

MASSACHUSETTS PORT AUTHORITY  
MINUTES FOR THE REMOTE MEETING  
HELD ON JANUARY 18, 2024 AT 9:00 A.M.

The meeting of the Members of the Massachusetts Port Authority was held on January 18, 2024. The following Members participated remotely pursuant to Chapter 2 of the Acts of 2023: Chair Patricia A. Jacobs, presided, Lewis G. Evangelidis, Warren Q. Fields, Sean M. O'Brien, Laura Sen and Secretary Monica G. Tibbits-Nutt. Edward C. Freni, Interim Chief Executive Officer & Director of Aviation, Catherine McDonald, Interim Chief of Staff & Chief Legal Counsel, John P. Prankevicius, Director of Administration and Finance and Secretary-Treasurer, Hank Shaw, Chief Security Officer, Joseph Morris, Port Director, Luciana Burdi, Director Capital Programs & Environmental Affairs, Kwang Chen, Chief Information Officer, Alaina Coppola, Director, Community Relations and Government Affairs, Andrew Hargens, Chief Development Officer and Ann Buckley, Assistant Secretary-Treasurer were in attendance.

The meeting commenced at 9:02 A.M.

Public Comment

Edward Devereux, Andy Platt, Alex Chatfield and Jennifer Riley, residents of neighboring communities around Hanscom Field, each stated their strong opposition and concerns regarding environmental impacts from the North Airfield hangar development at Hanscom Field.

Ratification and approval of the minutes of the November 16, 2023 Board Meeting

Upon a motion duly made and seconded, it was

VOTED:

To ratify and approve the minutes of the minutes of the November 16, 2023 Board Meeting.

Members Jacobs, Sen, O'Brien, Fields, Evangelidis and Tibbits-Nutt voted Yes.

Chairman's Comments

Chair Jacobs raised the subject of the Board holding in person meetings during the calendar year.

Report of the CEO

Mr. Freni presented information on Logan Airport community-wide efforts resulting in a 42% decrease in firearm detections at TSA checkpoints in 2023, on Massport launching an 8-week holiday drone campaign on December 26 to educate new owners about drone use safety, on Logan Airport having nonstop service to 58 international destinations, providing the Commonwealth with global connectivity and supporting the tourism industry, on Terminal E

being highlighted in the WSJ as one of the Top 5 architectural projects of 2023, on financial performance for November 2023, on Logan passenger activity exceeding forecast as the economy remains strong, on Massport exceeding its DE&I goal for Charitable Contributions for the first half of FY24, on Massport achieving significant Logan Airport ground transportation/HOV milestones in 2023, on C&J Bus Lines restarting Dover, NH-Logan Airport service on February 4, on Massport officially opening Piers Park II in December, bringing more green space to the East Boston community, on Massport procuring zero emissions buses for airside operations, on JetBlue commissioning a new fleet of electric baggage tractors at Logan Airport, on Massport participating in a USO New England and Suffolk Construction volunteer event to support overseas military members, on employees generously donating coats for the annual children's winter coat drive, and on Massport participating in the second annual JA Inspire Fair for Greater Boston students.

#### Director of Aviation Presentation

Mr. Freni presented information on judge ruling in favor of the US DOJ to block JetBlue/Spirit merger, on Logan Airport serving 793,000 outbound passengers over the Christmas/New Year holiday travel period, on Logan Airport ending CY23 with 40.8M passengers, on Worcester surpassing 200,000 passengers in 2023, the highest volume under Massport ownership, on JetBlue launching a new seasonal service from Worcester to Fort Myers, FL on January 4, on Massport having a robust Worcester Airport marketing campaign targeting February school vacation and college spring break travel, and on total operations at Hanscom Field increasing by 0.5% in CY23.

#### Director of Maritime Presentation

Mr. Morris presented information on Conley Terminal outperforming U.S. East Coast ports as strategic initiatives are resulting in activity growth, on Conley Terminal servicing 133,200 containers in CY23, a 37% increase over CY22, on ocean carriers shifting away from the Suez Canal as attacks on commercial ships are impacting global trade, and on Flynn Cruiseport Boston welcoming one additional cruise vessel in December, the MSC Meraviglia, bringing the 2023 cruise passenger total to over 373,000.

