The meeting of the Members of the Massachusetts Port Authority was held at One Harborside Drive, East Boston, Massachusetts on April 16, 2015. Chairman Michael P. Angelini presided. Lewis G. Evangelidis, Douglas Husid, L. Duane Jackson, Elizabeth Morningstar, Sean M. O’Brien, Stephanie L. Pollack, Thomas P. Glynn, CEO and Executive Director, Rachael Rollins, Chief Legal Counsel, Betty Desrosiers, Chief of Staff and Director of Strategic & Business Planning, Houssam H. Sleiman, Director, Capital Programs & Environmental Affairs, James Doolin, Chief Development Officer, Jose C. Masso, Director of Community Relations, George Naccara, Chief Security Officer, David Gambone, Director, Human Resources, Brian R. McMorrow, Aviation Chief Financial Officer, Major William Christiansen, Troop F Commander, and Michael A. Grieco, Assistant Secretary-Treasurer were in attendance.

The meeting commenced at 9:00 A.M.

Mr. Angelini welcomed Lewis Evangelidis to his first meeting as a Member of the Authority.

Public Comment

Mr. Darryl Pomicter, a Beacon Hill resident, provided a handout regarding his comments on noise abatement at Logan Airport. He requested that the Authority provide Logan noise abatement information on runway use by runway end, information on noise exposure and impact by runway end, information on noise exposure and impact by community from runway end, information on all aircraft not only jets, and historic baseline information for five years before the new Runway 14/32 and since 2007. Representative Nick Collins, along with Sean Pierce, a representative from Senator Linda Dorcena Forry’s office, each voiced support for Cargo Ventures’ proposal to develop a seafood processing and cold storage facility in the Massport Marine Terminal and requested that the Authority reconsider its decision not to extend Cargo Ventures’ development rights.

Ratification and approval of the minutes of the March 19, 2015 Board Meeting

Upon a motion duly made and seconded, it was

VOTED:

To ratify and approve the minutes of the March 19, 2015 Board Meeting.

Members Angelini, Husid, Jackson, Morningstar, O’Brien, and Pollack voted Yes.

Member Evangelidis abstained.
Chairman’s Comments

Report of the CEO

Mr. Glynn utilized PowerPoint slides in delivering his CEO Report.

Mr. Glynn provided information on Emirates’ second daily flight to Dubai, on the reason for not responding to a press inquiry for Logan security data, on the Logan parking crunch, on JetBlue’s free trip to Florida for Boston Marathon victims, on the student aviation and maritime S.T.E.M. Expo held at Logan, on the very positive JetBlue load factors at Worcester Airport, on the upcoming opening of the Retrix facility and the new fire station at Worcester Airport, on an employee recruitment fair held at Worcester Airport, on the 2015 cruise season kickoff, on meetings with elected State officials regarding funding for the Conley Terminal expansion, on the aviation and maritime numbers for March, on the various Logan environmental oversight committees and reporting requirements, and on some recent awards and recognitions. Mr. McMorrow presented information on providing buses to transport victims to the marathon bombing trial at the federal court house in South Boston, on the completion of the airline relocation project, on the recent Wings for Autism program at Logan, on the use of Suffolk Down for Logan overflow parking, on the Logan Express school vacation discount parking program, and on the opening of the Framingham Logan Express Parking Garage.

Strategic Plan Implementation

Parking Policy

Ms. Desrosiers utilized a PowerPoint presentation to review the Logan parking situation and to provide responses to questions from the March Board Meeting. Ms. Desrosiers provided general information on the Logan Air Passenger Ground Access Survey (the “Survey”), on some 2013 Survey findings, on how limos are classified, on some new questions to be included in the next Survey in 2016, on Boston taxi versus non-Boston taxi trips and impacts, and on the annual household income of Logan passengers by ground access mode.

Terminal E Modernization

Ms. Desrosiers utilized a PowerPoint presentation to provide information on the domestic and international passenger growth at Logan, on the Terminal E Modernization concept, on the prior planning and permitting done by the Authority, and on a proposed environmental permitting and project schedule.

Safety and Security Committee

Logan Office Center Active Shooter Drill

Mr. Naccara utilized a video to describe the Active Shooter Exercise that took place in the Logan Office Center in March. Mr. Naccara also provided information on the exercise objectives, the strengths recognized, the areas for improvement, and the next steps.
Human Resources and Compensation Committee

FY ‘15 Performance Appraisal

Mr. Gambone provided information on the annual employee performance appraisal process for Fiscal Year 2015. Mr. Glynn utilized a PowerPoint presentation to provide information on his fiscal year performance on governance and transition, on team building, on senior staff demographics, on the strategic planning process, on the production of the Strategic Plan and Annual Report documents, on telling the Massport story, on the performance management system and employee recognition, on aviation, maritime, and financial priority projects, on community projects, on safety and security projects, on ongoing challenges, and on his goals for Fiscal Year 2016.

