

MASSACHUSETTS PORT AUTHORITY
MINUTES FOR THE REMOTE MEETING
HELD ON JULY 17, 2025 AT 9:00 A.M.

The meeting of the Members of the Massachusetts Port Authority was held on July 17, 2025. The following Members participated remotely pursuant to Chapter 2 of the Acts of 2025: Chair Patricia Jacobs presided, John Nucci, Sean O'Brien, Lewis Evangelidis, and Pamela Everhart. Richard Davey, Chief Executive Officer and Executive Director, Faye Boardman, Chief of Staff, Edward Freni, Executive Director of Aviation, Hank Shaw, Chief Security Officer, Catherine McDonald, Chief Legal Counsel, John Prankevicius, Director of Administration & Finance and Secretary-Treasurer, Lauren Gleason, Port Director, Luciana Burdi, Chief Infrastructure Officer, Taylor Casey, Chief People Officer, Brian Day, Director of Labor Relations, Jennifer Mehigan, Director - Media Relations, Alaina Coppola, Director – Community Relations & Government Affairs, Emir Skokic, Chief Strategy Officer, Tiffany Brown-Grier, Director of Diversity, Equity and Inclusion/Compliance, John Raftery, Chief Marketing Officer, Christine Reardon, Director – Internal Audit, Jarret Wright, Chief Information Officer, and Ann Buckley, Assistant Secretary-Treasurer, were in attendance.

The meeting commenced at 9:00 A.M.

Public Comment

Representative Carmine Gentile acknowledged Massport's climate goals and stated his opinion that the North Airfield Hangar Development at Hanscom Field is too aggressive and does not meet climate mandates.

Alex Chatfield stated his strong opposition and concerns regarding environmental impacts from the North Airfield Hangar Development at Hanscom Field.

Ratification and Approval of the Minutes of the June 12, 2025 Board Meeting

Upon a motion duly made and seconded, it was

VOTED:

To ratify and approve the minutes of the June 12, 2025 Board Meeting.

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

Chair's Comments

Report of the CEO

Mr. Davey noted the meeting is in public session and then will enter Executive Session and will not reconvene after Executive Session.

Mr. Davey presented information on live trivia and music taking over Logan Airport Baggage Claim, on digital signage upgrades at Logan Airport enhancing the customer experience, on the 2025 Best New National Brand Concept (ACI-NA Airport Concession Awards) and Airport Coffee or Tea Shop of the Year (2025 FAB Awards), on Logan serving almost 44M passengers in FY25, 4% better than forecast, on May 2025 financial results, on celebrating Pride at Massport, on Massport Summer Series 2025 programming gaining momentum in the South Boston Waterfront, on expanding promotion of tenant events in East Boston, on Massport subtenants in the Seaport Shine in *Boston Magazine's* 2025 Best of Boston reviews, on Massport staff visiting the frontlines of emergency care with a behind-the-scenes look at Boston MedFlight's life-saving operations at Hanscom Field, on Massport championing safety during National Safety Month – June 2025, on Massport starting training of a new class of firefighter recruits this month, on Massport Fire and State Police providing support at Boston's Fourth of July Festivities on the Esplanade, on honoring James S. Hoyte on his retirement as Chair of the Massachusetts Port Authority Employees Retirement System and for his legacy of leadership and service, and on welcoming several former Massport CEOs for a conversation about the Authority's past, present and future.

Director of Aviation Presentation

Mr. Freni presented information on a TSA policy update streamlining checkpoint security at U.S. airports, on Logan Airport having a strong finish to FY25 with 4M passengers in June and a new record high of 43.9M for the full fiscal year, on Logan Airport punching well above its weight as a transatlantic gateway, on Worcester Regional Airport ending FY25 down 2% over the prior year, on American Airlines launching the Worcester-Philadelphia service on July 5, and on Hanscom Field finishing FY25 with 112K operations, down 8% over FY24.

Director of Maritime Presentation

Ms. Gleason presented information on Conley Terminal finishing FY25 with 137K containers, within 2% of budget despite container shipping challenges, on Maritime continuing to monitor evolving announcements related to global tariffs impacting Conley Terminal customers, on Massport leadership attending the Boston Propeller Club Maritime Day luncheon to honor Councilor Ed Flynn as Person of the Year, on Flynn Cruiseport Boston welcoming 12 vessels and over 35,000 guests in June, on Fourth of July festivities lighting up the Port of Boston, and on Holland America operating a special roundtrip cruise from Boston aboard *Zuiderdam* on July 4, 2026, in celebration of America's 250th anniversary.

