mutually beneficial to provide a structured program to educate Malden's residents about available employment opportunities.

5.2. In recognition of the above, the Parties agree as follows:

5.2.A. Wynn will work in a good faith, legal and non-discriminatory manner with the Project's construction manager to give preferential treatment to qualified Malden residents for contracting, subcontracting and servicing opportunities in the development and construction of the Project. Following the engagement of a construction manager, Wynn shall, in coordination with Malden, advertise and hold at least one event for Malden residents at venues to be approved by Malden, at which it will publicize its construction needs and explain to attendees the process by which they may seek to be hired in connection with the construction of the Project.

5.2.B. Prior to beginning the process of hiring employees (other than internally) for the Project, Wynn shall advertise and hold at least one event for Malden residents at venues to be approved by Malden, at which it will publicize its hiring needs and explain to attendees the process by which they may seek to be hired in connection with the Project. In seeking to fill vacancies at the Project, Wynn will give preference to properly qualified residents of Malden, to the extent that such a practice and its implementation is consistent with Federal, State or Municipal law or regulation.

5.2.C. Notwithstanding anything herein to the contrary, in recognition of Wynn's host community agreement with the City of Everett, the Parties acknowledge and agree that the preference provided in this section 5 shall be secondary to the preference provided by Wynn in its host community agreement. In addition, the Parties acknowledge and agree that the preferences provided in this section 5 shall be on a pooled basis with any other community that voluntarily enters into a surrounding community agreement with Wynn prior to the filing of the application by Wynn for the License.

5.2.D. Wynn agrees to work with Malden on an annual basis to identify prospective, qualified Malden employees to effectuate the terms and conditions herein.

6. Malden Community Fund

6.1. The Parties recognize the importance of supporting the Malden community and share a mutual desire to utilize this Agreement to provide ongoing support to the many important non-profit organizations throughout the City of Malden.

6.2. In recognition of the above, and contingent upon the receipt of the License, Wynn has agreed to pay to the Malden the following "Community Fund Payment":

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6.2.A. An annual payment of One Hundred Thousand Dollars (\$100,000.00), which amount shall be due on or before the ninetieth (90th) day following the opening of the Project to the general public and on each annual anniversary thereof. The annual payment shall continue for as long as Wynn, or any parent, subsidiary or related entity, owns, controls or operates a commercial gaming facility at the Project Site and shall increase by two and one-half percent (2.5%) per annum, with an additional adjustment on the fifth (5th) annual payment. See Appendix A for payment detail summary.

6.2.B. Malden agrees to establish a Committee or Board tasked with reviewing requests for assistance from qualified organizations and making determinations on the awarding of any portion of the Community Fund Payment.

7. Targeted Traffic Study

7.1. The Parties acknowledge and anticipate that Wellington Circle, although not located in Malden, has a significant impact on traffic flow in Malden. The Parties acknowledge and agree that a comprehensive traffic solution for Wellington Circle, which is already severely impacted as a result of other developments, including, without limitation, Stations Landing and Assembly Row, is highly advisable and beneficial to Malden and other neighboring communities.

7.2. In recognition of the above, the Parties agree as follows:

7.2.A. Wynn will work with Malden and other interested neighboring communities to commission a permanent improvements study of the Wellington Circle, and will fund such study.

7.2.B. Following the results of the permanent improvements study, Wynn will fund up to twenty-five percent (25%) of the concept design (up to One Million Dollars (\$1,000,000.00) for the agreed upon approach.

7.2.C. Following the completion of the study and design, Wynn will cooperate with efforts by Malden and other interested neighboring communities to seek funding from the Transportation Infrastructure and Development Fund (estimated to be capable of yielding in excess of \$200 million) for a permanent solution for Wellington Circle.

7.2.D. Pending completion of the study and design, Wynn will fund and undertake interim improvements to Wellington Circle, as more particularly set forth in its proposed traffic plan.

8. Look Back Provision

8.1. The Parties agree that best efforts have been made to anticipate impacts to Malden, and to utilize this Agreement as the framework for mitigating those anticipated impacts. The Parties also acknowledge that there may be impacts that are difficult to anticipate now, but that may be meaningful or become significant and apparent once the Project has been completed and is fully operational.

8.2. The Parties agree to negotiate in good faith to address any and all unanticipated, material impacts which may occur following the completion of the Project, including, but not limited to, unknown mitigation measures necessitated by the completion and operation of the Project, as well as mitigation measures contemplated herein which may in time become less than satisfactory to address and resolve mitigation necessary as a result of said development and operation.

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8.3. Wynn agrees that, upon the written request of Malden, within 30 (thirty) days, to meet with Malden officials for the purpose of reviewing any unanticipated or unrealized material impacts.

8.4. Any modifications following review and negotiation shall be made as an Addendum to this Agreement and shall be in writing and signed by the authorized individuals from each of the Parties.

9. Agreement to Reopen

9.1. The Parties recognize the benefit and value of Malden entering into this Agreement at this early stage, and the positive impact it will have on the overall application by Wynn for the License. As the single largest community neighboring the City of Everett, Malden is pleased to provide support to the City of Everett in its desire to take advantage of this opportunity for a development of this size.

9.2. In recognition of the foregoing, the Parties agree that in the event that the total economic value of any other surrounding community agreement voluntarily entered into by Wynn and any other surrounding community, if any, but excluding the City of Boston, exceeds the total value of this Agreement by more than ten percent (10%), the Parties shall negotiate in good faith for additional amounts to be paid by Wynn to Malden in recognition of Malden's support for the Project and good faith in entering into this Agreement.

9.3. Wynn agrees to provide to Malden copies of any surrounding community agreements voluntarily entered by Wynn and any other surrounding communities, if any, and to provide any subsequent modifications and amendments thereto, within thirty (30) days following the execution of said agreements, modifications and amendments.

9.6. Wynn agrees that upon the written request of Malden, within thirty (30) days, to meet with Malden officials for the purpose of reviewing and negotiating any additional payments contemplated herein.

9.7. Any modifications following review and negotiation shall be made as an Addendum to this Agreement and shall be in writing and signed by the authorized individuals from each of the Parties.

10. Malden Obligations

10.1. In consideration of the obligations hereunder to be taken by Wynn, and in further recognition of the many benefits the Project will bring to Malden, Malden shall do the following (with all reasonable costs incurred by Malden to be paid by Wynn, subject to prior written approval of such costs and Wynn's right to receive documentation of such cost):

10.1.A. Malden shall support the Project and agrees to actively work with and assist Wynn and its contractors and agents to obtain any and all permits, certifications, legislation or regulatory approvals from governmental entities and officials.

10.1.B. Malden, in coordination with Wynn and the City of Everett, shall exercise best efforts to petition the Massachusetts Gaming Commission for monies made available under the Act, including, but not limited to, those monies in the Community Mitigation Fund and the Transportation Infrastructure Fund.

11. Additional Terms and Conditions

11.1. **Term.** This Agreement shall remain in effect for such time as Wynn maintains, operates and controls the Project.

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11.2. Definitions. All definitions contained in the Act and regulations promulgated thereto are incorporated herein by reference as if fully set forth herein and shall be applicable hereto where relevant.

11.3. Non-Transferable - Non-Assignable. Neither Wynn nor Malden may transfer or assign its rights or obligations under this Agreement without the prior written consent of the other Party. In the event of a sale, transfer, assignment and/or conveyance of the License by Wynn to an unrelated entity, the Parties agree that this surrounding community agreement shall be treated consistently with all other surrounding community agreements as prescribed and required by the Commission in granting such transfer or assignment.

11.4. Captions and Headings. The captions and headings in this Agreement are inserted for convenience of reference only and in no way shall affect, modify, define, limit or be used in construing the scope or intent of this Agreement or any of the provisions hereof. Where the context requires, all singular works in the Agreement shall be construed to include their plural and all words of neuter gender shall be construed to include the masculine and feminine forms of such words.

11.5. Severability. If any term of this Agreement or the application thereof to any person or circumstance shall, to any extent, be determined by a court of competent jurisdiction to be invalid or unenforceable, the remaining provisions of this Agreement, or the application of such term to persons or circumstances other than those as to which it is invalid or unenforceable, shall not be affected thereby, and this Agreement shall otherwise remain in full force and effect.

11.6. Amendments-Modifications. No amendment or modification of this Agreement shall be deemed valid unless mutually agreed upon and duly authorized by the Parties and effectuated by a written amendment signed by the Parties.

11.7. Amendments-Modifications to the Act and Gaming Regulations. The Parties acknowledge that from time to time following commencement of this Agreement that additional regulations may be promulgated, and/or statutes and regulations may be amended from time to time. The Parties agree to be bound by said amended and/or modified regulations and statutes, and further agree to renegotiate any terms and conditions contained herein which may be substantially and materially modified by any said amended and/or modified regulations and statutes.

10.8. Compliance with Massachusetts and Federal Laws. In the performance of this Agreement, Wynn agrees to comply with and shall use reasonable efforts to cause all agents, contractors, subcontractors and suppliers to comply with all applicable laws, ordinances, regulations and orders from time to time in effect relating to nondiscrimination, equal employment opportunity, contract compliance and affirmative action.

10.9 Organizational Status in State of Organization and in the Commonwealth of Massachusetts. Wynn acknowledges that it shall notify Malden promptly in writing in the event of any change in its organizational status and/or standing under the laws and regulations of its State of Incorporation and under the laws and regulations of the Commonwealth of Massachusetts. Wynn agrees to remain in good standing and maintain adherence to all laws, regulations and requirements applicable to licenses and permits issued to Wynn pursuant to the Act.

10.12. Notices. All notices required or permitted to be given hereunder shall be in writing and delivered by hand or courier service; by a nationally-recognized delivery service, by mailing, postage prepaid via certified mail, to the following addresses, or to other addresses as may be furnished by the parties from time to time in writing hereafter:

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In the case of notice to Malden:

To: Mayor
City of Malden
Office of the Mayor
200 Pleasant Street
Malden, MA 02148

with copies to:

City Solicitor
City of Malden
Malden Legal Department
200 Pleasant Street
Malden, MA 02148

Controller
City of Malden
Office of the Controller
200 Pleasant Street
Malden, MA 02148

In the case of notice to Wynn:

To: Wynn MA, LLC
c/o Wynn Resorts, Limited
3131 Las Vegas Blvd. South
Las Vegas, NV 89109
Attn: Kim Sinatra, Sr. VP and General Counsel

and in the case of either Party, to such other address as shall be designated by written notice given to the other Party in accordance with this section. Any such notice shall be deemed given when so delivered by hand, by courier delivery on date of service, or if mailed, when delivery receipt is signed by the party designated herein as accepting notice. Service to Malden shall not be deemed effective unless accomplished during normal business hours and days of operation of the City of Malden. Each Party shall ensure that the other party is notified in writing immediately of any changes in the contact and address information above.