Legal Department Leadership Presentation

Ms. Rollins showed an organizational chart of the Legal Department. Ms. Rollins also had some members of her department introduce themselves and describe their areas of responsibility.

Community Outreach Committee

Mr. Masso noted that the Legislature has added nine communities to the Massport Community Advisory Committee (“CAC”) for a new total of 40 members. Mr. Masso also noted that the first meeting of the CAC will be held on April 30th. Mr. Glynn mentioned that the CAC members are special state employees and that they will be provided materials regarding the rules that apply to them as a result of that status.

Real Estate and Strategic Initiatives Committee

BCEC Headquarters Hotel Update

Mr. Doolin utilized a PowerPoint presentation to show the locations of the Headquarters Hotel Project and the Aloft and Element Hotels and to provide information on the Headquarters Hotel proposal teams, and on the proposal evaluation process and timeline. Mr. Angelini asked whether the Authority should put the evaluation process on hold pending a decision on the BCEC expansion, and Mr. Glynn replied that a decision on the BCEC expansion was expected soon.

Facilities and Construction Committee

Capital Projects Updates

Mr. Sleiman noted that the Logan Rental Car Center had received LEED gold certification, that Southwest Airlines moved from Terminal E to Terminal A on April 1st, and that the Framingham Logan Express Garage had its soft opening this morning.
Audit and Finance Committee

Wholesale Electric Power Purchase

Mr. Pranckevicius informed the Members that staff has initiated an electric power supply procurement process and that the evaluation committee was expected to recommend one or more wholesale master power agreements and one or more transaction agreements for electricity in the total not-to-exceed amount of $65 million. Mr. Pranckevicius noted that at the May Board Meeting staff will provide additional information on the procurement and will request delegated authority to execute the agreements.

Snow Removal Budget Update

Mr. Pranckevicius utilized a PowerPoint presentation to provide an overview of the Fiscal Year 2015 snow removal expenses. Mr. Pranckevicius provided information on the State’s request for FEMA disaster relief, on the details of the Authority’s FEMA request for up to 75% funding of the $13.4 million in costs, on the Authority’s year to date (“YTD”) snow removal expenses of $14.2 million which is $6.8 million over the YTD budget, and on recognition of the Authority’s successful snow removal operations received from some customers.

MPA L1185 – Cargo Building 57 Sprinkler System, Logan International Airport, East Boston, 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 Cargo Building 57 Sprinkler System (MPA L1185) subject to the following conditions: funds expended for the Cargo Building 57 Sprinkler System Capital Project shall not exceed $4,000,000.00 (the "Approved Budget") as shown on the Financial Summary presented at the Board Meeting on April 16, 2015; the Director of Capital Programs and Environmental Affairs will provide to the Board quarterly updates on expenditures, contract amendments and change orders related to the Cargo Building 57 Sprinkler System 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 16, 2015. 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, Husid, Jackson, Morningstar, O’Brien, and Pollack voted Yes.
MPA L338 – Terminal E Modernization – Permitting, 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 Terminal E Modernization – Permitting (MPA L338) subject to the following conditions: funds expended for the Terminal E Modernization – Permitting Capital Project shall not exceed $3,000,000.00 (the "Approved Partial Budget") as shown on the Financial Summary presented at the Board Meeting on April 16, 2015; the Director of Capital Programs and Environmental Affairs will provide to the Board quarterly updates on expenditures, contract amendments and change orders related to the Terminal E Modernization – Permitting 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 16, 2015. 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, Husid, Jackson, Morningstar, O’Brien, and Pollack voted Yes.

MPA AP1222-C2 – Miscellaneous Bridge and Tunnel Repairs Term Contract, Authority-wide, Construction Contract

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 for MPA AP1222-C2 – Miscellaneous Bridge and Tunnel Repairs Term Contract with N.E.L. Corporation in the not-to-exceed amount of $1,062,842.00. 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, Husid, Jackson, Morningstar, O’Brien, and Pollack voted Yes.
MASSACHUSETTS PORT AUTHORITY  
MINUTES OF THE MEETING HELD ON APRIL 16, 2015  
Page 6

MPA L1376 – Aviation Statistics Systems Replacement Program, Logan International Airport, East Boston, MA, 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 Kelar Corporation for MPA L1376 – Aviation Statistics Systems Replacement Program. Under the terms of the amendment the not-to-exceed amount will be increased $425,000.00 resulting in a total not-to-exceed amount of $1,918,000.00. 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, Husid, Jackson, Morningstar, O’Brien, and Pollack voted Yes.

