

MASSACHUSETTS PORT AUTHORITY
MINUTES FOR THE REMOTE MEETING
HELD ON MAY 16, 2024 AT 9:00 A.M.

The meeting of the Members of the Massachusetts Port Authority was held on May 16, 2024. The following Members participated remotely pursuant to Chapter 2 of the Acts of 2023: Chair Patricia Jacobs presided, Laura Sen, Lewis G. Evangelidis, John Nucci, Sean M. O'Brien and Monica Tibbits-Nutt. Edward C. Freni, Interim Chief Executive Officer & Director of Aviation, Catherine McDonald, Interim Chief of Staff & Chief Legal Counsel, John P. Pranckevicius, 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, Dan Gallagher, Director of Aviation Business and Finance, and Ann Buckley, Assistant Secretary-Treasurer were in attendance.

The meeting commenced at 9:01 A.M.

Warren Q. Fields joined the meeting at 9:09 A.M.

Public Comment

State Representative - 13th Middlesex District Carmine Gentile, Alex Chatfield, Joan Channing-Kimball, Scott Rodman and Anne Buxton-Sobol 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 April 11, 2024 Board Meeting

Upon a motion duly made and seconded, it was

VOTED:

To ratify and approve the minutes of the April 11, 2024 Board Meeting.

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

Chair's Comments

Chair Jacobs noted she had no comments.

Report of the CEO

Mr. Freni noted the meeting would start in public session and then enter into executive session and not reconvene after executive session. Mr. Freni presented information on Massport welcoming 14 new Massport police officers in April, on Massport participating in National Construction Safety Week (May 6 – 10) to reinforce construction safety practices for a safe and healthy work environment, on Massport receiving the Massachusetts Economic Catalyst Award from MassEcon, on Massport preparing for the full closure of the Summer Tunnel from July 5 – August 5, on financial performance for March 2024, on airlines and hotels reporting that business travel is coming back and nearing pre-pandemic levels, on Logan passenger activity exceeding forecast as the economy continues to outperform prior expectations, on Massport proudly supporting the East Boston Little League, and on the Piers Park Sailing Center (PPSC) officially opening for the 2024 season.

Director of Aviation Presentation

Mr. Freni presented information on Logan Airport having a busy two weeks with robust passenger travel over the April school vacation periods (MA & NH), on school vacation travel resulting in strong activity at Logan Airport in April, on Worcester Regional Airport having a strong April benefitting from school vacation travel to Florida destinations, on Worcester Regional Airport's rebound being recently featured on the cover of the Telegram & Gazette, on Worcester Regional Airport being recognized with a Balchen/Post award for its snow removal operations – 4th time in 10 years, and on Hanscom Field activity for April being 10% higher due to favorable weather conditions for small single-craft engine aircraft including pilot training operations.

Director of Maritime Presentation

Mr. Morris presented information on the Port of Baltimore preparing to reopen to cargo traffic by the end of the month, on Conley handling 16 vessels in April and nearly 13,000 containers, on Massport recognizing Representative David Biele as the 2024 Maritime Champion at the annual cruise kick-off event on May 3, and on the Flynn Cruiseport Boston welcoming 5 vessels and nearly 23,000 passengers, including the first Canada/New England call of the season in April.

STRATEGIC PLAN

SAFETY AND SECURITY/COMMITTEE CHAIR O'BRIEN

REAL ESTATE AND STRATEGIC INITIATIVES/COMMITTEE CHAIR FIELDS

HUMAN RESOURCES, DIVERSITY, AND COMPENSATION/COMMITTEE CHAIR
JACOBS

Preliminary Screening Committee Report and Recommendation of Finalists

Ms. Jacobs stated her appreciation to the full Board for their trust and confidence in the Preliminary Screening Committee (PSC) work. Ms. Jacobs thanked her fellow PSC members, Mr. Fields and Mr. O'Brien for their time and commitment. Ms. Jacobs also gave her appreciation to the interim CEO, interim Chief of Staff and leadership team to ensure the ongoing excellence of operations. Ms. Jacobs reviewed the process of the steps forward: the PSC recommending 2 candidates, the opportunity for the Board to meet with the candidates in the next week, the scheduling of a Special Board Meeting shortly after in order for the full Board to deliberate and vote in public session. Ms. Jacobs announced the candidates in alphabetical order of Eulois Cleckley, CEO of the Miami-Dade County Department of Transportation and Public Works and Mr. Richard Davey, President of the New York City Transit Authority. Ms. Jacobs noted both candidates have the qualifications of being Massport's next CEO. After discussion it was agreed to by all Members to continue with this process.