STRATEGIC PLAN

Strategic Plan Update (Information)

Mr. Skokic presented information on the context of Massport's strategic planning work, on guiding principles for this effort balancing immediate needs and long-term success for sustained growth across assets, on summary of project workplan and current status, on Massport's facilities

being essential for trade, commerce, tourism, and economic growth in the City, Commonwealth and New England, on the Commonwealth's economy being diverse, and Boston being a desirable destination for residence, travel, and study, creating demand for the movement of people and goods, and on Massport advancing 2014 Strategic Plan goals, despite COVID disruptions, laying a strong foundation for continued responsibly managed growth.

Julia Jacobson, Project Leader of Boston Consulting Group (BCG), presented information on aviation performance vs. 2024 Strategic Plan and Logan, Hanscom and Worcester having executed on key initiatives and managing growth over the last decade, on aviation revenues being driven by heavy capital investment, even when adjusted for inflation, aviation revenues growing over the last decade, with largest impacts from concessions and car rentals, on overall passenger volume rebounding from pandemic, with global and local volumes growing again but Logan being projected to grow slower than global passengers, on at Logan, prevalence of higher-capacity jets reducing the number of flight operations, even as the number of passengers rising over the last two decades, on even with increase in plane size and passengers, among peer airports, Logan being generally a top quartile performer for on-time departure rate (second highest last year), on groundside mode share being the possibility of future changes in ground transportation habits including autonomous vehicles (AVs) and electric vertical takeoff and landing (eVTOL) aircraft influencing Massport's strategic planning, on costs of congestion and delays to drivers being pronounced in Boston area, with implications for Logan, on customer trends being customer types and preferences changing over time, influencing profitability, operations, and capital investment being tied to the customer experience, on product, service and experience differentiation being stratification creating tiered and differentiated journeys from ultra-low cost to post-pandemic travel, on airline consolidation being, in North America, airline landscape shaped by strategic M&A and consolidation, with minority ownership and joint ventures being more common recently, on technological trends with eVTOL being an emerging technology potentially disrupting airline industry, on decarbonization affecting the future of aviation, and on next steps.

Meldon Wolfgang, Senior Partner and Managing Director of BCG, presented information on Maritime progress since 2014 Strategic Plan being successful implementation of crucial investments enabling Conley's continued operation and improved cruise parking, on there being a strong and enduring relationship between North America real GDP (rGDP) and demand for containerized imports, on global trade projections reflecting further supply chain reconfiguration, shifting volume from China-US trade route towards Europe-US and Southeast Asia-US, on investments being made in Conley after 2014 Strategic Plan enabling New England to participate in global trade – 7 routes before Conley modernization, 32 after, on continued consolidation giving carriers more leverage, increasing Conley's vulnerability to geopolitical shocks, even after the large investment, on unprecedented global disruptions upending traditional shipping routes and port call patterns, potentially creating a "skip stop" risk for smaller ports, on East Coast ports investing heavily to balance massive container hubs with specialized auto, refrigeration, breakbulk and bulk capabilities, on cruise market recovering from COVID and growing fast, on most major players, representing approximately 80% of the global market share having some relationship with Flynn Cruiseport Boston, on Flynn Cruiseport Boston facing a

generational transformation with cruise industry demographics shifting younger and millennials driving 61% of cruise demand, and on next steps.

Macky McCleary, Partner of BCG, presented information on Real Estate and Asset Management (REAM) performance vs. 2014 Strategic Plan with progress being made since 2014, through prioritization of initiatives changing significantly over time, on REAM currently operating as an important component of Massport's mission, with commercial real estate supporting the entire business, especially maritime, on market trends in Boston real estate indicating Massport is nearing the light at the end of the tunnel after COVID disruptions, on Boston office space climbing back from the dip, on office recovery metrics showing a return to stability with new ways of working but also a flight to quality which could benefit the South Boston waterfront, on certain industry trends having significant effect on REAM's business, and on next steps.

SAFETY AND SECURITY/COMMITTEE CHAIR O'BRIEN

HUMAN RESOURCES, DIVERSITY, AND COMPENSATION/COMMITTEE CHAIR EVERHART

COMMUNITY OUTREACH/COMMITTEE CHAIR NUCCI

Community Giving Update (Information)

Ms. Coppola presented information on today Logan handling 57% more passengers on 15% fewer flights compared to 2000, on Massport, directly and indirectly, contributing \$263M annually to neighboring communities and the Commonwealth, on Massport investing in public green spaces to balance economic development with quality of life in neighboring communities, on Massport contributing \$1.2M in annual payments for community foundations and health centers, on Massport's Community Summer Jobs program funding seasonal jobs for students in neighboring communities, on Massport's Charitable Contributions Program supporting educational, recreational and social organizations in neighboring communities, on Massport providing \$50K in scholarships for future leaders from neighboring communities, and on Massport, directly and indirectly, contributing \$255M in PILOT payments and taxes and fees on Massport properties.

