

MASSACHUSETTS PORT AUTHORITY
MINUTES FOR THE REMOTE MEETING
HELD ON FEBRUARY 13, 2025 AT 9:00 A.M.

The meeting of the Members of the Massachusetts Port Authority was held on February 13, 2025. The following Members participated remotely pursuant to Chapter 2 of the Acts of 2023: Chair Patricia Jacobs presided, John Nucci, Sean O'Brien, Lewis Evangelidis, Warren Fields and Pamela Everhart. Richard Davey, Chief Executive Officer and Executive Director, Faye Boardman, Chief of Staff, Edward Freni, Director of Aviation, Catherine McDonald, Chief Legal Counsel, John Prankevicius, Director of Administration and Finance and Secretary-Treasurer, Hank Shaw, Chief Security Officer, Lauren Gleason, Port Director, Luciana Burdi, Director - Capital Programs & Environmental Affairs, Jarret Wright, Acting Chief Information Officer, Thomas Butler, Deputy Director - Community Relations and Government Affairs, Andrew Hargens, Chief Development Officer, and Ann Buckley, Assistant Secretary-Treasurer, were in attendance.

The meeting commenced at 9:00 A.M.

Chair Jacobs called for a moment of silence to commemorate the airplane and helicopter tragedy that occurred recently in Washington D.C.

Public Comment

Sabine von Mering, Michael Kiefer, Roger Rosen, Samuel Pulliam, Jennifer Riley, Melanie Renaud, Laura Sullivan and Anne Sobol stated their strong opposition and concerns regarding environmental impacts from the North Airfield Hangar Development at Hanscom Field.

Christopher Elliot and Eileen Ryan expressed their opinion that SAF (sustainable aviation fuel) is not a viable option for airline use.

Josh Gold commented on his concerns regarding ride share operators not being a part of the discussion regarding Logan Airport's infrastructure improvements and his disagreement of ride share operators paying increased access fees.

Ratification and Approval of the Minutes of the January 16, 2025 Board Meeting

Upon a motion duly made and seconded, it was

VOTED:

To ratify and approve the minutes of the January 16, 2025 Board Meeting.

Members Jacobs, Everhart, Nucci, O'Brien, Evangelidis, and Fields voted Yes.

Chair's Comments

Report of the CEO

Mr. Davey noted the meeting would start in public session, then move to Executive Session and that the Authority will not reconvene after Executive Session.

Mr. Davey presented information on the Washington D.C. plane crash, on 2025 priorities, on Strategic Plan RFP update, on Logan Airport restroom refresh program, on improving Logan Airport wayfinding, on the grand opening event for Shake Shack in Terminal C, on Logan Airport serving 26M passengers FYTD January, 7% better than forecast, on December 2024 financial results, on celebrating Black History Month with special guest, Pamela Everhart, on the Multicultural ERG sponsoring a Luna New Year Celebration, on North America's first electric truck arriving at Logan Airport, on new AI waste-sorting technology coming to Logan Airport, on four new EV fast-charging stations being installed in the Ride App lot, and on MIT/Massport being recognized for the Logan Airport RNAV Study.

Director of Aviation Presentation

Mr. Freni presented information on Logan Airport serving 2.9M passengers in January, on Safe and Logan Stars Event with Major General Gary Keefe, on Worcester Regional Airport passenger volume down 2% in January, but 1% higher than last year for the fiscal year-to-date, and on total activity at Hanscom Field declining but jet operations being flat year-over-year.

Director of Maritime Presentation

Ms. Gleason presented information on Conley Terminal handling 13 vessels and processing over 9,600 containers in January, on an update on recent tariff implementations by the Trump Administration, and on the International Longshoremen's Association (ILA) meeting last week to discuss ratifications of the new East Coast agreement.