10.13. Failure and Waiver. Failure of either Party to require strict performance of the terms and conditions herein shall not be deemed a waiver of any rights and remedies available to such Party, and shall not be deemed a waiver of subsequent default or nonperformance of said terms or conditions in the future. No actual waiver by a Party of performance of any terms, conditions or obligations under this Agreement shall be effective unless agreed upon and in writing signed by such Party. No waiver of either Party to require strict performance of any terms and conditions shall constitute a waiver of such Party's right to demand strict compliance with the terms and conditions of this Agreement.

10.14. Notice of Default and Rights in the Event of Default. Each Party shall have thirty (30) days from receipt of written notice of failure, violation or default to cure said failure, violation or default. If such failure, violation or default cannot in good faith be cured within such thirty (30) day period, the defaulting Party shall notify the other Party immediately in writing and diligently pursue curing said default to completion. Except as expressly provided herein, the rights and remedies of the Parties, whether provided by law or by this Agreement, shall be cumulative, and the exercise by a Party of any one or more of such remedies shall not preclude the exercise by it, at the same or different times, of any other such remedies for the same default or breach or of any of its remedies for any other default or breach by the other Party.

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Appendix A

Direct Payments to Malden

<u>Category</u>	<u>Upfront</u>	<u>Year 1</u> <u>Annual</u>	<u>Year 2</u> <u>Annual</u>	<u>Year 3</u> <u>Annual</u>	<u>Year 4</u> <u>Annual</u>	<u>Year 5</u> <u>Annual</u>
Transportation Hub Payment	\$500,000	\$325,000	\$333,125	\$341,453	\$349,989	\$400,000
Public Safety Payment	\$200,000	\$250,000	\$256,250	\$262,656	\$269,223	\$290,000
Transitional Roads Payment	\$300,000	\$225,000	\$230,625	\$236,391	\$242,300	\$250,000
Business Improve Fund	\$0	\$100,000	\$102,500	\$105,063	\$107,689	\$110,000
Community Impact Fund	\$0	\$100,000	\$102,500	\$105,063	\$107,689	\$125,000
Totals:	\$1,000,000	\$1,000,000	\$1,025,000	\$1,050,625	\$1,076,891	\$1,175,000

1. Year six (6) and subsequent annual payments shall increase at a rate of two and one-half percent (2.5%) annually from the Year 5 payment reflected above.


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10.15. Governing Law and Forum in Event of Dispute. This Agreement shall be subject to, governed under, and construed in accordance with the laws and regulations of the Commonwealth of Massachusetts, including any amendments thereto which may occur from time to time following execution of this Agreement, and said laws and regulations shall govern the validity, enforcement of terms, conditions, rights and obligations, and performance of this Agreement. The Parties further agree that any legal proceedings whether in law or equity arising hereunder shall be instituted in the Commonwealth of Massachusetts Middlesex County Superior Court. Nothing in this Agreement shall be construed to prohibit Malden from instituting actions or proceedings in law or equity. The prevailing Party in any action shall recover its litigation costs (including attorneys' fees and expert witness fees). Notwithstanding the foregoing provisions for forum selection, the Parties agree that before resorting to any formal dispute resolution process concerning any dispute arising from or in any way relating to this Agreement, the Parties will first engage in good faith negotiations in an effort to find a solution that services their respective and mutual interests.


IN WITNESS WHEREOF, the parties, by and through the signatories below, acknowledge they are duly authorized and have the full power, right and authority to enter into, execute, deliver, and perform the terms and conditions of this Agreement, and hereto have hereunto set their hands and seals on this 12th day of November, 2013.

City of Malden:

Wynn MA, LLC




Gary Christenson, Mayor



KEN SINATRA, Sr.

Approved as to Form:

Approved:



Kathryn M. Fallon, City Solicitor



Charles Ranaghan, Controller

KF
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EXHIBIT C

Subject: Public Record Request under the Massachusetts Public Records Law M.G.L. c66, §§ 10-10A
Date: Wednesday, May 29, 2024 at 1:09:39 PM Eastern Daylight Time
From: Commonwealth Transparency <info@opencommonwealth.org>
To: mluisse@cityofmalden.org <mluisse@cityofmalden.org>, maluisse@boslaw.net <maluisse@boslaw.net>, Ron Hogan <rhogan@CITYOFMALDEN.ORG>, Deborah Burke <dburke@CITYOFMALDEN.ORG>
Priority: High
Attachments: The Malden Community Fund Committee, Inc.pdf

Greetings:

This is a ***not*** a modification of a prior public records request under the Massachusetts Public Records Law M.G.L. c66, §§ 10-10A:

Please provide the following documents/records in your possession or under your control for the Malden Community Fund Committee, Inc. (Corporate Filing Attached) for ***any time prior to and through May 29, 2024***:

- The bylaws of the Corporation
- Any and all filings made with the Commonwealth of Massachusetts
- Any and all IRS (Internal Revenue Service) filings
- Any and all meeting notices
- Any and all meeting minutes
- Any EIN assigned to the corporation by the IRS
- Any EIN assigned by the Commonwealth of Massachusetts
- A copy of any and all banking statements for any and all banking/savings/share/investment accounts
- A copy of the financial ledger maintained for the Corporation
- A copy of any expenditures made by the Corporation
- A copy of any and all income to the Corporation
- A copy of any and all donations made to the Corporation
- A copy of any and all financial statements for the Corporation
- A roster of any stockholders
- A roster of any donors
- The structure of the board of directors.
- The process for electing directors and officers.
- Meeting procedures.
- Voting rights and procedures.
- A copy of any and all payments made to any person for any purpose, including but not limited to salary, benefits, bonuses, expenses, reimbursements.

This request seeks responsive documents be delivered in electronic format and in the format in which they are regularly maintained, and specifically includes all electronic mail attachments ***and metadata***.

Where no such records in the above categories exist, please provide a written statement to that

effect.

With respect to the form of production, we note that relevant regulations require the production of records in an accessible, commonly used electronic form, to the extent feasible. See 950 CMR 32.04(5)(d).

The records custodian who receives this request is required to use his or her “superior knowledge” to determine the exact records that are responsive to this request.

Your government entity may have multiple RAOs that are assigned to a specific division or department within that entity. A request to one RAO may include records of another division or department within the RAOs’ agency or municipality. RAOs must use their superior knowledge of the records to ensure that a request for records is delivered to the appropriate party. Therefore, an RAO is expected to forward such requests to the appropriate parties within its municipality or agency.

Record custodians are also required to implement new record keeping systems and databases in such a way as to allow for “retrieval of public portions of records to provide maximum public access.” See 950 CMR 32.07(1)(e).

Extraction of such data from a database or electronic record system does not constitute creating a new record. See 950 CMR 32.07(1)(f). Printing these records from a database or electronic system, redacting them with a marker, and then re-scanning them, is generally not consistent with these regulations; this process provides the digital records neither in the preferred form nor in a “searchable machine-readable form.” 950 CMR 32.04(5)(d).

If necessary, we welcome reasonable suggested modifications pursuant to 950 CMR 32.06(2)(g). Per Attorney Gen. v. Dist. Attorney for Plymouth Dist., 484 Mass. 260, 141 N.E.3d 429 (2020), compiling information from a database is not tantamount to creating a new record that would otherwise be precluded under public records law. Specifically: “Where public records are in electronic form, a public records request that requires a government entity to search its electronic database to extract requested data does not mean that the extracted data constitute the creation of a new record, which would not be required, under the public records law. ” Id. at 442 to 443.

Thus, we request that your department query its database and provide a response to the records request. Should you determine that some portions of the documents are exempt from disclosure, please release any reasonably segregable portions that are not exempt. In addition, please note for any such redactions the applicable statutory exemption and explain why it applies to the redacted or withheld information.

This request and all responsive documents are for express purposes of gathering information to promote citizen oversight and further the public understanding of the operation and activities of our government.

Kindest Regards,

EXHIBIT D

Subject: Request# 2024-0272 : Response to your Request
Date: Monday, June 10, 2024 at 2:25:38 PM Eastern Daylight Time
From: foiairect@townforms.com <foiairect@townforms.com>
To: Commonwealth Transparency <info@opencommonwealth.org>
CC: publicrecords@cityofmalden.org <publicrecords@cityofmalden.org>, GChristenson@cityofmalden.org <GChristenson@cityofmalden.org>, publicrecords@cityofmalden.org <publicrecords@cityofmalden.org>
Attachments: MaldenCommunityFund_05302024094056.pdf

Please [click here](#) to download your response document(s).

Please DO NOT reply to this email !! Please use the email address of the sender at bottom of this email, in order to communicate with the request management team.

Malden, MA

Public Record Request Number:2024-0272

Requester: Open Commonwealth

Request Date: Wednesday, May 29, 2024 1:09:00 PM

Response Due Date: Wednesday, June 12, 2024

Dear Open Commonwealth:

We have completed the work in reference to your request as referenced above. The response is given below.

Request Response

Please find attached the only responsive documents that the City of Malden has pertaining to this request.

Please be advised the entity in question, “Malden Community Fund”, is a non profit corporate entity that is not under the control of the City of Malden. Therefore, there are no responsive documents of outgoing payments from the “Malden Community Fund”.

Attachments

This response may or may not contain separate Response Documents to include specific response and data. In case such separate response documents exist, they are represented by attachments to this response email. Therefore, please look for any attachments if they exist. Between Request Response and attachments, we believe you are receiving a comprehensive response to your request.

If you have any questions or comments, please do not hesitate to contact us at the following email address.

Thank you.

Public Records, Super RAO

Clerk Department

Malden

215 Pleasant St

Malden, MA 02148

Tel: (781)-397-7000

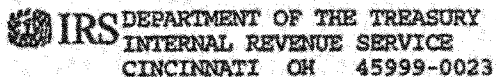
Email: publicrecords@cityofmalden.org

You are advised that if you object to this response to your request, you have the right to petition the Commonwealth of Massachusetts Supervisor of Public Records. Your petition for appeal of this response must be made within 90 calendar days of the date of this response, in writing, and must specify the nature of your objections to this response, and include a copy of your electronic request with all header information including the time, date, subject, sender and recipient email address, and a copy of the within written response, and the attachment(s) related hereto.

Your petition should be sent to the Supervisor at the following address: Supervisor of Records Division of Public Records, Office of the Secretary of the Commonwealth, One Ashburton Place, Room 1719, Boston, Massachusetts 02108 or: pre@sec.state.ma.us. Electronic communication is strongly encouraged and is the preferred method of correspondence.

