

MASSACHUSETTS PORT AUTHORITY
MINUTES OF THE MEETING HELD ON
APRIL 13, 2017 AT 9:00 A.M.
ONE HARBORSIDE DRIVE, EAST BOSTON, MA

The meeting of the Members of the Massachusetts Port Authority was held at One Harborside Drive, East Boston, Massachusetts on April 13, 2017. Chairman Michael P. Angelini presided. L. Duane Jackson, Lewis G. Evangelidis, Patricia A. Jacobs, John A. Nucci, Sean M. O'Brien, Stephanie L. Pollack, Thomas P. Glynn, CEO and Executive Director, Catherine McDonald, Chief Legal Counsel, Elizabeth Morse, Chief of Staff, John P. Prankevicius, Director of Administration and Finance and Secretary-Treasurer, Edward C. Freni, Director of Aviation, Lisa Wieland, Port Director, Houssam H. Sleiman, Director, Capital Programs & Environmental Affairs, Elizabeth Becker, Director, Community Relations and Government Affairs, Gordon Carr, Acting Deputy Director of Strategic and Business Planning, Flavio Leo, Director of Aviation Planning and Strategy, and Michael A. Grieco, Assistant Secretary-Treasurer were in attendance.

The meeting commenced at 9:00 A.M.

Public Comment

There were no requests to speak during the Public Comment Period.

Executive Session

Upon a motion duly made and seconded, it was

VOTED:

That the Authority enter executive session to consider the purchase, exchange, lease or value of real property, specifically regarding the 88 Black Falcon lease amendment, the Food & Beverage, News, Duty Free, & Specialty Retail Concession lease agreement, the Massport Marine Terminal Millennium Parcel 5, and the Summer Street Hotel development agreement and lease, since a discussion in open session may have a detrimental effect on the negotiating position of the Authority; and

That the Authority enter executive session to discuss the deployment of security personnel or devices, or strategies with respect thereto.

Members Angelini, Jackson, Jacobs, Nucci, and O'Brien voted Yes.

Mr. Angelini stated that the Authority will reconvene after Executive Session.

Returned to public session at 10:30 A.M.

Ratification and Approval of the minutes of the March 16, 2017 Board Meeting

Upon a motion duly made and seconded, it was

VOTED:

To ratify and approve the minutes of the March 16, 2017 Board Meeting.

Members Angelini, Evangelidis, Jackson, Jacobs, Nucci, O'Brien, and Pollack voted Yes.

Chairman's Comments

Report of the CEO

Mr. Glynn provided information on the Avianca event and the Terminal E renovation, on Air Canada's service to Vancouver, on the federal laptop ban and the Executive Order travel ban, on transportation network company driver background checks, on self-driving cars, on the Head of the Charles display at Logan, on the Earth Day ad, on Senator Warren's Worcester Airport comments, on the Flynn Cruiseport Boston signage and May 4th event, on the 88 Black Falcon project, on the Seaport Square Project's proposed Seaport Boulevard drawing, on the Trustees of Reservations' plan for a Boston Harbor park, on awards presented to Mr. Angelini, Mr. Glynn, and Mr. Masso, and on Boston City Councilor LaMattina's decision not to seek reelection. Mr. Freni presented information on the continued increase in Logan passengers, on the United Airlines overbooked flight passenger removal incident, and on the British Airways A380 airplane and its double jet bridge operation.

Community Outreach Committee

Dave Carlon, Massport CAC Chair

Mr. Carlon provided an update on some recent CAC actions including four Massport related resolutions that were recommended by its Aviation Subcommittee and passed by the CAC. Mr. Carlon also asked that the Authority post Board Meeting public session presentation materials on its website. Mr. Nucci and Mr. Glynn noted that the items referenced by Mr. Carlon would be reviewed by Authority staff and included on a Committee Meeting agenda.

Mr. Nucci left the meeting at 11:05 A.M.

Strategic Plan Implementation

Revenue Requests and Restrictions

Mr. Prankevicius presented information on the Authority's slight net operating margin due to its contributions to Statewide transportation goals, on the Authority's net operating margin compared to public authority peers, on the \$365 million expended for Central Artery/Tunnel roadways, on the transfer of the Tobin Bridge to MassDOT, on the purchase of the Worcester Regional Airport, on an MBTA land transfer and the Silver Line 1 service, and on the Authority's contributions to City of Boston revenues. Ms. McDonald presented information on federal restrictions on the use of airport revenue, on the Authority's federal grandfathered status, on the federal restrictions on diversion of airport revenues for ground access projects, and on some federal revenue diversion enforcement actions and potential penalties.