### STRATEGIC PLAN

#### HOV Update

Mr. Barrera presented information on Framingham Logan Express (LEX) being an important option for air passengers and employees, on Framingham LEX primarily drawing air passengers from the Metro West area, and on the Framingham LEX location is in need of additional parking capacity

SAFETY AND SECURITY/COMMITTEE CHAIR O'BRIEN

Training Update

Mr. Shaw presented information on a preview of key Safety & Security initiatives for 2024, on Active Shooter and Hostile Event preparedness across Massport, on Massport hosting multi-agency tabletop exercises for Flynn Cruiseport Boston, and on Massport hosting a security awareness training for Logan Airport hotels and cargo operators.

REAL ESTATE AND STRATEGIC INITIATIVES/COMMITTEE CHAIR FIELDS

Parcel H Term Sheet Amendment

Mr. Hargens presented information on Massport seeking to amend the Term Sheet for the Seaport Circle project.

Upon a motion duly made and seconded, it was

VOTED:

WHEREAS, in January 2021, the Authority designated LO Parcel H LLC, the development team led by Lincoln Property Company, and including Phoenix Property Company and M/WBE partners Boston Innovation Land LLC and Boston Collaborative Advisors (collectively, the "Developer"), as the developer of a signature mixed-use commercial development located on Parcel H (the "Project"); and

WHEREAS, in October 2021, the Board approved the Project Term Sheet and authorized staff to negotiate, execute and deliver on behalf of the Authority, a development agreement and one or more ground leases for the development of the Project with the Developer or its nominee; and

WHEREAS, the Development Agreement between the Authority and the Developer was executed in August 2022, and the Developer has pursued and obtained most major permits for the Project, completed the design and applied for a building permit in June 2023; and

WHEREAS, in September 2023, the Board voted to extend the outside closing date for the execution of the ground lease(s) as set forth in the Project Term Sheet by approximately two years to February 28, 2026, allowing the Developer additional time to secure pre-lease tenant commitment(s) required by lenders in response to changing financial markets; and

WHEREAS, in light of the Authority's stabilized financial condition, the Authority no longer wishes to collect a rent prepayment of \$25 million at closing, opting instead to

collect monthly rent payments commencing with ground lease execution, and resulting in a consistent and sustained rent flow to the Authority.

NOW, THEREFORE, BE IT RESOLVED AND VOTED THAT:

The Chief Executive Officer and Executive Director (or any officer authorized to serve in an interim capacity), Director of Administration & Finance and Secretary-Treasurer, or Assistant Secretary-Treasurer, each acting singly, (each, an “Authorized Officer”) are each hereby authorized to execute and deliver, on behalf of the Authority, an amendment to the Development Agreement with the Developer to delete the provision for the Twenty-Five Million Dollar prepayment of rent to the Authority upon the execution of the ground lease(s) from the Project Term Sheet, and such other terms and conditions not inconsistent with this vote as the Authorized Officer executing such amendment to the Development Agreement may determine are necessary or desirable.

Members Jacobs, Sen, O’Brien, Fields, Evangelidis and Tibbits-Nutt voted Yes.

#### 10 World Trade Center Update

Mr. Hargens presented information on 10 World Trade being completed in December 2024.

#### HUMAN RESOURCES, DIVERSITY, AND COMPENSATION/COMMITTEE CHAIR JACOBS

##### CEO Search Update

Chair Jacobs as a Chair of the Human Resources, Diversity, and Compensation Committee, noted the CEO position profile is posted on the Issacson Miller website and that the sourcing of candidates is underway. Chair Jacobs also thanked Mr. Freni for his superior interim CEO work.

#### COMMUNITY OUTREACH/COMMITTEE CHAIR NUCCI

#### FACILITIES AND CONSTRUCTION/COMMITTEE CHAIR EVANGELIDIS

##### MPA L1629 - Framingham Logan Express Garage Optimization, Framingham, MA, Partial Project Budget

Ms. Burdi presented information on Framingham Logan Express Garage Optimization adding parking capacity to accommodate more Logan Express/HOV passengers, and on the Logan Express service being a key component of Massport’s strategy to increase HOV options for Logan Airport passengers and employees.