EXHIBIT E

#6896



Date of this notice: 11-22-2019

Employer Identification Number:
84-3772801

Form: SS-4

Number of this notice: CP 575 A

MALDEN COMMUNITY FUND COMMITTEE
INC
† MARIA LUISE
1410 EASTERN AVE
MALDEN, MA 02148

For assistance you may call us at:
1-800-829-4933

IF YOU WRITE, ATTACH THE
STUB AT THE END OF THIS NOTICE.

WE ASSIGNED YOU AN EMPLOYER IDENTIFICATION NUMBER

Thank you for applying for an Employer Identification Number (EIN). We assigned you EIN 84-3772801. This EIN will identify you, your business accounts, tax returns, and documents, even if you have no employees. Please keep this notice in your permanent records.

When filing tax documents, payments, and related correspondence, it is very important that you use your EIN and complete name and address exactly as shown above. Any variation may cause a delay in processing, result in incorrect information in your account, or even cause you to be assigned more than one EIN. If the information is not correct as shown above, please make the correction using the attached tear off stub and return it to us.

Based on the information received from you or your representative, you must file the following form(s) by the date(s) shown.

Form 1120

09/15/2020

If you have questions about the form(s) or the due date(s) shown, you can call us at the phone number or write to us at the address shown at the top of this notice. If you need help in determining your annual accounting period (tax year), see Publication 538, *Accounting Periods and Methods*.

We assigned you a tax classification based on information obtained from you or your representative. It is not a legal determination of your tax classification, and is not binding on the IRS. If you want a legal determination of your tax classification, you may request a private letter ruling from the IRS under the guidelines in Revenue Procedure 2004-1, 2004-1 I.R.B. 1 (or superseding Revenue Procedure for the year at issue). Note: Certain tax classification elections can be requested by filing Form 8832, *Entity Classification Election*. See Form 8832 and its instructions for additional information.

IMPORTANT INFORMATION FOR S CORPORATION ELECTION:

If you intend to elect to file your return as a small business corporation, an election to file a Form 1120-S must be made within certain timeframes and the corporation must meet certain tests. All of this information is included in the instructions for Form 2553, *Election by a Small Business Corporation*.

(IRS USE ONLY) 575A

11-22-2019 MALD B 9999999999 SS-4

If you are required to deposit for employment taxes (Forms 941, 943, 940, 944, 945, CT-1, or 1042), excise taxes (Form 720), or income taxes (Form 1120), you will receive a Welcome Package shortly, which includes instructions for making your deposits electronically through the Electronic Federal Tax Payment System (EFTPS). A Personal Identification Number (PIN) for EFTPS will also be sent to you under separate cover. Please activate the PIN once you receive it, even if you have requested the services of a tax professional or representative. For more information about EFTPS, refer to Publication 966, *Electronic Choices to Pay All Your Federal Taxes*. If you need to make a deposit immediately, you will need to make arrangements with your Financial Institution to complete a wire transfer.

The IRS is committed to helping all taxpayers comply with their tax filing obligations. If you need help completing your returns or meeting your tax obligations, Authorized e-file Providers, such as Reporting Agents (payroll service providers) are available to assist you. Visit the IRS Web site at www.irs.gov for a list of companies that offer IRS e-file for business products and services. The list provides addresses, telephone numbers, and links to their Web sites.

To obtain tax forms and publications, including those referenced in this notice, visit our Web site at www.irs.gov. If you do not have access to the Internet, call 1-800-829-3676 (TTY/TDD 1-800-829-4059) or visit your local IRS office.

IMPORTANT REMINDERS:

- * Keep a copy of this notice in your permanent records. This notice is issued only one time and the IRS will not be able to generate a duplicate copy for you. You may give a copy of this document to anyone asking for proof of your EIN.
- * Use this EIN and your name exactly as they appear at the top of this notice on all your federal tax forms.
- * Refer to this EIN on your tax-related correspondence and documents.

If you have questions about your EIN, you can call us at the phone number or write to us at the address shown at the top of this notice. If you write, please tear off the stub at the bottom of this notice and send it along with your letter. If you do not need to write us, do not complete and return the stub.

Your name control associated with this EIN is MALD. You will need to provide this information, along with your EIN, if you file your returns electronically.

Thank you for your cooperation.

MEMORANDUM OF UNDERSTANDING

By and Between the City of Malden, Massachusetts and Wynn MA, LLC

This Memorandum of Understanding (this "MOU") is made and entered into as of July XX, 2019 (the "Effective Date"), by and between the City of Malden, Massachusetts ("Malden"), a municipal corporation organized under the laws of the Commonwealth of Massachusetts, with principal offices located at 215 Pleasant Street, Malden, Massachusetts, County of Middlesex, acting by and through its Mayor and Wynn, MA LLC, a subsidiary of Wynn Resorts, Limited ("Wynn"), duly organized under the laws of the State of Nevada, with principal address and offices located at 3131 Las Vegas Boulevard South, Las Vegas, Nevada 89109. Hereafter, the parties may also be collectively referred to as the "Parties".

Whereas the Parties entered into a Surrounding Community Agreement (the "Agreement") on November 12th, 2013 containing section 6 which outlines the mutual desire to fund a Community Fund for the purposes of supporting non-profit organizations in the City of Malden.

Whereas in order to properly account for the funds outlined in 6.2.A of the Agreement the City of Malden has determined it is necessary to create a separate non-profit entity to receive the funds from Wynn MA LLC and to disburse funds to those local non-profit organizations so chosen by that Community Fund non-profit entity.

Therefore, the parties agree that the annual payments so called for in section 6.2.A be remitted made payable to the Malden Community Fund, with additional information to be provided when the setup of the non-profit entity has been complete.

In Witness whereof, the parties, by and through the signatories below, acknowledge they are duly authorized and have the full power, right and authority to enter into, execute, deliver and perform the term and conditions of this MOU, and hereto have hereunto set their hands and seals on this xxth day of July 2019.

City of Malden

Wynn MA, LLC

Gary Christenson, Mayor

City of Malden
2022 Revenue Report
 From 07/01/2021 to 06/30/2022

0010-4800-4830 CASHINO SURROUNDING COMMUNITY PAYME										
Year	Eff Date	Type	Vendor Name/ Description	Invoice #	Deposit #	Trs Pkt	Jrnl Pkt	Estimated Rev	Actual Revenue	Difference
2022	08/04/2021	ACCRV	CASHINO SURROUNDING COMMU	0010-4800- 1		42015	104088	\$0.00	\$1,050,625.00	\$1,050,625.00
			0010-4800-4830 Ending Bal					\$0.00	\$1,050,625.00	\$1,050,625.00
			Period Total					\$0.00	\$1,050,625.00	
			4800 MISCELLANEOUS REVENUE Ending Bal					\$0.00	\$1,050,625.00	\$1,050,625.00
								\$0.00	\$1,050,625.00	
			Dept 000 UNASSIGNED Ending Bal					\$0.00	\$1,050,625.00	\$1,050,625.00
								\$0.00	\$1,050,625.00	
			Fund 0010 GENERAL FUND - CITY Ending Bal					\$0.00	\$1,050,625.00	\$1,050,625.00
								\$0.00	\$1,050,625.00	
			Grand Total					\$0.00	\$1,050,625.00	\$1,050,625.00
								\$0.00	\$1,050,625.00	

EXHIBIT F

Subject: Public Record Request under the Massachusetts Public Records Law M.G.L. c66, §§ 10-10A
Date: Wednesday, June 12, 2024 at 7:14:52 PM Eastern Daylight Time
From: Commonwealth Transparency <info@opencommonwealth.org>
To: maluise@boslaw.net <maluise@boslaw.net>
Priority: High
Attachments: The Malden Community Fund Committee, Inc.pdf

Greetings:

This is a ***not*** a modification of a prior public records request under the Massachusetts Public Records Law M.G.L. c66, §§ 10-10A:

Please provide the following documents/records in your possession or under your control for the Malden Community Fund Committee, Inc. (Corporate Filing Attached) for ***any time prior to and through May 29, 2024***:

- The bylaws of the Corporation
- Any and all filings made with the Commonwealth of Massachusetts
- Any and all IRS (Internal Revenue Service) filings
- Any and all meeting notices
- Any and all meeting minutes
- Any EIN assigned to the corporation by the IRS
- Any EIN assigned by the Commonwealth of Massachusetts
- A copy of any and all banking statements for any and all banking/savings/share/investment accounts
- A copy of the financial ledger maintained for the Corporation
- A copy of any expenditures made by the Corporation
- A copy of any and all income to the Corporation
- A copy of any and all donations made to the Corporation
- A copy of any and all financial statements for the Corporation
- A roster of any stockholders
- A roster of any donors
- The structure of the board of directors.
- The process for electing directors and officers.
- Meeting procedures.
- Voting rights and procedures.
- A copy of any and all payments made to any person for any purpose, including but not limited to salary, benefits, bonuses, expenses, reimbursements.

This request seeks responsive documents be delivered in electronic format and in the format in which they are regularly maintained, and specifically includes all electronic mail attachments ***and metadata***.

Where no such records in the above categories exist, please provide a written statement to that

effect.

With respect to the form of production, we note that relevant regulations require the production of records in an accessible, commonly used electronic form, to the extent feasible. See 950 CMR 32.04(5)(d).

The records custodian who receives this request is required to use his or her “superior knowledge” to determine the exact records that are responsive to this request.

Your government entity may have multiple RAOs that are assigned to a specific division or department within that entity. A request to one RAO may include records of another division or department within the RAOs’ agency or municipality. RAOs must use their superior knowledge of the records to ensure that a request for records is delivered to the appropriate party. Therefore, an RAO is expected to forward such requests to the appropriate parties within its municipality or agency.

Record custodians are also required to implement new record keeping systems and databases in such a way as to allow for “retrieval of public portions of records to provide maximum public access.” See 950 CMR 32.07(1)(e).

Extraction of such data from a database or electronic record system does not constitute creating a new record. See 950 CMR 32.07(1)(f). Printing these records from a database or electronic system, redacting them with a marker, and then re-scanning them, is generally not consistent with these regulations; this process provides the digital records neither in the preferred form nor in a “searchable machine-readable form.” 950 CMR 32.04(5)(d).

If necessary, we welcome reasonable suggested modifications pursuant to 950 CMR 32.06(2)(g). Per Attorney Gen. v. Dist. Attorney for Plymouth Dist., 484 Mass. 260, 141 N.E.3d 429 (2020), compiling information from a database is not tantamount to creating a new record that would otherwise be precluded under public records law. Specifically: “Where public records are in electronic form, a public records request that requires a government entity to search its electronic database to extract requested data does not mean that the extracted data constitute the creation of a new record, which would not be required, under the public records law. ” Id. at 442 to 443.

