

MASSACHUSETTS PORT AUTHORITY
MINUTES OF THE SPECIAL MEETING HELD ON
JUNE 27, 2019 AT 4:30 P.M.
ONE HARBORSIDE DRIVE, EAST BOSTON, MA

The special meeting of the Members of the Massachusetts Port Authority was held at One Harborside Drive, East Boston, Massachusetts on June 27, 2019. Chairman Lewis G. Evangelidis presided. Warren Q. Fields, Patricia A. Jacobs, John A. Nucci, Sean M. O'Brien, Stephanie L. Pollack, Laura Sen, Catherine McDonald, Chief Legal Counsel, David Gambone, Chief Human Resources Officer, Jennifer Mehigan, Director Media Relations, Alaina Coppola, Director, Community Relations and Government Affairs, and Michael A. Grieco, Assistant Secretary-Treasurer were in attendance.

The meeting commenced at 5:35 P.M.

Human Resources and Compensation Committee

Ms. Pollack noted that upon the commencement of the term of a new Chief Executive Officer and Executive Director ("CEO"), Mr. Prankevicius, the acting CEO will return to the Director of Administration and Finance and Secretary-Treasurer ("CFO") position and, at the same time, that Anna Tenaglia, the acting CFO will become Deputy Director of Administration and Finance.

Director of Administration and Finance and Secretary-Treasurer – Appointment

Upon a motion duly made and seconded, it was

VOTED:

To appoint John Prankevicius to the position of Director of Administration and Finance and Secretary-Treasurer, level 13, at his current annual salary. This position will report directly to the Chief Executive Officer & Executive Director. The appointment will be effective at such time as the new Chief Executive Officer & Executive Director takes office.

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

Mr. Fields joined the meeting at 5:40 P.M.

Deputy Director of Administration and Finance – Appointment

Upon a motion duly made and seconded, it was

VOTED:

To appoint Anna Tenaglia to the position of Deputy Director of Administration and Finance, level 11, at an annual salary within the established guidelines for that position as recommended by the Chief Human Resources Officer and approved by the Chief Executive Officer & Executive Director (or any such officer serving in such position in an “acting” capacity). This position will report directly to the Director of Administration and Finance and Secretary-Treasurer. The appointment will be effective at such time as the new Chief Executive Officer & Executive Director takes office.

Members Evangelidis, Fields, Jacobs, Nucci, O’Brien, Pollack, and Sen voted Yes.

Chief Executive Officer and Executive Director - Appointment

Mr. Evangelidis described the process to be followed at the meeting: each Member will provide his or her assessment of the two finalists, a discussion among the Members, an informal poll of each Members' preference, and a motion and roll call vote on the selection of one of the finalists to be the CEO. The Members then undertook a thorough evaluation of each of the finalists including their education, their extensive employment history, their experience working with city, state, and federal government officials, their experience with impacted communities, their safety and security experience, their real estate experience, their operations responsibilities experience, and their leadership experience. The Members also discussed the finalists' commitment to diversity and inclusion, their strategic vision and planning skills, their communications skills, the merits of institutional knowledge versus a fresh set of eyes, and the value of private sector experience. The Members thanked the Preliminary Screening Committee and Isaacson, Miller for all their hard work during this process. The Members also expressed the view that both of the finalists would be a successful Massport CEO. Following the robust discussion among the Members, Mr. Evangelidis asked for an informal Roll Call poll of the Members resulting in two Members voting for Mr. Golden and five Members voting for Ms. Wieland. The following motion was then proposed and a Roll Call vote was taken.

Upon a motion duly made and seconded, it was

VOTED:

To appoint one of the two finalists as recommended at the June 20 Board Meeting to the position of Chief Executive Officer and Executive Director, contingent upon completion of background and screening requirements and subject to the prior execution of an agreement to commence no later than September 9, 2019, for a term of five years at an annual salary of \$360,000, which agreement may include certain performance objectives and an annual performance bonus based upon the meeting of those objectives, as the same may be negotiated by the Chair of the Human Resources and Compensation Committee.

Upon execution of the aforementioned agreement, the Chief Executive Officer and Executive Director shall be subject to the supervision and direction of the Authority at all times in the performance of his/her duties. In addition to the duties usual to a chief executive officer, he/she shall perform such duties and have such powers as the Authority may specify by resolution or vote and shall be charged with general duty of implementing the policies of the Authority as they are from time to time adopted.

Such agreement shall set forth such other terms and conditions of employment, consistent with the negotiations by and between the Chair of the Human Resources and Compensation Committee and as deemed necessary or desirable by the Chief Legal Counsel in consultation with the Chief Human Resources Officer. The Chair of the Human Resources and Compensation Committee is hereby authorized to execute such agreement on behalf of the Authority consistent with the provisions of this Vote.

Members Evangelidis, and Nucci voted for Mr. Golden.

Members Jacobs, Fields, Sen, Pollack, and O'Brien voted for Ms. Wieland.

Adjournment

Upon a motion duly made and seconded, it was

VOTED:

To adjourn at 6:25 P.M.

Adjourned at 6:25 P.M.

Michael A. Grieco
Assistant Secretary-Treasurer

List of Documents and Other Exhibits Used in Public Session

None