Upon a motion duly made and seconded, it was

VOTED:

To authorize the Chief Executive Officer and Executive Director (or any officer authorized to serve in an interim capacity), Director of Administration & Finance and Secretary-Treasurer, or Assistant Secretary-Treasurer, each acting singly (each, an “Authorized Officer”), 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 L1629 Framingham Logan Express Garage Optimization (MPA L1629) subject to the following conditions: funds expended for the L1629 Framingham Logan Express Garage Optimization Capital Project shall not exceed \$15,000,000.00 (the “Approved Partial Project Budget”), the Director of Capital Programs and Environmental Affairs 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 Project Budget; and the Director of Capital Programs and Environmental Affairs also shall report any material changes to the scope of the work for this Capital Project as described in the backup materials presented at the Board Meeting on January 18, 2024. The Chief Executive Officer and Executive Director (or any officer authorized to serve in an interim capacity) 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, not inconsistent with this vote, as the Authorized Officer executing such agreement deems necessary or desirable.

Members Jacobs, Sen, O’Brien, Fields, Evangelidis and Tibbits-Nutt voted Yes.

AUDIT AND FINANCE/COMMITTEE CHAIR SEN

Waste Hauling and Recycling Services Contract Extension

Mr. Prankevicius presented information on Authority wide Waste Hauling and Recycling Services Contract with Allied Waste Services, d/b/a Republic Services and on a new scope of services.

Upon a motion duly made and seconded, it was

VOTED:

To authorize the Chief Executive Officer and Executive Director (or any officer authorized to serve in an interim capacity), the Director of Administration & Finance and Secretary-Treasurer, or Assistant Secretary-Treasurer, each acting singly (each, an “Authorized Officer”), to execute and deliver on behalf of the Authority an amendment to the Allied Waste Services of Massachusetts, LLC d/b/a Republic Services of Revere contract for waste hauling and recycling services at Boston Logan International Airport, Worcester Regional Airport, and Hanscom Field, extending the term of the contract through February 28, 2025 and increasing the not-to-exceed amount by \$2,132,000 resulting in a total not-to-exceed amount of \$10,437,000. The amendment

shall contain such other terms and conditions, not inconsistent with this vote, as the Authorized Officer executing such amendment deems necessary or desirable.

Members Jacobs, Sen, O'Brien, Fields, Evangelidis and Tibbits-Nutt voted Yes.

Massport Facilities Fuels Contract Amendment

Mr. Prankevicius presented information on the Massport Facilities Fuels Contract Amendment and background.

Upon a motion duly made and seconded, it was

VOTED:

To authorize the Chief Executive Officer and Executive Director (or any officer authorized to serve in an interim capacity), the Director of Administration & Finance and Secretary-Treasurer, or Assistant Secretary-Treasurer, each acting singly (each, an "Authorized Officer"), to execute and deliver on behalf of the Authority an amendment to the Broco Oil, Inc. contract for Ultra-Low-Sulfur Diesel, Ultra-Low Sulfur Diesel – Snow Melters, and #2 Heating Fuel at Boston Logan International Airport, Massport Maritime Facilities, Worcester Regional Airport, and Hanscom Field, increasing the not-to-exceed amount by \$2,000,000 resulting in a total not-to-exceed amount of \$8,000,000. The amendment shall contain such other terms and conditions, not inconsistent with this vote, as the Authorized Officer executing such amendment deems necessary or desirable.

Members Jacobs, Sen, Evangelidis, O'Brien, Fields and Tibbits-Nutt 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 the deployment of security personnel or devices and real estate.

Members Jacobs, Sen, Evangelidis, O'Brien, Fields and Tibbits-Nutt voted Yes.

The public session adjourned at 10:35 A.M.

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Ann Buckley  
Assistant Secretary-Treasurer

List of Documents and Other Exhibits Used in Public Session

1. Board Book
2. PowerPoint Presentation Slides