COMMUNITY OUTREACH/COMMITTEE CHAIR NUCCI

FACILITIES AND CONSTRUCTION/COMMITTEE CHAIR EVANGELIDIS

MPA L1773 – Terminal A to B Connector, Logan International Airport, East Boston, MA,
Partial Project Budget

Ms. Burdi presented information on the Terminal A to B Connector being in the final phase to create post-security connectivity between all Logan terminals, which commenced in 2014 and on the Terminal A to B Connector Project.

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 actions necessary or desirable and to execute agreements necessary or desirable in order to commence and complete the Authority's Capital Project known as MPA L1773 – Terminal A to B Connector (MPA L1773) subject to the following conditions: funds expended for the L1773 Terminal A to B Connector Capital Project shall not exceed \$30,000,000 (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 materials presented at the Board Meeting on May 16, 2024. The Chief Executive Officer and Executive Director (or any officer authorized to serve in an interim capacity) or his designee 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, Fields and Tibbits-Nutt voted Yes.

MPA L1653 – Rehabilitate Taxiway November from Runway 15R-33L to Runway 22L, Logan International Airport, East Boston, MA, Partial Project Budget

Ms. Burdi presented information on the Taxiway November Rehabilitation project maintaining the safety and state-of-good-repair of critical airfield infrastructure and on the rehabilitating Taxiway N from Runway 15R-33L to Runway 22L.

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 actions necessary or desirable and to execute agreements necessary or desirable in order to commence and complete the Authority’s Capital Project known as MPA L1653 – Rehabilitate Taxiway November from Runway 15R-33L to Runway 22L (MPA L1653) subject to the following conditions: funds expended for the L1653 Rehabilitate Taxiway November from Runway 15R-33L to Runway 22L Capital Project shall not exceed \$27,000,000 (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 materials presented at the Board Meeting on May 16, 2024. The Chief Executive Officer and Executive Director (or any officer authorized to serve in an interim capacity) or his designee 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, Fields and Tibbits-Nutt voted Yes.

Delegation of Authority Limit Increases

Ms. Burdi presented information on staff recommendation to increase certain delegated thresholds for design and construction, as construction costs for public projects in Massachusetts have increased by 18-20% over the past 24 months and are forecast to increase further and on Massport's delegated authority thresholds are low compared to other state agencies, authorities, and universities.

Upon a motion duly made and seconded, it was

VOTED:

The Management Policies and Delegations of Authority Thresholds, as adopted by Board vote of the Authority on September 26, 1995, and as amended by Board vote of the Authority on June 21, 2012, and as further amended by Board vote of the Authority on September 19, 2013, and as further amended by Board vote of the Authority on May 17, 2018, be revised as follows:

Approve an increase in the Board delegated authority thresholds as follows:

1. Increase delegated authority for Design Service Agreements from \$2,000,000 to \$5,000,000.
2. Increase delegated authority for Construction Contracts from \$5,000,000 to \$10,000,000.
3. Eliminate delegated authority threshold for Project Budgets to \$5,000,000.

All other delegated authority threshold levels, policy directives, reporting requirements, and internal controls authorized by the Board vote of the Authority on September 26, 1995, and as amended by the Board votes of the Authority on June 21, 2012, September 19, 2013 and May 17, 2018, shall remain in full force and effect.

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

AUDIT AND FINANCE/COMMITTEE CHAIR SEN

Bond Rating Agency Updates – Rental Car Facility and 1978 Trust Agreement

Ms. Tenaglia presented information on Moody's adding a positive outlook to Massport's Consolidated Rental Car Facility (ConRAC) bonds, and on Fitch affirming Massport's AA revenue bond rating and stable outlook.