Thus, we request that your department query its database and provide a response to the records request. Should you determine that some portions of the documents are exempt from disclosure, please release any reasonably segregable portions that are not exempt. In addition, please note for any such redactions the applicable statutory exemption and explain why it applies to the redacted or withheld information.

This request and all responsive documents are for express purposes of gathering information to promote citizen oversight and further the public understanding of the operation and activities of our government.

Kindest Regards,

EXHIBIT G

Subject: Request For Appeal - Malden Community Fund Committee - Incomplete Answer and Records
Date: Monday, June 10, 2024 at 9:35:53 PM Eastern Daylight Time
From: Commonwealth Transparency <info@opencommonwealth.org>
To: pre@sec.state.ma.us <pre@sec.state.ma.us>, SEC-DL-PREWEB <SEC-DL-PREWEB@sec.state.ma.us>
CC: maluise@boslaw.net <maluise@boslaw.net>, mluisse@cityofmalden.org <mluisse@cityofmalden.org>
Priority: High
Attachments: The Malden Community Fund Committee, Inc.pdf, MaldenCommunityFund_05302024094056.pdf

Greetings:

On May 29, 2024 the following PRR was served upon

- The President: Maria Luise 1410 Eastern Avenue, Malden, MA;
- The Treasurer: Deborah Burke 15 Autumn Lane, Reading, MA;
- The Clerk: Ron Hogan 5 Cider Mill Road, Saugus, MA;

Who all also serve as Directors and Officers of the Malden Community Fund Committee, inc.

From: Commonwealth Transparency
<info@opencommonwealth.org>
Date: Wednesday, May 29, 2024 at 1:09 PM
To: mluisse@cityofmalden.org <mluisse@cityofmalden.org>, maluise@boslaw.net <maluise@boslaw.net>, Ron Hogan <rhogan@CITYOFMALDEN.ORG>, Deborah Burke <dburke@CITYOFMALDEN.ORG>
Subject: Public Record Request under the Massachusetts Public Records Law M.G.L. c66, §§ 10-10A

Greetings:

This is a ***not*** a modification of a prior public records request under the Massachusetts Public Records Law M.G.L. c66, §§ 10-10A:

Please provide the following documents/records in your possession or under your control for the Malden Community Fund Committee, Inc. (Corporate Filing Attached) for ***any time prior to and through May 29, 2024:***

- The bylaws of the Corporation
- Any and all filings made with the Commonwealth of Massachusetts
- Any and all IRS (Internal Revenue Service) filings
- Any and all meeting notices
- Any and all meeting minutes
- Any EIN assigned to the corporation by the IRS
- Any EIN assigned by the Commonwealth of Massachusetts
- A copy of any and all banking statements for any and all

banking/savings/share/investment accounts

- A copy of the financial ledger maintained for the Corporation
- A copy of any expenditures made by the Corporation
- A copy of any and all income to the Corporation
- A copy of any and all donations made to the Corporation
- A copy of any and all financial statements for the Corporation
- A roster of any stockholders
- A roster of any donors
- The structure of the board of directors.
- The process for electing directors and officers.
- Meeting procedures.
- Voting rights and procedures.
- A copy of any and all payments made to any person for any purpose, including but not limited to salary, benefits, bonuses, expenses, reimbursements.

This request seeks responsive documents be delivered in electronic format and in the format in which they are regularly maintained, and specifically includes all electronic mail attachments **and metadata**.

Where no such records in the above categories exist, please provide a written statement to that effect.

With respect to the form of production, we note that relevant regulations require the production of records in an accessible, commonly used electronic form, to the extent feasible. See 950 CMR 32.04(5)(d).

The records custodian who receives this request is required to use his or her “superior knowledge” to determine the exact records that are responsive to this request.

Your government entity may have multiple RAOs that are assigned to a specific division or department within that entity. A request to one RAO may include records of another division or department within the RAOs’ agency or municipality. RAOs must use their superior knowledge of the records to ensure that a request for records is delivered to the appropriate party. Therefore, an RAO is expected to forward such requests to the appropriate parties within its municipality or agency.

Record custodians are also required to implement new record keeping systems and databases in such a way as to allow for “retrieval of public portions of records to provide maximum public access.” See 950 CMR 32.07(1)(e).

Extraction of such data from a database or electronic record system does not constitute creating a new record. See 950 CMR 32.07(1)(f). Printing these

records from a database or electronic system, redacting them with a marker, and then re-scanning them, is generally not consistent with these regulations; this process provides the digital records neither in the preferred form nor in a "searchable machine-readable form." 950 CMR 32.04(5)(d).

If necessary, we welcome reasonable suggested modifications pursuant to 950 CMR 32.06(2)(g). Per Attorney Gen. v. Dist. Attorney for Plymouth Dist., 484 Mass. 260, 141 N.E.3d 429 (2020), compiling information from a database is not tantamount to creating a new record that would otherwise be precluded under public records law. Specifically: "Where public records are in electronic form, a public records request that requires a government entity to search its electronic database to extract requested data does not mean that the extracted data constitute the creation of a new record, which would not be required, under the public records law." Id. at 442 to 443.

Thus, we request that your department query its database and provide a response to the records request. Should you determine that some portions of the documents are exempt from disclosure, please release any reasonably segregable portions that are not exempt. In addition, please note for any such redactions the applicable statutory exemption and explain why it applies to the redacted or withheld information.

This request and all responsive documents are for express purposes of gathering information to promote citizen oversight and further the public understanding of the operation and activities of our government.

Kindest Regards,

OpenCommonwealth.org

On June 10, 2024 the attached response was received.

The Malden Community Fund Committee is and was registered with the Secretary of the Commonwealth as a Not for Profit Corporation in 2019, and has failed to provide the following records which are required by the Secretary of the Commonwealth and by the U.S. Government:

- The bylaws of the Corporation
- Any and all filings made with the Commonwealth of Massachusetts
- Any and all IRS (Internal Revenue Service) filings
- Any and all meeting notices
- Any and all meeting minutes
- A copy of any and all banking statements for any and all banking/savings/share/investment accounts
- A copy of the financial ledger maintained for the Corporation

- A copy of any expenditures made by the Corporation
- A copy of any and all income to the Corporation
- A copy of any and all donations made to the Corporation
- A copy of any and all financial statements for the Corporation
- A roster of any stockholders
- A roster of any donors
- The structure of the board of directors.
- The process for electing directors and officers.
- Meeting procedures.
- Voting rights and procedures.
- A copy of any and all payments made to any person for any purpose, including but not limited to salary, benefits, bonuses, expenses, reimbursements.

Wherefore OpenCommonwealth requests that the SPR find and Order the Malden Community Fund Committee to perform a diligent search for all responsive records and then to provide all responsive records without delay and without charge as they failed to provide all responsive records in good-faith withing 10 business days as required under Massachusetts Public Records Law M.G.L. c66, §§ 10-10A.

Kindest Regards,

OpenCommonwealth.org

EXHIBIT H



The Commonwealth of Massachusetts
William Francis Galvin, Secretary of the Commonwealth
Public Records Division

Manza Arthur
Supervisor of Records

June 11, 2024
SPR24/1754

Commonwealth Transparency
opencommonwealth.org
VIA EMAIL

Dear Commonwealth Transparency:

I have received your letter appealing the response of the Malden Community Fund to your request for records.

I have directed a member of my staff, Nicole Angelica, Esq., to review this matter. Upon completion of the review, I will advise you in writing of the disposition of this case. If in the interim you receive a satisfactory response to your request, please notify this office immediately.

Any further correspondence concerning this specific appeal should refer to the SPR case number listed under the date of this letter.

Sincerely,

A handwritten signature in black ink that reads "Manza Arthur".

Manza Arthur
Supervisor of Records

cc: Maria Luise

EXHIBIT I

Subject: Re: SPR24-1754 Appeal Acknowledgment
Date: Wednesday, June 12, 2024 at 10:46:43 PM Eastern Daylight Time
From: Maria Luise <mluise@CITYOFMALDEN.ORG>
To: Angelica, Nicole (SEC) <Nicole.Angelica@sec.state.ma.us>
CC: Commonwealth Transparency <info@opencommonwealth.org>, SEC-DL-PREWEB <SEC-DL-PREWEB@sec.state.ma.us>

Dear Attorney Angelica,

The City FOIA response coordinator responded because it was unclear if the requestor was asking what records the City of Malden had, or was asking an organization that is not a public entity (The Malden Community Fund) to produce records under the Public Records Law. As such, out of an abundance of caution, the City responded with what the City of Malden would have as responsive, while clarifying that other records specific to the Malden Community Fund were not public records.

By way of background, the City of Malden receives funding annually from a surrounding community agreement with Encore Casino. That agreement called for the City to setup a separate committee to receive funds and to distribute them to worthwhile non profit entities. The Malden Community Fund was established with the Commonwealth of Mass for that purpose, with paperwork filed with the secretary of state. I would like to note that other cities such as Everett have setup a similar organization in order to handle these funds in compliance with municipal finance regulations. Funds are held in a bank account registered to the organization and without involvement of the City Treasurer. It is our position that the records of this organization are not subject to public records laws. If being the recipient of funds were to subject a legally organized entity to public meeting and record laws, the impact would extend to countless organizations. A good parallel is our local cable access channel, Urban Media Arts. They are of course closely associated with the City in many ways, and receive funding, but are a separate legal entity and not subject to public record or meeting laws.

Please let me if you have any other questions,

Maria Luise

Maria Luise, Special Assistant to Mayor Gary Christenson
City of Malden – Office of the Mayor
215 Pleasant Street, Malden, MA 02148
P: 781-397-7000 – Ext. 2005

From: Angelica, Nicole (SEC) <Nicole.Angelica@sec.state.ma.us>
Sent: Wednesday, June 12, 2024 11:24 AM
To: Maria Luise <mluise@CITYOFMALDEN.ORG>
Cc: info@opencommonwealth.org <info@opencommonwealth.org>; SEC-DL-PREWEB <SEC-DL-PREWEB@sec.state.ma.us>

PREWEB@sec.state.ma.us>

Subject: SPR24-1754 Appeal Acknowledgment

Dear Records Custodian,

Please be aware, this office has received an appeal relating to your entity's response to a request for public records. Attached are further details concerning this appeal. If you have any questions or wish to provide further information relating to this matter, please contact the Public Records Division at pre@sec.state.ma.us or 617-727-2832.

Given that the Supervisor of Records must issue a determination within 10 business days of receipt of the appeal petition, please provide any additional information to this office as soon as possible.

