

MASSACHUSETTS PORT AUTHORITY
MINUTES FOR THE REMOTE MEETING
HELD ON MAY 19, 2022 AT 9:00 A.M.

The meeting of the Members of the Massachusetts Port Authority was held on May 19, 2022. The following Members participated remotely per An Act Extending Certain COVID-19 Measures Adopted During the State of Emergency signed into law by Governor Baker on February 15, 2022: Chairman Lewis G. Evangelidis presided, Warren Q. Fields, Patricia A. Jacobs, John A. Nucci, Laura Sen, and Jamey Tesler. Lisa Wieland, Chief Executive Officer and Executive Director, Reed Passafaro, Chief of Staff, John P. Prankevicius, Director of Administration and Finance and Secretary-Treasurer, Edward C. Freni, Director of Aviation, Catherine McDonald, Chief Legal Counsel, Luciana Burdi, Director Capital Programs & Environmental Affairs, Hank Shaw, Chief Security Officer, Alaina Coppola, Director, Community Relations and Government Affairs, Andrew Hargens, Chief Development Officer, Kwang Chen, Chief Information Officer, Joseph Morris, Acting Port Director, and Ann Buckley, 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.

Ratification and approval of the minutes of the April 14, 2022 Board Meeting

Upon a motion duly made and seconded, it was

VOTED:

To ratify and approve the minutes of the April 14, 2022 Board Meeting.

Members Evangelidis, Jacobs, Nucci, Sen, and Tesler voted Yes.

Chairman's Comments

Report of the CEO

Mr. Fields joined the meeting at 9:25 A.M.

Ms. Wieland presented information on the drone safety initiative released by the Biden Administration, on Maritime and Aviation hurricane preparedness exercises ahead of the 2022 hurricane season, on Massport and MEMA facilitation of Incident Command System training for staff and partnering agencies, on Massport snow crews honored with two Balchen/Post awards, on the Logan Airport Cell phone lot relocation creating additional capacity for private vehicles waiting to pick up arriving passengers, on Massport launching a Loyalty Program for Logan Airport passengers, on the increase of Logan Airport's concession re-openings, on Massport hosting of a job fair for the Boston Logan Community, on March Financial Performance, on the Logan passenger revised forecasts for FY22 and FY23, on the FAA FY22 Airport Improvement Program (AIP) for Massport airports, on Massport's application for federal grants for HOV and maritime infrastructure, on Ross Aviation's groundbreaking of its Hanscom Field project, on Massport collaboration with concession partners to conduct supplier diversity outreach events, on Massport celebrating Asian American and Pacific Islander Heritage Month with special guests, on Massport's roadmap to Net Zero Implementation Plan update, on Massport's award of the James D.P. Farrell Brownfields-Remediation Project of the Year by the Environmental Business Council of New England, on Massport upgrading new LED lighting at Festa Field in East Boston, on Piers Park Sailing Center 2022 Opening Day festivities, on 2022 Camp Harbor View season kick off, on Massport honoring Stephen F. Lynch with the Maritime Champion Award at the 2022 Cruise Season Kick Off, and on Massport honoring former CEO Tom Glynn by dedicating waterside plaza at the Logan Office Center as the Thomas P. Glynn Plaza.

Director of Aviation Presentation

Mr. Freni presented information on the April Logan passenger volume and aircraft operations, on Logan's weekly outbound passenger volumes, on Logan to 129 nonstop destinations, on new international airlines at Logan beginning in May, on Delta's plan to add new international destinations from Logan, on airlines continuing to restart international services that were suspended and increase schedule frequencies to serve summer demand, on British Airways resuming A380 flights between Boston and London, on Spirit declining JetBlue's bid to merge with Frontier, JetBlue is urging Spirit shareholders to vote against the deal, on April Hanscom aircraft operations, and on Massport engaging with the Worcester Regional Research Bureau (WRRB) to promote Worcester Regional Airport services and continued partnership with Massport.

Director of Maritime Presentation

Mr. Morris presented information on MSC's new service and new ZIM service arrival at Conley Terminal, on Conley container volume is improving with new services and additional ad hoc calls, on COVID lockdowns in China continuing to impact the global markets, creating uncertainty for the upcoming peak season, and on April passenger loads at Flynn Cruiseport Boston.

Strategic Plan

Mr. Stephen D. Van Beek from Steer Group, presented comprehensive information on the State of Aviation Industry, on East and West Coast large hubs being the slowest to recover due to COVID restrictions at the destination of travel, on Hanscom's recovery which is driven by an increase in private jet activity, on demand and capacity trends challenging airports, on Logan seats and movements lagging the US average, but recovery now in lockstep, on the pandemic realigning airport balancing of service and finance risks, on Massport challenges and choices, on the return of pre-COVID-19 travel volumes will mean return to congested curbs, on the new ground transportation and digital developments offer opportunities, and on Net-Zero is the aviation industry's sustainability challenge and Net Zero is driving innovative change at airports.

Safety and Security Committee

Training Update

Mr. Shaw presented information on a 2022 Cruise Season COVID-19 tabletop exercise facilitated by Massport, on the law enforcement training and testing for K-9 teams hosted by Massport at Worcester Airport, and on the Air Canada exercise of its station's Emergency Response Plan facilitated by Massport.