STRATEGIC PLAN

Flynn Cruiseport Boston and Conley Terminal Business Update

Ms. Gleason presented information on supporting Massport's mission with Maritime's contribution to the Commonwealth's economic growth, on Conley Terminal handling 250,000 TEUs in 2024, remaining committed to the New England market through Massport's modernization period, on Conley Terminal modernization and harbor deepening resulting in more global connections opening new markets for the Commonwealth and New England, on external factors influencing the broader shipping industry, impacting present and future volume at Conley Terminal, on the *CMA CGM Marco Polo* being the largest vessel to call on the North American East Coast, on Massport's strategic planning process considering Conley Terminal's strengths and opportunities while addressing weaknesses and threats, on Conley's business remaining competitive with East Coast ports, on continued investments in container terminals being required to remain competitive on the East and Gulf coasts, on 50% of the carrier order book being for vessels > 15,000 TEUs, predominately Conley customers, on key questions for

the Strategic Plan, on the global cruise industry continuing its unprecedented growth trajectory spurred on by younger/new-to-cruise demographics, on cruise lines focusing on family, luxury and expedition offerings, providing unique destination and shore excursion experiences, on Flynn Cruiseport Boston's 2025 Cruise Season featuring a record number of homeport partners and continued passenger growth, on for the 2025 cruise season, Flynn Cruiseport Boston having a record 11 homeport ships and six repositioning cruises with unique itineraries, on cruise passenger volume being projected to reach 525K in FY30, on ships continuing to grow, and Boston handling larger ships in 2025, pushing the limits of Massport's operational capabilities requiring Massport to utilize two berths for one ship, on near term, Massport advancing the Flynn Cruiseport Boston Modernization project to accommodate a larger homeport vessel, and on financing solutions being needed to further support immediate and future infrastructure initiatives.

Mr. Prankevicius presented information on the financing plan for Flynn Cruiseport Boston Modernization project.

Ms. Gleason presented information on long term, Massport needing to address infrastructure and funding options to meet cruise line and passenger needs and adapt to growing demand, and on key questions for the strategic plan.

SAFETY AND SECURITY/COMMITTEE CHAIR O'BRIEN

HUMAN RESOURCES, DIVERSITY, AND COMPENSATION/COMMITTEE CHAIR JACOBS

COMMUNITY OUTREACH/COMMITTEE CHAIR NUCCI

Mr. Butler presented information on an update of the Massport Community Advisory Committee (CAC).

REAL ESTATE AND STRATEGIC INITIATIVES/COMMITTEE CHAIR FIELDS

AUDIT AND FINANCE/COMMITTEE CHAIR JACOBS

Solid Waste, Recycling, Organics and Sustainable Materials Management Services New Contract

Ms. Burdi presented information on Solid Waste, Recycling, Organics and Sustainable Materials Management Services procurement, on evaluation criteria and selection, on cost comparison, on program objectives and waste categories, on improvements to current levels of service, and on recommendations.

Upon a motion duly made and seconded, it was

VOTED:

To authorize the Chief Executive Officer and Executive Director, the Director of Administration & Finance and Secretary-Treasurer, or Assistant Secretary-Treasurer, each acting singly (each, an “Authorized Officer”), to negotiate, execute, and deliver on behalf of the Authority a contract with Casella Waste Management of Massachusetts, Inc. for waste management services at Boston Logan International Airport, Worcester Regional Airport, and Hanscom Field, to commence on July 1, 2025 through June 30, 2032 in the not-to-exceed amount of \$29,449,194, with three one-year options to renew, exercisable by mutual agreement of the parties and subject to further Board authorization. The contract shall contain such other terms and conditions, not inconsistent with this vote, as the Authorized Officer executing such contract deems necessary or desirable.

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

FY25 Six Month Financial Performance

Mr. Prankevicius presented information on the first six months highlights, on growth in business activity driving 1H FY25 revenue 8% higher to \$630M, a \$48M increase over the prior year period, on operating expenses totaling \$513M, a \$47M increase or 10% more than last year to accommodate business demand, higher inflationary costs, and asset depreciation, on 1H FY25 operating income being \$117M, a \$1M increase over last year and being reinvested to fund Massport’s new \$4.0B CIP (Capital Investment Plan), on Massport’s balance sheet showing net position growing 7%, or \$260M in 1H FY25 due to the reduction in long term debt, on 1H FY25 budget to actuals showing net contribution exceeding budget as Logan Airport passengers exceeded plan by 8% and cost containment strategies lowered expenses 13%, and on risks and challenges to achieving Massport’s strategic initiatives and financial plans.