Aviation

Updates on Terminal E Modernization and Logan Parking Environmental Approval

Mr. Sleiman presented information on the Terminal C to E Connector project, on the Walden Pond, News Desk and Nobel Prize Recipient displays in Terminal E, and on the next steps in the Terminal E Modernization project. Mr. Carr presented information on the Authority's concurrent effort to amend the DEP Parking Freeze regulation to allow 5,000 new spaces and to commence the environmental review for the construction of those new spaces, and on the potential schedules for the DEP regulation process and the MEPA new garage spaces process.

Maritime

Conley Demand Projection

Ms. Wieland presented information on the growth of the Port of Boston's container market share since 2012, on Conley Terminal's current capacity versus its projected growth rate, on the potential that Conley Terminal could reach capacity in 2019 years earlier than prior projections, on Conley Terminal's operational constraints regarding yard, berth, and equipment capacity, and on potential budget reductions in beneficial federal programs.

Safety and Security Committee

Human Resources and Compensation Committee

BLANS Report

Mr. Leo presented information on the history of the Boston Logan Airport Overflight Noise Study (BLANS) conducted in conjunction with the Logan CAC, on a summary of the results of the three BLANS phases, and on the issuance of the Final Report in March 2017.

Real Estate and Strategic Initiatives Committee

Flynn Marine Park Master Plan

Mr. Carr presented information on the Master Plan proposals to adjust the designated port area boundary, to allow for more non-maritime activity, to increase flexibility of upper floor uses, to allow for mixed use development on piers, to reduce and modify truck routes, and to include airport-related activities.

Facilities and Construction Committee

Audit and Finance Committee

Assent Agenda

MPA L1359 – HVAC Equipment Upgrade at South Cargo Buildings 57, 58 and 62, Logan International Airport, East Boston, MA, Partial Project Budget

Upon a motion duly made and seconded, it was

VOTED:

To authorize the CEO & Executive Director, Secretary-Treasurer or Assistant Secretary-Treasurer to take all actions necessary or desirable and to execute all agreements necessary or desirable in order to continue with and complete the Authority's Capital Project known as the HVAC Equipment Upgrade at South Cargo Buildings 57, 58 and 62 (MPA L1359) subject to the following conditions: funds expended for the HVAC Equipment Upgrade at South Cargo Buildings 57, 58 and 62 Capital Project shall not exceed \$5,625,000.00 (the "Approved Partial Budget") as shown on the Financial Summary presented at the Board Meeting on April 13, 2017; the Director of Capital Programs and Environmental Affairs will provide to the Board annual updates on expenditures, contract amendments and change orders related to the HVAC Equipment Upgrade at South Cargo Buildings 57, 58 and 62 Capital Project and shall report back to the Board if at any time during the life of the Project it appears likely that the Project will exceed the Approved Partial Budget; the Director of Capital Programs and Environmental Affairs shall also report any material changes to the scope of work for the Capital Project as described in the back up materials presented at the Board Meeting on April 13, 2017. The CEO & Executive Director shall obtain all necessary permits and approvals and shall conduct all required environmental reviews prior to the execution of any agreement or to the commencement of any action all as may be required by law. Any agreement arising out of this vote shall contain such other terms and conditions as the person executing in accordance with this vote deems necessary or desirable.

Members Angelini, Evangelidis, Jackson, Jacobs, O'Brien, and Pollack voted Yes.

MPA W243 – Reconstruct Taxiway “B” between Runway 29 and Taxiway “F”, Worcester Regional Airport, Worcester, MA, Project Budget

Upon a motion duly made and seconded, it was

VOTED:

To authorize the CEO & Executive Director, Secretary-Treasurer or Assistant Secretary-Treasurer to take all actions necessary or desirable and to execute all agreements necessary or desirable in order to continue with and complete the Authority's Capital Project known as the Reconstruct Taxiway “B” between Runway 29 and Taxiway “F” (MPA W243) subject to the following conditions: funds expended for the Reconstruct Taxiway “B” between Runway 29 and Taxiway “F” Capital Project shall not exceed \$3,800,000.00 (the "Approved Budget") as shown on the Financial Summary presented at the Board Meeting on April 13, 2017; the Director of Capital Programs and Environmental Affairs will provide to the Board annual updates on expenditures, contract amendments and change orders related to the Reconstruct Taxiway “B” between Runway 29 and Taxiway “F” Capital Project and shall report back to the Board if at any time during the life of the Project it appears likely that the Project will exceed the Approved Budget; the Director of Capital Programs and Environmental Affairs shall also report any material changes to the scope of work for the Capital Project as described in the back up materials presented at the Board Meeting on April 13, 2017. The CEO & Executive Director shall obtain all necessary permits and approvals and shall conduct all required environmental reviews prior to the execution of any agreement or to the commencement of any action all as may be required by law. Any agreement arising out of this vote shall contain such other terms and conditions as the person executing in accordance with this vote deems necessary or desirable.

Members Angelini, Evangelidis, Jackson, Jacobs, O’Brien, and Pollack voted Yes.