Human Resources, Diversity, and Compensation Committee

Community Outreach Committee

Massport CAC Update

Ms. Coppola noted that at the Massport CAC (the "CAC") Executive Committee meeting held on May 10th Stewart Dalzell presented an in depth presentation on Massport's Roadmap to Net Zero plan. Ms. Coppola also noted that the CAC received from Massport staff an update on the Residential Soundproofing Request for Proposals.

Real Estate and Strategic Initiatives Committee

Facilities and Construction Committee

Summer Tunnel Update

Mr. Barrera provided information on the upcoming MassDOT Summer Tunnel Centennial Restoration Project, on the overview of the Project, on the weekend Summer Tunnel closures for the Project, on Logan Airport and community traffic detours during closures to the Ted Williams Tunnel and Route 1A North, and on Massport and MassDOT communication plans to increase Project awareness.

Construction Safety

Ms. Burdi provided information on recent construction safety incidents in Boston, on Massport working with its construction partners to promote a construction safety culture, on Massport construction safety processes and procedures and on incident management.

Audit and Finance Committee

Assistant Secretary-Treasurer

Upon a motion duly made and seconded, it was

VOTED:

That Ann Buckley is elected to serve as Acting-Treasurer in the absence or incapacity of the Secretary-Treasurer, and, as Acting Secretary-Treasurer, she shall have the authority to perform the duties of the Secretary-Treasurer, as set forth in the Enabling Act, and in accordance with the Authority's protocols and procedures. As Assistant Secretary-Treasurer, she shall also have such duties as may be assigned or delegated by the Secretary-Treasurer.

Members Evangelidis, Fields, Jacobs, Nucci, Sen, and Tesler voted Yes.

Assistant Treasurer

Upon a motion duly made and seconded, it was

VOTED:

That Kevin Coffey, who holds the position of Treasury & Capital Funding Manager in the Administration & Finance Department, is elected to serve as Assistant Treasurer until the next Annual Meeting.

Members Evangelidis, Fields, Jacobs, Nucci, Sen, and Tesler voted Yes.

Distributed Antenna System (DAS) for Wireless Cell Phone Services Contract Amendment

Upon a motion duly made and seconded, it was

VOTED:

WHEREAS, on May 24, 2012, the Board authorized staff to enter into a License Agreement (“License Agreement”) with New Cingular Wireless PCS, LLC d/b/a AT&T Mobility (“AT&T”), commencing on July 1, 2012, to provide the Authority with a revenue generating Neutral Host Distributed Antenna System (“DAS”) for wireless cell services in the terminals at Boston-Logan International Airport; and

WHEREAS, the term (the “Term”) of the License Agreement is set to expire on June 30, 2022; and

WHEREAS, staff recommends the Board authorize an amendment to the License Agreement extending the Term for an additional ten years (an initial extension of 6 years with a 4 year option, exercisable by the Authority).

NOW, THEREFORE, BE IT RESOLVED AND VOTED:

The Chief Executive Officer and Executive Director, the Secretary-Treasurer or the Assistant Secretary-Treasurer, each acting singly (each, an “Authorized Officer”), are hereby authorized and directed to execute an amendment to the License Agreement extending the Term for an additional ten years (an initial extension of 6 years with a 4 year option, exercisable by the Authority). The license fee will increase by 3% each July 1. The amendment may contain such other terms and conditions not inconsistent with this Vote, as the Authorized Officer executing the amendment, in accordance with this Vote, deems necessary or desirable.

Members Evangelidis, Fields, Nucci, Sen, and Tesler voted Yes.

Member Jacobs abstained.

Assent Agenda

Waltzing Matilda Aviation, LLC d/b/a Connect Airlines Operating Agreement

Upon a motion duly made and seconded, it was

VOTED:

To authorize the Chief Executive Officer and Executive Director, Director of Administration & Finance and Secretary-Treasurer or Assistant Secretary-Treasurer, each acting singly, (each, an “Authorized Officer”), to execute on behalf of the Authority, conditional upon receipt of all required documentation, an agreement with Waltzing Matilda Aviation, LLC d/b/a Connect Airlines or to take such other action as may be deemed appropriate to allow Waltzing Matilda Aviation, LLC d/b/a Connect Airlines to conduct operations at Logan International Airport. Waltzing Matilda Aviation, LLC d/b/a Connect Airlines 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 Waltzing Matilda Aviation, LLC d/b/a Connect Airlines is otherwise authorized to commence operations, Waltzing Matilda Aviation, LLC d/b/a Connect Airlines 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 Evangelidis, Fields, Jacobs, Nucci, Sen, and Tesler voted Yes.

Motion to Enter Executive Session

Upon a motion duly made and seconded, it was

VOTED:

That the Authority enter executive session to discuss strategy related to real estate and the deployment of security personnel or devices or strategies with respect thereto.

Members Evangelidis, Fields, Jacobs, Nucci, Sen, and Tesler voted Yes.

Mr. Evangelidis stated that the Authority will not reconvene after Executive Session.

The public session adjourned at 10:45 A.M.

Ann Buckley
Assistant Secretary-Treasurer

List of Documents and Other Exhibits Used in Public Session

1. Board Book
2. PowerPoint Presentation Slides