Thank you,

Nicole Angelica (she/her)
Staff Attorney
Office of the Secretary of the Commonwealth
Public Records Division
One Ashburton Place, Room 1719
Boston, MA 02108
Tel: (617) 727-2832
Fax: (617)727-5914
Email: Nicole.Angelica@sec.state.ma.us

EXHIBIT J

EXHIBIT K



The Commonwealth of Massachusetts
William Francis Galvin, Secretary of the Commonwealth
Public Records Division

Manza Arthur
Supervisor of Records

June 26, 2024
SPR24/1754

Carol Desiderio
City Clerk
City of Malden
215 Pleasant Street
Second Floor, Room 220
Malden, MA 02148

Dear Ms. Desiderio:

I have received the petition of Commonwealth Transparency (“requestor”) appealing the response of the City of Malden (City) to a request for public records. See G. L. c. 66, § 10A; see also 950 C.M.R. 32.08(1). On May 29, 2024, the requestor sought the following:

...documents/records in your possession or under your control for the Malden Community Fund Committee, Inc. ...for any time prior to and through May 29, 2024:

- [1] The bylaws of the corporation[;]
- [2] Any and all filings made with the Commonwealth of Massachusetts[;]
- [3] Any and all [Internal Revenue Service (IRS)] filings[;]
- [4] Any and all meeting notices[;]
- [5] Any and all meeting minutes[;]
- [6] Any EIN assigned to the corporation by the IRS[;]
- [7] Any EIN assigned by the Commonwealth of Massachusetts[;]
- [8] A copy of any and all banking statements for any and all banking/savings/share/investment accounts[;]
- [9] A copy of the financial ledger maintained for the corporation[;]
- [10] A copy of any expenditures made by the corporation[;]
- [11] A copy of any and all income to the corporation[;]
- [12] A copy of any and all donations made to the corporation[;]
- [13] A copy of any and all financial statements for the corporation[;]
- [14] A roster of any stockholders[;]
- [15] A roster of any donors[;]
- [16] The structure of the board of directors[;]
- [17] The process for electing directors and officers[;]

Carol Ann Desiderio
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- [18] Meeting procedures[;]
- [19] Voting rights and procedures[; and]
- [20] A copy of any and all payments made to any person for any purpose, including but not limited to salary, benefits, bonuses, expenses, reimbursements.

The City responded on June 10, 2024. Unsatisfied with the City's response, the requestor petitioned this office and this appeal, SPR24/1754, was opened as a result.

The Public Records Law

The Public Records Law strongly favors disclosure by creating a presumption that all governmental records are public records. G. L. c. 66, § 10A(d); 950 C.M.R. 32.03(4). "Public records" is broadly defined to include all documentary materials or data, regardless of physical form or characteristics, made or received by any officer or employee of any agency or municipality of the Commonwealth, unless falling within a statutory exemption. G. L. c. 4, § 7(26).

It is the burden of the records custodian to demonstrate the application of an exemption in order to withhold a requested record. See G. L. c. 66, § 10(b)(iv); 950 C.M.R. 32.06(3); see also Dist. Attorney for the Norfolk Dist. v. Flatley, 419 Mass. 507, 511 (1995) (custodian has the burden of establishing the applicability of an exemption). To meet the specificity requirement a custodian must not only cite an exemption, but must also state why the exemption applies to the withheld or redacted portion of the responsive record.

If there are any fees associated with a response a written, good faith estimate must be provided. G. L. c. 66, § 10(b)(viii); see also 950 C.M.R. 32.07(2). Once fees are paid, a records custodian must provide the responsive records.

The City's June 10th response

In its June 10, 2024 response, the City attached several documents responsive to the request. The City stated, "[p]lease be advised the entity in question, 'Malden Community Fund', is a non profit corporate entity that is not under the control of the [City]. Therefore, there are no responsive documents of outgoing payments from the 'Malden Community Fund.'"

Current Appeal

In the appeal, the requestor stated:

The Malden Community Fund Committee is and was registered with the Secretary of the Commonwealth as a Not for Profit Corporation in 2019, and has failed to provide the following records which are required by the Secretary of the commonwealth and by the U.S. Government:

- [1] The bylaws of the corporation[;]

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- [2] Any and all filings made with the Commonwealth of Massachusetts[;]
- [3] Any and all [Internal Revenue Service (IRS)] filings[;]
- [4] Any and all meeting notices[;]
- [5] Any and all meeting minutes[;]
- [6] A copy of any and all banking statements for any and all banking/savings/share/investment accounts[;]
- [7] A copy of the financial ledger maintained for the corporation[;]
- [8] A copy of any expenditures made by the corporation[;]
- [9] A copy of any and all income to the corporation[;]
- [10] A copy of any and all donations made to the corporation[;]
- [11] A copy of any and all financial statements for the corporation[;]
- [12] A roster of any stockholders[;]
- [13] A roster of any donors[;]
- [14] The structure of the board of directors[;]
- [15] The process for electing directors and officers[;]
- [16] Meeting procedures[;]
- [17] Voting rights and procedures[; and]
- [18] A copy of any and all payments made to any person for any purpose, including but not limited to salary, benefits, bonuses, expenses, reimbursements.

Wherefore [requestor] requests ... the Malden Community Fund Committee to perform a diligent search for all responsive records and then to provide all responsive records without delay and without charge as they failed to provide all responsive records in good faith

No Duty to Create Records

Please be advised, under the Public Records Law a custodian is not required to create a record in response to a public records request. See G. L. c. 66, § 6A(d). In addition, a public employee is not required to answer questions, or do research, or create documents in response to questions. See 32 Op. Att’y Gen. 157, 165 (May 18, 1977). The duty to comply with requests for records extends to those records that exist and are in the possession, custody, or control of the custodian of records at the time of the request. See G. L. c. 66, § 10(a)(ii).

Where the original request was submitted to the City, and the City has provided records in its possession, custody, or control that are responsive to the request, I find the City properly responded to this public records request. Further, based upon a telephone conference between a staff attorney of the Public Records Division and a representative of the City, the City confirmed that all responsive records have been provided.

Conclusion

Accordingly, where the City does not possess any additional records responsive to the request, and has no duty to create records responsive to the request, I will now consider this administrative appeal closed. If the requestor is unsatisfied with the resolution of this

Carol Ann Desiderio
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administrative appeal, please be advised that this office shares jurisdiction with the Superior Court of the Commonwealth. See G. c. 66, §§ 10(b)(ix), 10A(c) (pursuing administrative appeal does not limit availability of judicial remedies).

Sincerely,

A handwritten signature in black ink, appearing to read "Manza Arthur". The signature is fluid and cursive, with the first letter of each name being capitalized and prominent.

Manza Arthur
Supervisor of Records

cc: Commonwealth Transparency

EXHIBIT L



Back

Request Number 2024-0290

Request Details

Request Submitted	6/13/2024 8:00:00 AM
Requester Name	Malden NewsNetwork
Requested Department	Mayor's Office
Request Content	Please provide any and all communications created or received (e.g. email, attachments, notes, printed letters etc.) related to the formation, organization, creation, selection, establishment, incorporation, meeting schedule related (ie. stated in text body, subject, by any other reference) n advance of, anticipation of, or subsequent to the establishment of a "Malden Community Fund Committee", any "Community Fund Payment" or the "Wynn Malden Surrounding Community Fund Agreement", pertinent to City of Malden fund received by any known variation of these names or legal status. Thank you.
Request Document Attachment	No document submitted by requester.

Response Details

Response Date	7/3/2024 7:51:44 AM
Response Department	Parking
Response Content	See attached. Best
Response Document Attachment	<p>Casino-SurroundingCommunityAgreement.zip</p> <p>Casino-SurroundingCommunityAgreement(1).zip</p> <p>Casino-SurroundingCommunityAgreement(2).zip</p> <p>Casino-SurroundingCommunityAgreement(3).zip</p> <p>CasinoCommunityFundprocess(1).eml</p> <p>Accepted_CasinoCommunityFundprocess(1).eml</p> <p>CommunityFund(1).eml</p> <p>RE_CommunityFund(2).eml</p> <p>CommunityFundCommittee(1).eml</p> <p>Re_CommunityFund(3).eml</p> <p>FW_Casino-SurroundingCommunityAgreement-Malden_EXTERNALEMAIL_(2).eml</p> <p>By-Laws(1).eml</p> <p>MOU(4).eml</p> <p>RE_MOU(15).eml</p> <p>revised(2).eml</p> <p>RE_Revised(4).eml</p> <p>ByLaws.eml</p> <p>RE_revised(5).eml</p> <p>FollowUp(1).eml</p> <p>RE_FollowUp(3).eml</p> <p>Re_FollowUp(4).eml</p> <p>DiscussEncoreCommunityFund.eml</p> <p>Accepted_DiscussEncoreCommunityFund.eml</p> <p>Automaticreply_DiscussEncoreCommunityFund.eml</p> <p>Accepted_DiscussEncoreCommunityFund(1).eml</p> <p>MOU(5).eml</p> <p>CommunityFundGrantsMeeting.eml</p> <p>CommunityFundGrantsMeeting(1).eml</p> <p>Declined_CommunityFundGrantsMeeting.eml</p> <p>Accepted_CommunityFundGrantsMeeting.eml</p> <p>CommunityFundBankAccount.eml</p> <p>Re_CommunityFundBankAccount.eml</p> <p>Automaticreply_CommunityFundBankAccount.eml</p> <p>Re_CommunityFundBankAccount(1).eml</p> <p>Re_CommunityFundBankAccount(2).eml</p> <p>10000communityfund(1).eml</p> <p>RE_10000communityfund(1).eml</p> <p>Re_10000communityfund.eml</p> <p>Re_10000communityfund(2).eml</p> <p>RE_10000communityfund(3).eml</p> <p>Re_10000communityfund(4).eml</p> <p>EINNumber.eml</p> <p>CheckCommunityFund.eml</p> <p>CommunityFund(2).eml</p> <p>CommunityFund(3).eml</p> <p>EncoreCheck.eml</p> <p>RE_EncoreCheck(1).eml</p> <p>RE_EncoreCheck.eml</p> <p>By-Laws(2).eml</p> <p>Re_CommunityFundMeeting.eml</p> <p>Re_CommunityFundMeeting(2).eml</p> <p>RE_CommunityFundMeeting(1).eml</p> <p>RE_CommunityFundMeeting(3).eml</p> <p>Re_CommunityFundMeeting(4).eml</p> <p>FW_CommunityFundMeeting.eml</p> <p>CommunityFundMeeting.eml</p> <p>Accepted_CommunityFundMeeting.eml</p> <p>Accepted_CommunityFundMeeting(3).eml</p> <p>Re_CommunityFundMeeting(5).eml</p> <p>RE_Inmonthphone.eml</p> <p>RE_CommunityFundMeeting(6).eml</p> <p>communityfundbylaws.eml</p> <p>RE_communityfundbylaws.eml</p> <p>(Nosubject).eml</p>

EXHIBIT M

Subject: Request for Referral to AGO - Request for APPEAL - Request for Determination - City of Malden - Material Misrepresentations to SPR and PRR Requests

Date: Wednesday, July 3, 2024 at 2:43:35 PM Eastern Daylight Time

From: Commonwealth Transparency <info@opencommonwealth.org>

To: pre@sec.state.ma.us <pre@sec.state.ma.us>, Arthur, Manza (SEC) <manza.arthur@sec.state.ma.us>

CC: SEC-DL-PREWEB <SEC-DL-PREWEB@sec.state.ma.us>, publicrecords@cityofmalden.org <publicrecords@CITYOFMALDEN.ORG>, Carol Ann Desiderio <CDesiderio@CITYOFMALDEN.ORG>, Pierce, Patrick (SEC) <Patrick.Pierce@sec.state.ma.us>, Gottfredsen, Jeffrey (SEC) <Jeffrey.Gottfredsen@sec.state.ma.us>

Priority: High

Attachments: spr241754.pdf, PublicRequestDetails #2024-0290.pdf, All Emails.pdf, All Attachments.zip, Exhibit 1.pdf, Exhibit 2.pdf, Exhibit 3.pdf, Exhibit 4.pdf

Greetings:

On June 26, 2024 the SPR determined and published SPR 24/1754 (Attached).