REAL ESTATE AND STRATEGIC INITIATIVES/COMMITTEE CHAIR FIELDS

FACILITIES AND CONSTRUCTION/COMMITTEE CHAIR EVANGELIDIS

AUDIT AND FINANCE/COMMITTEE CHAIR JACOBS

Logan Employee Parking Facilities Lease Amendments

Mr. Gallagher presented information on Logan employee parking background, on existing Logan employee parking facilities, on the airport community needing to move forward with a long-term

plan that aligns employee parking needs with Massport's ground transportation strategy, on securing a long-term employee parking option/facility, and on proposed amendment to securing long-term employee parking.

Upon a motion duly made and seconded, it was

VOTED:

WHEREAS, airport employee parking at Boston-Logan International Airport ("Logan Airport") and in East Boston is limited due to the Logan Airport Parking Freeze, which limits the number of airport employee parking spaces available to employers at Logan Airport; and

WHEREAS, as air passenger volumes have continued to grow and the number of airport employees has increased, employee parking demand has likewise increased; and

WHEREAS, a long-term plan to ensure sufficient off-airport parking supply in tandem with demand management and cost recovery policies is critical; and

WHEREAS, on June 10, 1992, the Authority entered into an agreement with UGP Central 270, LLC to lease a 1,550-stall parking garage at 270 Central Avenue in Chelsea, MA (the "Chelsea Garage") allowing up to an estimated 4,700 parking permits. The term of the lease ("Chelsea Garage Lease") for the Chelsea Garage expires on July 31, 2029; and

WHEREAS, on October 1, 2016, the Authority entered into an agreement with UGP-Pre Flight, LLC for the use of a surface parking lot at 111 Eastern Avenue in Chelsea, MA ("111 Eastern Lot Agreement"), across the street from the Chelsea Garage. This agreement also terminates on July 31, 2029; and

WHEREAS, UGP Central 270, LLC and UGP-PreFlight Boston, LLC together with its affiliate, InterPark Holdings, LLC ("InterPark" and collectively, the "InterPark Parties") approached the Authority with a proposal to modify and amend the existing agreements to accommodate the Authority's Logan Airport employee parking objectives through a new state-of-the-art 2,664-space garage to be constructed, operated, and maintained by the InterPark Parties on a portion of the 111 Eastern lot (the "New Chelsea Garage"); and

WHEREAS, the Authority is interested in amending its existing agreements with the InterPark Parties to enable the construction of the New Chelsea Garage; therefore, staff recommends that the Board authorize the negotiation, execution and delivery of amendments ("Amendments") to the Chelsea Garage Lease and the 111 Eastern Lot Agreement on the terms set forth herein.

NOW, THEREFORE, BE IT RESOLVED, AND VOTED THAT:

The Director of Aviation and the Chief Legal Counsel, and their designees, are hereby

authorized to negotiate, on behalf of the Authority, and the Chief Executive Office and Executive Director, the Director of Administration & Finance and Secretary-Treasurer, or the Assistant Secretary-Treasurer, each acting singly, (each, an “Authorized Officer”) are hereby authorized to execute and deliver on behalf of the Authority Amendments to the Chelsea Garage Lease and the 111 Eastern Lot Agreement with the InterPark Parties on the following terms:

- (i) The InterPark Parties shall permit, design and construct the New Chelsea Garage, a state-of-the-art approximately 2,644 space garage on a parcel adjacent to the 111 Eastern Lot.
- (ii) The InterPark Parties shall provide an approximately 1.7 acre lot on the land adjacent to the New Chelsea Garage on the 111 Eastern Lot to be used for Authority shuttle bus parking.
- (iii) The New Chelsea Garage is estimated to take approximately 3.5 years to complete, with 18 months for design and permitting followed by 24 months of construction (such 24-month time period, the “Construction Period”). The target delivery date of the New Chelsea Garage is January 1, 2029.
- (iv) The term of the 111 Eastern Lot Agreement will be extended through the date on which the Authority accepts the New Chelsea Garage (the “Effective Date”). Upon the Effective Date, the 111 Eastern Lot Agreement will be terminated.
- (v) The Chelsea Garage Lease shall be amended to acknowledge the development of the New Chelsea Garage as follows:
 - i. *Term* – the existing term will be extended through an end date coincident with the Effective Date.
 - ii. *Rent* – upon the commencement of the construction of the New Chelsea Garage, the Authority’s annual rent shall increase by One Million Two Hundred Thirty-two Thousand Six Hundred Dollars (\$1,232,600.00), payable in the amount of an additional One Hundred Two Thousand Seven Hundred Sixteen and 67/100 dollars (\$102,716.67) per month.
 - iii. *Extended Term New Chelsea Garage*– the extended term will commence upon the Effective Date and will last for a term of 30 years (the “Extended Term”).
 - iv. *Extended Term Leased Premises* – Upon commencement of the Extended
 - v. *Extended Term Base Rent* – Annual rent for the first year of the Extended Term will be Sixteen Million Twenty-seven Thousand Dollars (\$16,027,000) to be paid in equal monthly installments.