Assistant Treasurer Appointment

Mr. Prankevicius presented information on an A&F Personnel Vote.

Upon a motion duly made and seconded, it was

VOTED:

That John Plonowski of the Administration & Finance Department is appointed to serve as Assistant Treasurer until the next Annual Meeting.

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

MPA Employees' Retirement System Lease

Mr. Prankevicius presented information on a recommendation renewing the Massport Employees' Retirement System office space lease at the Logan Office Center.

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, a lease with the Massachusetts Port Authority Employees' Retirement System ("MPAERS") on the following terms and conditions:

The Premises shall contain approximately 2,832 square feet of space in the Logan Office Center. MPAERS shall receive two (2) employee hangtags for parking in the Logan Office Center garage.

The initial term of the Lease shall be five (5) years commencing on June 1, 2024. MPAERS shall have the right to extend the term of the Lease for one (1) period of five (5) years. The Authority shall have the right to terminate the Lease with 180 days prior written notice.

The rental rate as of June 1, 2024 shall be \$52.76 per square foot per year. This rent rate shall adjust annually each July 1st in an amount equal to the greater of (i) 100% of the CPI adjustment or (ii) three percent (3%).

The Authority shall provide janitorial services, building maintenance and utilities within the leased premises (the cost of which is included in the rental rate).

MPAERS shall pay the Authority additional rent as follows:

(i) \$9,963.83 per month for the Authority's provision of support services (catering, IT services, telephone, payroll, accounting, central services, legal services and human resources). This amount shall escalate five percent (5%) yearly on each July 1st. This amount is subject to change in the event MPAERS elects not to use all of the Authority's support services set forth above; and

(ii) \$175 per parking hangtag per month for employee parking in the Logan Office Center garage. This monthly rate is subject to change, from time to time, by the Members of the Authority in their sole discretion.

The Lease may contain such other terms and conditions not inconsistent with this Vote as the Authorized Officer executing the Lease deems necessary or desirable.

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

MPA L338 – Terminal E Modernization – Checkpoint Property Screening System Lanes, Logan International Airport, East Boston, MA, Interagency Agreement

Mr. Gallagher presented information on Terminal E Modernization – Checkpoint Property Screening Lanes.

Upon a motion duly made and seconded, it was

VOTED:

WHEREAS, the Members of the Authority approved a project budget, L338 - Terminal E Modernization, which in part authorized funding to procure, install and maintain Checkpoint Property Screening System ("CPSS") lanes and related equipment at the security checkpoints in Terminal E to effectuate the efficient operations and movement of passengers at Boston Logan International Airport ("Logan Airport"); and

WHEREAS, seven (7) CPSS lanes and one (1) Leidos AIT Body Imager ("Body Imager") were procured and placed into service for the sole use by the Transportation Security Administration ("TSA") with the intent to convey the CPSS and Body Imager to TSA; and

WHEREAS, four (4) additional CPSS lanes were procured and will be placed into service on or about March 1, 2025, for the sole use by the TSA with the intent to convey the CPSS to the TSA; and

WHEREAS, to efficiently track each asset as part of its Capability Acceptance Process, TSA requests the Authority transfer, convey and assign ownership of the eleven (11) CPSS lanes and one (1) Body Imager to the TSA to be used at Logan Airport; and

WHEREAS, staff recommends executing the documentation required to transfer, convey and assign ownership of the CPSS lanes and Body Imager to TSA to be used at Logan Airport.

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), the Director of Administration & Finance and Secretary-Treasurer, or Assistant Secretary-Treasurer, each acting singly (each, an “Authorized Officer”), are authorized to execute the documents required to transfer ownership of the eleven (11) CPSS lanes and one (1) Body Imager to the TSA, and to take such other actions, not inconsistent with this Vote, as may be necessary and appropriate to implement the provisions of this Vote.

Members Jacobs, Sen, O’Brien, Fields, Evangelidis, 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 litigation.

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

The public session adjourned at 11:27 A.M.

Ann Buckley
Assistant Secretary-Treasurer

List of Documents and Other Exhibits Used in Public Session

1. Board Book
2. PowerPoint Presentation Slides