In her determination, she specifically found and stated “Where the original request was submitted to the City, and the City has provided records in its possession, custody, or control that are responsive to the request, I find the City properly responded to this public records request. Further, based upon a telephone conference between a staff attorney of the Public Records Division and a representative of the City, the City confirmed that all responsive records have been provided. “

On July 3, 2024 the City of Malden responded to a PRR from another News Organization, Malden News Network. The request is referred to as #2024-0290 and the request and response are attached hereto.

All 60 responsive emails are attached hereto in the All Emails.pdf document.
The attachments for the 60 responsive emails are attached in the All Attachments.zip file.

The City of Malden made material misrepresentations to the SPR and to OpenCommonwealth regarding the public records request at issue in SPR 24/1754.

On May 29, 2024 OpenCommonwealth.org served The City of Malden with the attached PRR. (Exhibit 1)

On June 10, 2024 The City of Malden responded stating verbatim: “Please find attached the only responsive documents that the City of Malden has pertaining to this request.” (Exhibit 2) and provided the attached response document (Exhibit 3).

OpenCommonwealth Appealed, and SPR 24/1754 was opened and docketed as a result.

On June 12 and 13, 2024 Maria Luise, ESQ who is the Special Assistant to the Mayor

of Malden and moonlights as the President and Director of the Malden Community Fund, Inc. communicated with the SPR and OpenCommonwealth regarding the appeal known as SPR 24/1745. In her email she states verbatim “As such, out of an abundance of caution, the City responded with what the City of Malden would have as responsive...”. (Exhibit 4)

The following records were withheld which were and are responsive to OpenCommonwealth’s PRR of May 29, 2024 at issue here and in SPR 24/1754, to be subsequently released on July 3, 2024 in the unrelated PRR (2024-0290) to Malden News Network:

1. Invite.ics (All Attachments.zip)
2. 7-7-2019 ML Email By-Laws.docx (All Attachments.zip)
3. 7-16-2019 RH Email MOUJuly2019NonProfit.docx (All Attachments.zip)
4. 7-30-2019 ML Email By-Laws .docx (All Attachments.zip)
5. By-Laws 12-11-19 ML Email .docx (All Attachments.zip)
6. By-Laws.docx (All Attachments.zip)
7. MaldenCommFundBylaws.docx By-Laws.docx (All Attachments.zip)
8. MOU.docx (All Attachments.zip)
9. MOUJuly2019NonProfit.docx (All Attachments.zip)
10. Every page of All emails.pdf discusses some or all of the following:
 - a. The bylaws of the Corporation
 - b. Filings made with the Commonwealth of Massachusetts
 - c. Meeting notices
 - d. Meeting minutes, discussions and outcomes
 - e. Banking/savings/share/investment accounts
 - f. Financial information maintained for the Corporation
 - g. Expenditures made by the Corporation
 - h. Income to the Corporation
 - i. Donations made to the Corporation
 - j. Financial statements for the Corporation
 - k. The structure of the board of directors.
 - l. The process for electing directors and officers.
 - m. Meeting procedures.
 - n. Voting rights and procedures.
 - o. Payments made.

OpenCommonwealth has information that all of the records sought in the request of May 29, 2024 A.K.A. SPR 24/1754 are in the possession of and under the control of the City of Malden. These records are maintained on City of Malden Systems, accessed, manipulated and used ***exclusively*** by City of Malden employees and paid for by the citizens of Malden. The Corporate Offices of the Malden Community Fund, Inc. ate at 110 Pleasant Street, a building owned and operated by the City of Malden.

The City of Malden willfully, with intent and with purpose withheld responsive records in its possession and under its control from OpenCommonwealth and the PRR served upon the City on May 29, 2024.

The City of Malden willfully, with intent and with purpose, made material misrepresentations to OpenCommonwealth and to the SPR regarding responsive records in its possession and under its control from OpenCommonwealth and the PRR served upon the City on May 29, 2024 in their responses to OpenCommonwealth and the SPR (Exhibit 3 and the Determination of SPR 241754).

Maria Luise willfully, with intent and with purpose, made material misrepresentations to OpenCommonwealth and to the SPR regarding responsive records in the possession of and under the control of the City of Malden regarding the PRR served upon the City on May 29, 2024 in her email (Exhibit 4). Maria Luise is a licensed and current member of the Massachusetts Bar Association and has a moral, ethical and legal duty to communicate with candor and honesty to a tribunal (The SPR).

Employees of the City of Malden, Maria Luise, Ron Hogan (Also on the Malden Community Fund, Inc.), Charles Ranaghan and others used City of Malden infrastructure, email systems, computers, addresses, time and effort to operate the Malden Community Fund, Inc. all the while affirming to the SPR, OpenCommonwealth and others "...other records specific to the Malden Community Fund were not public records" (Exhibit 4) and "Please be advised the entity in question, "Malden Community Fund", is a non profit corporate entity that is not under the control of the City off Malden.. Therefore, there are no responsive documents off outgoing payments from the "Malden Community Fund". All the while using taxpayer funded resources, time, materials and systems to operate same.

OpenCommonwealth encourages the SPR to read all of the records and decide for herself if Malden has operated in good-faith.

OpenCommonwealth seek the following relief, findings and Orders:

- A referral to the AGO for material misrepresentations made by the City and by a Lawyer of the City to a records requestor ant to the SPR.
- A referral to the AGO for willful and purposeful withholding of responsive records by Malden.
- Finding and Ordering Malden to perform a comprehensive and diligent search for ALL responsive records regarding the Malden Community Fund, Inc. for all requestors, including OpenCommonwealth.
- Finding and Ordering Malden to produce ALL responsive records to all requestors without delay and without charge.
- Finding that Malden can no longer be treated or benefit from any assumption that

they are operating in good faith and are honestly answering public records requests and as such their words cannot be trusted as to Public Records inquiry and responses.

Kindest Regards,

OpenCommonwealth.org

From: Pierce, Patrick (SEC) <Patrick.Pierce@sec.state.ma.us>
Date: Wednesday, June 26, 2024 at 10:30 AM
To: Commonwealth Transparency <info@opencommonwealth.org>, Carol AnnDesiderio <cdesiderio@cityofmalden.org>, publicrecords@cityofmalden.org <publicrecords@cityofmalden.org>
Cc: SEC-DL-PREWEB <SEC-DL-PREWEB@sec.state.ma.us>
Subject: SPR24/1754 Determination

Good Morning,

Please be aware, the Supervisor of Records has issued a determination relating to an appeal in which you were involved. This determination is attached and available online at:
<http://www.sec.state.ma.us/AppealsWeb/AppealsStatus.aspx>.

If you have any questions, please contact the Public Records Division at 617-727-2832 or pre@sec.state.ma.us.

Thank you,

Patrick Pierce (He/Him/His)
Office of the Secretary of the Commonwealth
Public Records Division
One Ashburton Place, Room 1719
Boston, MA, 02108
617-727-2832

EXHIBIT N

Subject: RE: Request for Referral to AGO - Request for APPEAL - Request for Determination - City of Malden - Material Misrepresentations to SPR and PRR Requests
Date: Friday, July 5, 2024 at 4:59:53 PM Eastern Daylight Time
From: Angelica, Nicole (SEC) <Nicole.Angelica@sec.state.ma.us>
To: Commonwealth Transparency <info@opencommonwealth.org>, Carol AnnDesiderio <cdesiderio@cityofmalden.org>, Public Records <publicrecords@cityofmalden.org>
CC: SEC-DL-PREWEB <SEC-DL-PREWEB@sec.state.ma.us>

Good Afternoon,

Based upon the request below, our office has opened this case for reconsideration.

In keeping with the timeframes set out in SPR Bulletin 04-17 (<https://www.sec.state.ma.us/divisions/public-records/prepra/significant-interest/SPR-Bulletin-04-17-Timeframes-for-Reconsiderations-and-In-Camera-Reviews.htm>) the decision on this matter will be due from our office 15 business days from the day the request for reconsideration was received.

Thank you,

Nicole Angelica (she/her)
Staff Attorney
Office of the Secretary of the Commonwealth
Public Records Division
One Ashburton Place, Room 1719
Boston, MA 02108
Tel: (617) 727-2832
Fax: (617)727-5914
Email: Nicole.Angelica@sec.state.ma.us

From: Commonwealth Transparency <info@opencommonwealth.org>
Sent: Wednesday, July 3, 2024 2:44 PM
To: SEC-DL-PREWEB <SEC-DL-PREWEB@sec.state.ma.us>; Arthur, Manza (SEC) <manza.arthur@sec.state.ma.us>
Cc: SEC-DL-PREWEB <SEC-DL-PREWEB@sec.state.ma.us>; publicrecords@cityofmalden.org; Carol AnnDesiderio <cdesiderio@cityofmalden.org>; Pierce, Patrick (SEC) <Patrick.Pierce@sec.state.ma.us>; Gottfredsen, Jeffrey (SEC) <Jeffrey.Gottfredsen@sec.state.ma.us>
Subject: Request for Referral to AGO - Request for APPEAL - Request for Determination - City of Malden - Material Misrepresentations to SPR and PRR Requests
Importance: High

Greetings:

On June 26, 2024 the SPR determined and published SPR 24/1754 (Attached).