- vi. *Options to Extend and Rent* – the Authority will have three (3) 10-year options to extend at the end of the Extended Term. The annual rent for each option term exercised shall be based on the prevailing market rate as of the commencement date of such option term, as mutually agreed upon by the parties. The annual rent during each option term exercised shall be subject to reasonable annual increases.
- vii. *Sublease* – the Authority shall have the right to sublease space in the New Chelsea Garage for any airport-related use, excluding off-airport consumer parking. Any such sublease shall be subject to the prior written approval of the InterPark Parties, which approval shall not be unreasonably withheld, conditioned, or delayed.

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

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

Quincy Employee Shuttle Bus Operating Agreement

Wonderland Employee Shuttle Bus Operating Agreement

Back Bay Logan Express Bus Operating Agreement

On-Call Cover Bus Operating Agreements for all Shuttle Bus Locations

The above items 4 through 7 as listed on the Agenda were tabled at the request of Management.

Existing Tenant Hanscom Field Hangar Lease Extension

Mr. Gallagher presented information on background of the ground lease, on proposed lease amendment key terms, and on Sustainability Aviation Fuel (SAF) commitments.

Mr. Gallagher presented information on

Upon a motion duly made and seconded, it was

VOTED:

WHEREAS, on May 15, 2003, the Board voted to authorize a ground lease (the "Lease") with Liberty Mutual Insurance Company ("Tenant") for certain premises ("Premises") at L.G. Hanscom Field ("Hanscom"); and

WHEREAS, the Authority and Tenant entered into the Lease effective February 24, 2004, with an initial term of twenty (20) years with two (2) five (5) year options; and

WHEREAS, the Authority and Tenant desire to amend the Lease to: (i) grant Tenant three (3) additional ten (10) year options; (ii) adjust the rent to include a hangar rent; (iii) include a transaction fee; (iv) incorporate a payment from Tenant to the Authority in an amount of \$250,000.00; (v) memorialize Tenant's purchase commitment of Sustainable Aviation Fuel ("SAF"); and (vi) acknowledge Tenant's commitment to invest in further capital improvements.

NOW, THEREFORE, BE IT RESOLVED AND VOTED THAT:

The Director of Aviation Business and Finance and the Chief Legal Counsel, and their designees, are hereby authorized to negotiate, on behalf of the Authority, and 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"), are hereby authorized to execute and deliver, on behalf of the Authority, an amendment to the Lease to include (i) three (3) additional ten (10) year options; (ii) a hangar rent of \$33.16 per square foot per year commencing on June 1, 2035 with annual adjustments in an amount equal to the greater of: (a) three percent (3%) or (b) CPI; (iii) a transaction fee in the amount of one percent (1%) of sale proceeds upon the sale or transfer of the Lease; (iv) a one-time payment from Tenant to the Authority in the amount of \$250,000.00 upon execution of the Lease amendment; (v) Tenant's five (5) year commitment to purchase SAF through Tenant's chosen fuel provider ("Blended SAF") purchasing a minimum of: (a) one percent (1%) of its total spend on annual aviation fuel at Hanscom for the immediately preceding Lease year for three (3) Lease years commencing on June 1, 2025, (b) one and a half percent (1.5%) for the next Lease year, and (c) two percent (2%) for the final Lease year (collectively "SAF Purchase Commitments") with such SAF Purchase Commitments carrying over if not fulfilled in a given Lease year, but no longer than May 31, 2030; and (vi) Tenant's commitment to invest in further capital improvements when operationally necessary or when equipment reaches the end of its useful life to support LEED Gold O⁺M certifiable level.

The terms of 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, O'Brien, Evangelidis, Everhart, and Nucci voted Yes.