FACILITIES AND CONSTRUCTION/COMMITTEE CHAIR EVANGELIDIS

MPA M647 – Flynn Cruiseport Boston Modernization, South Boston, MA, Partial Project Budget

Ms. Burdi presented information on the Flynn Cruiseport Boston Modernization project upgrading the facility to accommodate larger vessels and shore power, on shore power infrastructure allowing cruise vessels to turn off diesel engines and run on electric power while at berth, on a second passenger boarding bridge being required to service larger vessels that need concurrent access through two passenger doors, on construction of a new hold room facilitating passenger screening and ticketing operations and improving the passenger experience, and on project timeline and board recommendations.

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 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 the Flynn Cruiseport Boston Modernization (M647) subject to the following conditions: funds expended for the M647 Flynn Cruiseport Boston Modernization Capital Project shall not exceed \$60,000,000 (the “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 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 February 13, 2025. The Chief Executive Officer and Executive Director 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.

To authorize the Port Director to take actions necessary or desirable to establish a new tariff rate entitled “Flynn Cruiseport Boston (“Cruiseport”) Facility Improvement Fee” (“FIF”) under existing Terminal Tariff No. 2. The FIF will be effective as of January 1, 2026. The FIF shall be \$3.00 per passenger for each cruise vessel that berths at the Cruiseport, and shall increase annually thereafter each January 1st by \$3.00 for the next four (4) years. The FIF received by the Authority shall finance the amortization of the M647 Flynn Cruiseport Boston Modernization Capital Project, which is estimated to be approximately \$6.6 million annually and incremental operating expenses of approximately \$900K.

To authorize the Director of Administration & Finance and Secretary-Treasurer to take actions necessary or desirable to transfer the \$12 million 776 Summer Street Residential Deed Restriction payment currently deposited into the Authority’s Improvement & Extension fund and transfer to the Capital Budget Account to fund a portion of the M647 Flynn Cruiseport Boston Modernization Capital Project.

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

ASSENT AGENDA

Climate Action/Net Zero Program Implementation and Program Management Office (PMO)
Consulting Services Agreement Amendment

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 take actions necessary or desirable and to execute agreements necessary or desirable in order to amend the Authority’s Climate Action/ Net Zero Program Implementation and Program Management Office (PMO) Consulting Services Agreement with PMA Consultants, LLC to: (i) increase the compensation by \$1,000,000, from \$5,000,000 to \$6,000,000, and (ii) extend the term of the Agreement from October 31, 2025 to December 31, 2025. Any amendment arising out of this vote 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, Everhart, Nucci, O’Brien, Evangelidis, and Fields voted Yes.

Current Waste Hauling and Recycling Services Contract Amendment

Upon a motion duly made and seconded, it was

VOTED:

To authorize the Chief Executive Officer and Executive Director, the Director of Administration & Finance and Secretary-Treasurer, or Assistant Secretary-Treasurer, each acting singly (each, an “Authorized Officer”), to negotiate, execute, and deliver on behalf of the Authority a contract amendment with Allied Waste Services of Massachusetts, LLC d/b/a Republic Services of Revere for waste hauling and recycling services at Boston Logan International Airport, Worcester Regional Airport, and Hanscom Field, to extend the term from February 28, 2025 through June 30, 2025 and increase the not-to-exceed amount by \$1,200,000, resulting in a total not-to-exceed amount of \$12,805,000. 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, Everhart, Nucci, O’Brien, Evangelidis, and Fields 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 litigation and the deployment of security personnel or devices

Members Jacobs, Everhart, Nucci, O'Brien, Evangelidis, and Fields voted Yes.

Ms. Jacobs stated that the Authority will not reconvene after Executive Session.

The public session adjourned at 10:47 A.M.

Ann Buckley
Assistant Secretary-Treasurer

List of Documents and Other Exhibits Used in Public Session

1. Board Book
2. PowerPoint Presentation Slides