In her determination, she specifically found and stated “Where the original request was submitted to the City, and the City has provided records in its possession, custody, or control that are responsive to the request, I find the City properly responded to this public records request. Further, based upon a telephone conference between a staff attorney of

the Public Records Division and a representative of the City, the City confirmed that all responsive records have been provided. “

On July 3, 2024 the City of Malden responded to a PRR from another News Organization, Malden News Network. The request is referred to as #2024-0290 and the request and response are attached hereto.

All 60 responsive emails are attached hereto in the All Emails.pdf document.
The attachments for the 60 responsive emails are attached in the All Attachments.zip file.

The City of Malden made material misrepresentations to the SPR and to OpenCommonwealth regarding the public records request at issue in SPR 24/1754.

On May 29, 2024 OpenCommonwealth.org served The City of Malden with the attached PRR. (Exhibit 1)

On June 10, 2024 The City of Malden responded stating verbatim: “Please find attached the only responsive documents that the City of Malden has pertaining to this request.” (Exhibit 2) and provided the attached response document (Exhibit 3).

OpenCommonwealth Appealed, and SPR 24/1754 was opened and docketed as a result.

On June 12 and 13, 2024 Maria Luise, ESQ who is the Special Assistant to the Mayor of Malden and moonlights as the President and Director of the Malden Community Fund, Inc. communicated with the SPR and OpenCommonwealth regarding the appeal known as SPR 24/1745. In her email she states verbatim “As such, out of an abundance of caution, the City responded with what the City of Malden would have as responsive...”. (Exhibit 4)

The following records were withheld which were and are responsive to OpenCommonwealth’s PRR of May 29, 2024 at issue here and in SPR 24/1754, to be subsequently released on July 3, 2024 in the unrelated PRR (2024-0290) to Malden News Network:

1. Invite.ics (All Attachments.zip)
2. 7-7-2019 ML Email By-Laws.docx (All Attachments.zip)
3. 7-16-2019 RH Email MOUJuly2019NonProfit.docx (All Attachments.zip)
4. 7-30-2019 ML Email By-Laws .docx (All Attachments.zip)
5. By-Laws 12-11-19 ML Email .docx (All Attachments.zip)
6. By-Laws.docx (All Attachments.zip)
7. MaldenCommFundBylaws.docx By-Laws.docx (All Attachments.zip)
8. MOU.docx (All Attachments.zip)

9. MOUJuly2019NonProfit.docx (All Attachments.zip)
10. Every page of All emails.pdf discusses some or all of the following:
 - a. The bylaws of the Corporation
 - b. Filings made with the Commonwealth of Massachusetts
 - c. Meeting notices
 - d. Meeting minutes, discussions and outcomes
 - e. Banking/savings/share/investment accounts
 - f. Financial information maintained for the Corporation
 - g. Expenditures made by the Corporation
 - h. Income to the Corporation
 - i. Donations made to the Corporation
 - j. Financial statements for the Corporation
 - k. The structure of the board of directors.
 - l. The process for electing directors and officers.
 - m. Meeting procedures.
 - n. Voting rights and procedures.
 - o. Payments made.

OpenCommonwealth has information that all of the records sought in the request of May 29, 2024 A.K.A. SPR 24/1754 are in the possession of and under the control of the City of Malden. These records are maintained on City of Malden Systems, accessed, manipulated and used ***exclusively*** by City of Malden employees and paid for by the citizens of Malden. The Corporate Offices of the Malden Community Fund, Inc. are at 110 Pleasant Street, a building owned and operated by the City of Malden.

The City of Malden willfully, with intent and with purpose withheld responsive records in its possession and under its control from OpenCommonwealth and the PRR served upon the City on May 29, 2024.

The City of Malden willfully, with intent and with purpose, made material misrepresentations to OpenCommonwealth and to the SPR regarding responsive records in its possession and under its control from OpenCommonwealth and the PRR served upon the City on May 29, 2024 in their responses to OpenCommonwealth and the SPR (Exhibit 3 and the Determination of SPR 241754).

Maria Luise willfully, with intent and with purpose, made material misrepresentations to OpenCommonwealth and to the SPR regarding responsive records in the possession of and under the control of the City of Malden regarding the PRR served upon the City on May 29, 2024 in her email (Exhibit 4). Maria Luise is a licensed and current member of the Massachusetts Bar Association and has a moral, ethical and legal duty to communicate with candor and honesty to a tribunal (The SPR).

Employees of the City of Malden, Maria Luise, Ron Hogan (Also on the Malden Community

Fund, Inc.), Charles Ranaghan and others used City of Malden infrastructure, email systems, computers, addresses, time and effort to operate the Malden Community Fund, Inc. all the while affirming to the SPR, OpenCommonwealth and others "...other records specific to the Malden Community Fund were not public records" (Exhibit 4) and "Please be advised the entity in question, "Malden Community Fund", is a non profit corporate entity that is not under the control of the City off Malden.. Therefore, there are no responsive documents off outgoing payments from the "Malden Community Fund". All the while using taxpayer funded resources, time, materials and systems to operate same.

OpenCommonwealth encourages the SPR to read all of the records and decide for herself if Malden has operated in good-faith.

OpenCommonwealth seek the following relief, findings and Orders:

- A referral to the AGO for material misrepresentations made by the City and by a Lawyer of the City to a records requestor ant to the SPR.
- A referral to the AGO for willful and purposeful withholding of responsive records by Malden.
- Finding and Ordering Malden to perform a comprehensive and diligent search for ALL responsive records regarding the Malden Community Fund, Inc. for all requestors, including OpenCommonwealth.
- Finding and Ordering Malden to produce ALL responsive records to all requestors without delay and without charge.
- Finding that Malden can no longer be treated or benefit from any assumption that they are operating in good faith and are honestly answering public records requests and as such their words cannot be trusted as to Public Records inquiry and responses.

Kindest Regards,

OpenCommonwealth.org

From: Pierce, Patrick (SEC) <Patrick.Pierce@sec.state.ma.us>
Date: Wednesday, June 26, 2024 at 10:30 AM

To: Commonwealth Transparency <info@opencommonwealth.org>, Carol AnnDesiderio <cdesiderio@cityofmalden.org>, publicrecords@cityofmalden.org <publicrecords@cityofmalden.org>
Cc: SEC-DL-PREWEB <SEC-DL-PREWEB@sec.state.ma.us>
Subject: SPR24/1754 Determination

Good Morning,

Please be aware, the Supervisor of Records has issued a determination relating to an appeal in which you were involved. This determination is attached and available online at:
<http://www.sec.state.ma.us/AppealsWeb/AppealsStatus.aspx>.

If you have any questions, please contact the Public Records Division at 617-727-2832 or pre@sec.state.ma.us.

Thank you,

Patrick Pierce (He/Him/His)
Office of the Secretary of the Commonwealth
Public Records Division
One Ashburton Place, Room 1719
Boston, MA, 02108
617-727-2832

OpenCommonwealth.org is a free and open public media organization. We serve the greater Massachusetts community with the goal to provide and empower citizen oversight of governmental operations and activities, help citizens understand how, why and where taxpayer dollars are expended, and to investigate, gather and report the facts in the online publications found on the webpages and social media accounts of OpenCommonwealth.org. OpenCommonwealth.org is a free service, is staffed only by volunteers, and all costs and expenses are borne by its creators. No person has ever paid OpenCommonwealth.org any monies, or any in-kind contributions for its reporting, or access to any of its files. It is the structural intent of OpenCommonwealth.org to maintain and persist as an absolutely free service to the entire public. Since its inception, OpenCommonwealth.org has been viewed by over 130,000 visitors between the website and social media, and has had over 20,000 external visitors view and/or download records from our free and publicly available records repository. Currently OpenCommonwealth.org has over a 1.5 Terabytes of publicly available content published. This communication, along with any attachments, is covered by federal and state law governing electronic communications and may contain confidential and legally privileged information. If the reader of this message is not the intended recipient, you are hereby notified that any dissemination, distribution, use or copying of this message is strictly prohibited. If you have received this in error, please reply immediately to the sender and delete this message. Thank you. Circular 230 Disclosure: To ensure compliance with requirements imposed by the IRS, we inform you that any U.S. tax advice contained in this communication (including any attachments) is not intended or written to be used, and cannot be used, for the purpose of (i) avoiding penalties under the Internal Revenue Code, or (ii) promoting, marketing or recommending to another party any matters addressed herein.

EXHIBIT O



The Commonwealth of Massachusetts
William Francis Galvin, Secretary of the Commonwealth
Public Records Division

Manza Arthur
Supervisor of Records

July 26, 2024
SPR24/1754

Carol Desiderio
City Clerk
City of Malden
215 Pleasant Street
Second Floor, Room 220
Malden, MA 02148

Dear Ms. Desiderio:

I have received the petition of Commonwealth Transparency (“requestor”) requesting reconsideration of my June 17, 2024 determination pertaining to a request to the City of Malden (City). Specifically, the requestor sought the following:

...documents/records in your possession or under your control for the Malden Community Fund Committee, Inc. ...for any time prior to and through May 29, 2024:

- [1] The bylaws of the corporation[;]
- [2] Any and all filings made with the Commonwealth of Massachusetts[;]
- [3] Any and all [Internal Revenue Service (IRS)] filings[;]
- [4] Any and all meeting notices[;]
- [5] Any and all meeting minutes[;]
- [6] Any EIN assigned to the corporation by the IRS[;]
- [7] Any EIN assigned by the Commonwealth of Massachusetts[;]
- [8] A copy of any and all banking statements for any and all banking/savings/share/investment accounts[;]
- [9] A copy of the financial ledger maintained for the corporation[;]
- [10] A copy of any expenditures made by the corporation[;]
- [11] A copy of any and all income to the corporation[;]
- [12] A copy of any and all donations made to the corporation[;]
- [13] A copy of any and all financial statements for the corporation[;]
- [14] A roster of any stockholders[;]
- [15] A roster of any donors[;]
- [16] The structure of the board of directors[;]
- [17] The process for electing directors and officers[;]

Carol Ann Desiderio
Page 2
July 26, 2024

SPR24/1754

- [18] Meeting procedures[;]
- [19] Voting rights and procedures[; and]
- [20] A copy of any and all payments made to any person for any purpose, including but not limited to salary, benefits, bonuses, expenses, reimbursements.

Previous Appeal

This request was the subject of a previous appeal. See SPR24/1754 Determination of the Supervisor of Records (June 17, 2024). In my June 17, 2024 determination, I found that the City confirmed that all responsive records have been provided. In an email received on July 3, 2024, the requestor asked that I reconsider my previous determination.