Private Cloud Infrastructure Support Services Agreement

Mr. Wright presented information on contract award and approval for Private Cloud Infrastructure Support Services Agreement, and on selected support services team – Amentum.

Upon a motion duly made and seconded, it was

VOTED:

To authorize the Chief Executive Officer and Executive Director, the Director 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 an agreement with Amentum Technology, Inc., in the not-to-exceed amount of \$7,446,400, for private cloud infrastructure support services. The agreement shall be for a five (5) year period and 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, O’Brien, Evangelidis, Everhart, and Nucci voted Yes.

ASSENT AGENDA

Logan Automated Teller Machine Concession Program

Upon a motion duly made and seconded, it was

VOTED:

WHEREAS, the Authority issued a Request for Proposals for the Automated Teller Machine (“ATM”) Concession at (i) Boston Logan International Airport (“Logan Airport”); (ii) Logan Express Sites; (iii) L.G. Hanscom Field; and (iv) Worcester Regional Airport; and

WHEREAS, the Authority’s primary goals for the ATM Concession program were to offer customers a choice of first-class electronic banking services and to maximize revenue to the Authority; and

WHEREAS, Authority staff has evaluated the proposals received within the framework of the Authority’s goals and has determined that it is desirable to negotiate, execute and deliver ATM concession services agreements with Bank of America, National Association (“Bank of America”) and Santander, N.A. (“Santander”), respectively, for the Logan Airport terminal locations set forth in this Vote.

NOW, THEREFORE, BE IT RESOLVED AND VOTED THAT:

The Chief Legal Counsel or her designee is hereby authorized to negotiate, and the Chief Executive Officer and Executive Director, the Director of Administration & Finance and Secretary-Treasurer or the Assistant Secretary-Treasurer, each acting singly (each an "Authorized Officer"), are hereby authorized to execute and deliver, on behalf of the Authority, separate concession agreements with Bank of America and Santander, together with any other related documents necessary to effectuate such concession agreements, for the provision of ATM concession services for a term of five (5) years commencing November 1, 2025 and containing such other terms and conditions as the Authorized Officer executing such agreements may determine are necessary or desirable and which are not inconsistent with this Vote, at the locations set forth below:

1. Bank of America, National Association:
 - a. Terminal A: Location A3, an Annual Guarantee payment to the Authority of \$73,000;
 - b. Terminal B: Location B1, an Annual Guarantee payment to the Authority of \$88,000;
 - c. Terminal B: Location B4, an Annual Guarantee payment to the Authority of \$73,000;
 - d. Terminal B: Location B7, an Annual Guarantee payment to the Authority of \$73,000;
 - e. Terminal C: Location C1, an Annual Guarantee payment to the Authority of \$149,000;
 - f. Terminal E: Location E2, an Annual Guarantee payment to the Authority of \$73,000; and
 - g. Terminal E: Location E3, an Annual Guarantee payment to the Authority of \$36,000.
2. Santander Bank, N.A.:
 - a. Terminal A: Location A4, an Annual Guarantee payment to the Authority of \$45,625;
 - b. Terminal B: Location B3, an Annual Guarantee payment to the Authority of \$50,000;
 - c. Terminal B: Location B6, an Annual Guarantee payment to the Authority of \$50,000;

- d. Terminal C: Location C2, an Annual Guarantee payment to the Authority of \$85,000;
- e. Terminal C: Location C3, an Annual Guarantee payment to the Authority of \$97,500;
- f. Terminal E: Location E1, an Annual Guarantee payment to the Authority of \$50,000; and
- g. Terminal E: Location E4, an Annual Guarantee payment to the Authority of \$45,000.

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

Logan WestJet Air Carrier 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 Air Carrier Operating Agreement with WestJet, an Alberta partnership, to allow WestJet to conduct operations at Boston Logan International Airport. WestJet will pay all applicable fees established by the Authority for use of airport premises, including, but not limited to, landing fees, parking fees, rental charges for terminal or other space at Boston Logan International Airport, and such other charges and fees as the Authority has established or may establish from time to time. Before the agreement is executed, WestJet 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 Air Carrier Operating Agreement shall be subject to cancellation or termination by the Authority. This agreement shall contain such other terms and conditions, not inconsistent with this vote, as the Authorized Officer executing said agreement deems necessary or desirable.

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

EXECUTIVE SESSION

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.

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

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

The public session adjourned at 11:24 A.M.

Ann Buckley
Assistant Secretary-Treasurer

List of Documents and Other Exhibits Used in Public Session

1. Board Book
2. PowerPoint Presentation Slides