MPA M592 – Cruise Terminal Seawall Reconstruction, Black Falcon Cruise Terminal, South Boston, MA, Partial Project Budget

Upon a motion duly made and seconded, it was

VOTED:

To authorize the CEO & Executive Director, Secretary-Treasurer or Assistant Secretary-Treasurer to take all actions necessary or desirable and to execute all agreements necessary or desirable in order to continue with and complete the Authority's Capital Project known as the Cruise Terminal Seawall Reconstruction (MPA M592) subject to the following conditions: funds expended for the Cruise Terminal Seawall Reconstruction Capital Project shall not exceed \$2,000,000.00 (the "Approved Partial Budget") as shown on the Financial Summary presented at the Board Meeting on April 13, 2017; the Director of Capital Programs and Environmental Affairs will provide to the Board annual updates on expenditures, contract amendments and change orders related to the Cruise Terminal Seawall Reconstruction Capital Project and shall report back to the Board if at any time during the life of the Project it appears likely that the Project will exceed the Approved Partial Budget; the Director of Capital Programs and Environmental Affairs shall also report any material changes to the scope of work for the Capital Project as described in the back up materials presented at the Board Meeting on April 13, 2017. The CEO & Executive Director shall obtain all necessary permits and approvals and shall conduct all required environmental reviews prior to the execution of any agreement or to the commencement of any action all as may be required by law. Any agreement arising out of this vote shall contain such other terms and conditions as the person executing in accordance with this vote deems necessary or desirable.

Members Angelini, Evangelidis, Jackson, Jacobs, O'Brien, and Pollack voted Yes.

Authority-wide Janitorial Supplies

Upon a motion duly made and seconded, it was

VOTED:

To authorize the CEO & Executive Director, Secretary-Treasurer, or Assistant Secretary-Treasurer to execute on behalf of the Authority an agreement with W.B. Mason Co., Inc. for the purchase of janitorial supplies in the not-to-exceed amount of \$4,400,000.00 for a three year period, and subject to further Board authorization, two, one-year option periods. The agreement shall contain such other terms and conditions as the person executing in accordance with this vote deems necessary or desirable.

Members Angelini, Evangelidis, Jackson, Jacobs, O'Brien, and Pollack voted Yes.

Maximo Enterprise Asset Management System Consultant Contract Amendment

Upon a motion duly made and seconded, it was

VOTED:

To authorize the CEO & Executive Director, Secretary-Treasurer or Assistant Secretary-Treasurer to execute on behalf of the Authority an amendment to the agreement with The Bowdoin Group, Inc. for the services of a Maximo Enterprise Asset Management System Administrator. Under the terms of the amendment the not-to-exceed amount will be increased \$775,816.00 resulting in a total not-to-exceed amount of \$1,486,716.00 for the six year period ending June 30, 2020. The amendment shall contain such other terms and conditions as the person executing in accordance with this vote deems necessary or desirable.

Members Angelini, Evangelidis, Jackson, Jacobs, O'Brien, and Pollack voted Yes.

Thomas Cook Air Carrier Operating Agreement

Upon a motion duly made and seconded, it was

VOTED:

To authorize the CEO & Executive Director, Secretary-Treasurer or Assistant Secretary-Treasurer to execute on behalf of the Authority, conditional upon receipt of all required documentation, an agreement with Thomas Cook Airlines Limited or to take such other action as may be deemed appropriate to allow Thomas Cook Airlines Limited to conduct operations at Logan International Airport. Thomas Cook Airlines Limited will pay all applicable fees established by the Authority for use of airport premises, including but not restricted to landing fees, parking fees, rental charges for terminal or other space at the Airport, and such other charges and fees as the Authority has established or may establish from time to time. Before the agreement is executed, or Thomas Cook Airlines Limited is otherwise authorized to commence operations, Thomas Cook Airlines Limited shall have valid and current certifications and authorizations from all state, federal and other governmental regulatory bodies for the aircraft used and the aircraft operation conducted, and the operating agreement shall be subject to cancellation or termination by the Authority. The agreement shall contain such other terms and conditions as the person executing in accordance with this vote deems necessary or desirable.

Members Angelini, Evangelidis, Jackson, Jacobs, O'Brien, and Pollack voted Yes.

Adjournment

Upon a motion duly made and seconded, it was

VOTED:

To adjourn at 12:00 P.M.

Adjourned at 12:00 P.M.

Michael A. Grieco
Assistant Secretary-Treasurer

List of Documents and Other Exhibits Used in Public Session

1. Board Book
2. CEO Report PowerPoint
3. A Conversation on the Commonwealth's Transportation Funding Gap PowerPoint
4. Terminal E Modernization Update PowerPoint
5. Strategic Plan Implementation: Logan Parking Environmental Approval PowerPoint Slides
6. Conley Demand Projection PowerPoint Slides
7. BLANS PowerPoint Slides
8. Ray Flynn Marine Park Master Plan PowerPoint Slides