The Public Records Law

The Public Records Law strongly favors disclosure by creating a presumption that all governmental records are public records. G. L. c. 66, § 10A(d); 950 C.M.R. 32.03(4). “Public records” is broadly defined to include all documentary materials or data, regardless of physical form or characteristics, made or received by any officer or employee of any agency or municipality of the Commonwealth, unless falling within a statutory exemption. G. L. c. 4, § 7(26).

It is the burden of the records custodian to demonstrate the application of an exemption in order to withhold a requested record. See G. L. c. 66, § 10(b)(iv); 950 C.M.R. 32.06(3); see also Dist. Attorney for the Norfolk Dist. v. Flatley, 419 Mass. 507, 511 (1995) (custodian has the burden of establishing the applicability of an exemption). To meet the specificity requirement a custodian must not only cite an exemption, but must also state why the exemption applies to the withheld or redacted portion of the responsive record.

The City’s June 10th response

In its June 10, 2024 response, the City attached several documents responsive to the request. The City stated, “[p]lease be advised the entity in question, ‘Malden Community Fund’, is a non profit corporate entity that is not under the control of the [City]. Therefore, there are no responsive documents of outgoing payments from the ‘Malden Community Fund.’”

Reconsideration request

In email correspondence on July 3, 2024, the requestor states, “[t]he [City] made material misrepresentations to the [Supervisor of Records and to the requestor] regarding the public records request at issue.... The following records were withheld which were and are responsive to [the request], to be subsequently released... [as part of an unrelated public records request by unrelated third party].... [These records] are in the possession of and under the control of the City....”

Carol Ann Desiderio
Page 3
July 26, 2024

SPR24/1754

In light of the requestor's claims above, it is unclear whether additional responsive records exist. The City must clarify this matter.

Conclusion

Accordingly, the City is ordered to provide the requestor with a response to the request, provided in a manner consistent with this order, the Public Records Law and its Regulations within ten (10) business days. A copy of any such response must be provided to this office. It is preferable to send an electronic copy of the response to this office at pre@sec.state.ma.us. The requestor may appeal the City's response within ninety days. See 950 C.M.R. 32.08(1).

Sincerely,

A handwritten signature in black ink, appearing to read "Manza Arthur". The signature is written in a cursive, flowing style.

Manza Arthur
Supervisor of Records

cc: Commonwealth Transparency

EXHIBIT P

Subject: Request for Appeal - Malden Community Fund, Inc. - Non-Responsive
Date: Thursday, June 27, 2024 at 6:46:31 PM Eastern Daylight Time
From: Commonwealth Transparency <info@opencommonwealth.org>
To: pre@sec.state.ma.us <pre@sec.state.ma.us>, SEC-DL-PREWEB <SEC-DL-PREWEB@sec.state.ma.us>
CC: maluise@boslaw.net <maluise@boslaw.net>
Priority: High
Attachments: The Malden Community Fund Committee, Inc.pdf

Greetings,

On June 12, 2024, the following PRR was served upon the president of the Malden Community Fund, Inc ("Fund").

From: Commonwealth Transparency <info@opencommonwealth.org>
Date: Wednesday, June 12, 2024 at 7:14 PM
To: maluise@boslaw.net <maluise@boslaw.net>
Subject: Public Record Request under the Massachusetts Public Records Law
M.G.L. c66, §§ 10-10A

Greetings:

This is a ***not*** a modification of a prior public records request under the Massachusetts Public Records Law M.G.L. c66, §§ 10-10A:

Please provide the following documents/records in your possession or under your control for the Malden Community Fund Committee, Inc. (Corporate Filing Attached) for ***any time prior to and through May 29, 2024:***

- The bylaws of the Corporation
- Any and all filings made with the Commonwealth of Massachusetts
- Any and all IRS (Internal Revenue Service) filings
- Any and all meeting notices
- Any and all meeting minutes
- Any EIN assigned to the corporation by the IRS
- Any EIN assigned by the Commonwealth of Massachusetts
- A copy of any and all banking statements for any and all banking/savings/share/investment accounts
- A copy of the financial ledger maintained for the Corporation
- A copy of any expenditures made by the Corporation
- A copy of any and all income to the Corporation
- A copy of any and all donations made to the Corporation
- A copy of any and all financial statements for the Corporation
- A roster of any stockholders
- A roster of any donors

- The structure of the board of directors.
- The process for electing directors and officers.
- Meeting procedures.
- Voting rights and procedures.
- A copy of any and all payments made to any person for any purpose, including but not limited to salary, benefits, bonuses, expenses, reimbursements.

This request seeks responsive documents be delivered in electronic format and in the format in which they are regularly maintained, and specifically includes all electronic mail attachments ***and metadata***.

Where no such records in the above categories exist, please provide a written statement to that effect.

With respect to the form of production, we note that relevant regulations require the production of records in an accessible, commonly used electronic form, to the extent feasible. See 950 CMR 32.04(5)(d).

The records custodian who receives this request is required to use his or her “superior knowledge” to determine the exact records that are responsive to this request.

Your government entity may have multiple RAOs that are assigned to a specific division or department within that entity. A request to one RAO may include records of another division or department within the RAOs’ agency or municipality. RAOs must use their superior knowledge of the records to ensure that a request for records is delivered to the appropriate party. Therefore, an RAO is expected to forward such requests to the appropriate parties within its municipality or agency.

Record custodians are also required to implement new record keeping systems and databases in such a way as to allow for “retrieval of public portions of records to provide maximum public access.” See 950 CMR 32.07(1)(e).

Extraction of such data from a database or electronic record system does not constitute creating a new record. See 950 CMR 32.07(1)(f). Printing these records from a database or electronic system, redacting them with a marker, and then re-scanning them, is generally not consistent with these regulations; this process provides the digital records neither in the preferred form nor in a “searchable machine-readable form.” 950 CMR 32.04(5)(d).

If necessary, we welcome reasonable suggested modifications pursuant to 950 CMR 32.06(2)(g). Per Attorney Gen. v. Dist. Attorney for Plymouth Dist., 484 Mass. 260, 141 N.E.3d 429 (2020), compiling information from a database is not tantamount to creating a new record that would otherwise be precluded under public records law. Specifically: “Where public records are in electronic form, a public records request that requires a government entity to search its electronic database to extract requested data does not mean that the extracted data constitute the creation of a new record, which would not be required, under the public records law. ” Id. at 442 to 443.

Thus, we request that your department query its database and provide a response to the records request. Should you determine that some portions of the documents are exempt from disclosure, please release any reasonably segregable portions that are not exempt. In addition, please note for any such redactions the applicable statutory exemption and explain why it applies to the redacted or withheld information.

This request and all responsive documents are for express purposes of gathering information to promote citizen oversight and further the public understanding of the operation and activities of our government.

Kindest Regards,

OpenCommonwealth.org

As of the COB today, 10 business days have passed and the Fund has failed to respond in any way.

Wherefore, OpenCommonwealth requests that the SPR find and Order the Fund to perform a diligent search for all responsive records, and provide all responsive records without delay and without cost as the Fund failed to provide a good-faith response within 10 business day as required by the Massachusetts Public Records Law M.G.L. c66, §§ 10-10A.

Kindest Regards,

OpenCommonwealth.org

EXHIBIT Q



The Commonwealth of Massachusetts
William Francis Galvin, Secretary of the Commonwealth
Public Records Division

Manza Arthur
Supervisor of Records

June 28, 2024
SPR24/1897

Commonwealth Transparency
opencommonwealth.org
VIA EMAIL

Dear Commonwealth Transparency:

I have received your letter appealing the response of the Malden Community Fund to your request for records.

I have directed a member of my staff, Jeffrey Gottfredsen, Esq., to review this matter. Upon completion of the review, I will advise you in writing of the disposition of this case. If in the interim you receive a satisfactory response to your request, please notify this office immediately.

Any further correspondence concerning this specific appeal should refer to the SPR case number listed under the date of this letter.

Sincerely,

A handwritten signature in black ink that reads "Manza Arthur".

Manza Arthur
Supervisor of Records

cc: Maria Luise

EXHIBIT R



The Commonwealth of Massachusetts
William Francis Galvin, Secretary of the Commonwealth
Public Records Division

Manza Arthur
Supervisor of Records

July 15, 2024
SPR24/1897

Maria Luise
President
The Malden Community Fund Committee, Inc.
110 Pleasant Street
Malden, MA 02148

Dear Ms. Luise:

I have received the petition of Commonwealth Transparency (“requestor”) appealing the nonresponse of The Malden Community Fund Committee, Inc. (Committee) to a request for public records. See G. L. c. 66, § 10A; see also 950 C.M.R. 32.08(1). On June 12, 2024, the requestor sought the following records:

- [1.] The bylaws of the Corporation
- [2.] Any and all filings made with the Commonwealth of Massachusetts
- [3.] Any and all IRS (Internal Revenue Service) filings
- [4.] Any and all meeting notices
- [5.] Any and all meeting minutes
- [6.] Any EIN assigned to the corporation by the IRS
- [7.] Any EIN assigned by the Commonwealth of Massachusetts
- [8.] A copy of any and all banking statements for any and all banking/savings/share/investment accounts
- [9.] A copy of the financial ledger maintained for the Corporation
- [10.] A copy of any expenditures made by the Corporation
- [11.] A copy of any and all income to the Corporation
- [12.] A copy of any and all donations made to the Corporation
- [13.] A copy of any and all financial statements for the Corporation
- [14.] A roster of any stockholders
- [15.] A roster of any donors
- [16.] The structure of the board of directors.
- [17.] The process for electing directors and officers.
- [18.] Meeting procedures.
- [19.] Voting rights and procedures.
- [20.] A copy of any and all payments made to any person for any purpose, including but

Maria Luise
Page 2
July 15, 2024

SPR24/1897

not limited to salary, benefits, bonuses, expenses, reimbursements.

Having received no response, the requestor petitioned this office, and this case, SPR24/1897, was opened as a result.

Subsequent to the opening of this appeal, I understand that the Committee intends to provide a response. Accordingly, said response must be provided in a manner consistent with the Public Records Law and its Regulations within ten business days. A copy of any such response must be provided to this office. It is preferable to send an electronic copy of the response to this office at pre@sec.state.ma.us. If issues remain unresolved, the requestor may appeal the substantive nature of the Committee's response within ninety days. See 950 C.M.R. 32.08(1).

Sincerely,

A handwritten signature in black ink, appearing to read "Manza Arthur". The signature is fluid and cursive, with the first name "Manza" being more prominent and the last name "Arthur" following in a similar style.

Manza Arthur
Supervisor of Records

cc: Commonwealth Transparency
Alicia A. McNeil, Esq.