Snow Removal Services Contract Amendments

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 amendments to the agreements with the following companies for snow plowing and removal services at the following locations in the following not-to-exceed amounts:

<table>
<thead>
<tr>
<th>Location</th>
<th>Vendor</th>
<th>Current N-T-E Amount</th>
<th>Amendment Amount</th>
<th>Total N-T-E Amount</th>
</tr>
</thead>
<tbody>
<tr>
<td>Conley Terminal</td>
<td>American Sweeping Co., Inc.</td>
<td>$3,102,114.00</td>
<td>$2,500,146.00</td>
<td>$5,602,260.00</td>
</tr>
<tr>
<td>Fish Pier</td>
<td>J. Marchese &amp; Sons, Inc.</td>
<td>$907,000.00</td>
<td>0</td>
<td>$907,000.00</td>
</tr>
<tr>
<td>Black Falcon</td>
<td>American Sweeping Co., Inc.</td>
<td>$5,000.00</td>
<td>0</td>
<td>$5,000.00</td>
</tr>
<tr>
<td>Framingham LEX</td>
<td>Insite Contracting, Inc.</td>
<td>$442,425.00</td>
<td>$185,000.00</td>
<td>$627,425.00</td>
</tr>
<tr>
<td>Braintree LEX</td>
<td>Insite Contracting, Inc.</td>
<td>$597,910.00</td>
<td>$115,000.00</td>
<td>$712,910.00</td>
</tr>
<tr>
<td>Peabody LEX</td>
<td>Snow Pros LLC</td>
<td>$78,605.00</td>
<td>0</td>
<td>$78,605.00</td>
</tr>
<tr>
<td>Worcester Airport</td>
<td>Mullins &amp; Armington Landscape</td>
<td>$597,000.00</td>
<td>0</td>
<td>$597,000.00</td>
</tr>
</tbody>
</table>

Totals                                                                 $5,730,054.00  $2,800,146.00  $8,530,200.00

The amendments shall contain such other terms and conditions as the person executing in accordance with this vote deems necessary or desirable.

Members Angelini, Evangelidis, Husid, Jackson, Morningstar, O’Brien, and Pollack voted Yes.
Massachusetts Port Authority  
Minutes of the meeting held on April 16, 2015  
Page 7

Cathay Pacific 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 Cathay Pacific Airways Limited or to take such other action as may be deemed appropriate to allow Cathay Pacific Airways Limited to conduct operations at Logan International Airport. Cathay Pacific Airways 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 Cathay Pacific Airways Limited is otherwise authorized to commence operations, Cathay Pacific Airways 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, Husid, Jackson, Morningstar, O’Brien, and Pollack voted Yes.
Massachusetts Port Authority
Minutes of the meeting held on April 16, 2015
Page 8

AeroMexico 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 Averovias de Mexico, S.A. de C.V. or to take such other action as may be deemed appropriate to allow Averovias de Mexico, S.A. de C.V. to conduct operations at Logan International Airport. Averovias de Mexico, S.A. de C.V. 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 Averovias de Mexico, S.A. de C.V. is otherwise authorized to commence operations, Averovias de Mexico, S.A. de C.V. 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, Husid, Jackson, Morningstar, O’Brien, and Pollack voted Yes.
El Al 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 El Al Israel Airlines Ltd. or to take such other action as may be deemed appropriate to allow El Al Israel Airlines Ltd. to conduct operations at Logan International Airport. El Al Israel Airlines Ltd. 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 El Al Israel Airlines Ltd. is otherwise authorized to commence operations, El Al Israel Airlines Ltd. 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, Husid, Jackson, Morningstar, O’Brien, and Pollack voted Yes.
Executive Session

Upon a motion duly made and seconded, it was

VOTED:

I move that the Authority enter executive session to consider the purchase, exchange, lease or value of real property, specifically regarding the conveyance of 135B Bremen Street, East Boston to the East Boston Neighborhood Health Center Corporation, the Massport Marine Terminal, and the BCEC Headquarters Hotel, since a discussion in open session may have a detrimental effect on the negotiating position of the Authority.

I further move that the Authority enter executive session to discuss litigation strategy, specifically regarding the Hanscom Field accident, since a discussion in open session may have a detrimental effect on the litigating position of the Authority.

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

Chairman Angelini stated that the Authority will not reconvene after Executive Session.

The public session adjourned at 11:10 A.M.

________________________
Michael A. Grieco
Assistant Secretary-Treasurer
List of Documents and Other Exhibits Used in Public Session

1. Board Book
2. Darryl Pomicter Handout
3. CEO Report
4. Massport Aviation Noise Abatement/Overflight Data Reports Handout
5. Parking Review – Answers to Questions from March Board Meeting PowerPoint
6. Terminal E Modernization PowerPoint
7. LOC Active Shooter After Action PowerPoint Slide
8. LOC Active Shooter Drill Video
9. Performance Appraisal of Chief Executive Officer PowerPoint
10. Legal Department Organization Chart PowerPoint Slide
11. BCEC Headquarters Hotel PowerPoint
12. Capital Programs Update PowerPoint
13. FY2015 Snow Removal Expense Overview PowerPoint