

MASSACHUSETTS PORT AUTHORITY  
MINUTES FOR THE REMOTE MEETING  
HELD ON JANUARY 19, 2023 AT 9:00 A.M.

The meeting of the Members of the Massachusetts Port Authority was held on January 19, 2023. 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 June 16, 2022: John A. Nucci, Sean M. O'Brien and Laura Sen. Chairman Lewis G. Evangelidis, who presided, Patricia A. Jacobs and Jamey Tesler attended in person. 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, Hank Shaw, Chief Security Officer, James Morris, Port Director, Luciana Burdi, Director Capital Programs & Environmental Affairs, Kwang Chen, Chief Information Officer, Alaina Coppola, Director, Community Relations and Government Affairs and Ann Buckley, Assistant Secretary-Treasurer were in attendance.

The meeting commenced at 9:07 A.M.

Public Comment

There were no requests to speak during the Public Comment Period.

Ratification and approval of the minutes of the December 1, 2022 Board Meeting

Upon a motion duly made and seconded, it was

VOTED:

To ratify and approve the minutes of the December 1, 2022 Board Meeting.

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

Chairman's Comments

Mr. Evangelidis acknowledged Mr. Nucci, Mr. O'Brien and Ms. Sen participated remotely and confirmed that Ms. Jacobs and Mr. Tesler were present together in the room. Mr. Evangelidis announced Gina Fiandaca is joining the Massport Board as the new Secretary of Transportation. Mr. Evangelidis expressed Massport's gratitude to Secretary Tesler for his service to the Commonwealth and Massport. Mr. Evangelidis noted that the agenda order for today's Board Meeting will start in public session, then go into executive session after Chairman's Comments and then return to public 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 Evangelidis, Jacobs, Nucci, O'Brien, Sen, and Tesler voted Yes.

Mr. Evangelidis stated that the Authority will reconvene after Executive Session.

The Executive Session adjourned at 10:35 A.M.

PUBLIC SESSION

Report of the CEO

Ms. Wieland presented information on the TSA finding a record number of firearms at airport checkpoints in 2022, including Logan Airport, on Massport hosting DHS Homeland Security's Blue Lightning Initiative Anti-Human Trafficking Awareness Training, on Massport launching an 8-week holiday drone campaign on December 26<sup>th</sup> to educate new owners about drone use safety, on financial performance for November 2022, on Logan's passenger volume trending upwards, but a full recovery is not expected until after FY23, on Massport hosting the 9<sup>th</sup> Annual Business Diversity Summit helping small, diverse vendors learn about opportunities to do business with Massport, on Massport exceeding its DE&I goal for Charitable Contributions for the first half of FY23, on Massport installing four Level 2 EV chargers in the parking lot at Worcester Regional Airport, on Massport hosting its largest ever Annual Winter Coat Drive for Children, and on the Prince and Princess of Whales touring Piers Park during their visit to Boston for the 2022 Earthshot Awards.

Director of Aviation Presentation

Mr. Freni presented information on Logan Airport recovering 86% of its pre-COVID Christmas/New Year's passenger volume, on Logan Airport passenger activity levels for CY22, on the FAA issuing a nationwide ground stop due to a NOTAM (Notice to Air Missions) system outage on January 11, 2023 – the first since 9/11, on international travel to/from China resuming this month as the Chinese government lifted its strict pandemic protocols and travel restrictions, on Hainan Airlines restoring service between Logan Airport and China, on Delta providing new services to Phoenix, San Juan, Memphis and Louisville and service restorations with Avianca resuming service to Bogota, on JetBlue resuming service to Vancouver, on American and Delta returning service to seasonal Caribbean destinations, on Massport holding its 17<sup>th</sup> annual SAFE and Logan Stars Awards Ceremony, on Worcester ending the year with 161,000 passengers, 83% of 2019 volume, and on Hanscom ending 2022 with a record number of jet operations.

Director of Maritime Presentation

Mr. Morris presented information on Conley Terminal ending CY22 with nearly 174,000 TEUs handled as direct connectivity grew to two dozen ports globally, on the National Retail Federation predicting that imports in early 2023 will fall to their lowest levels in three years, and on Bar Harbor businesses challenging the cruise passenger limit approved by voters in November.

Strategic Plan

Ground Transportation Update

Mr. Gallagher presented information on Massport's ground access strategy moving more people in fewer vehicles in the most efficient, customer-friendly, and environmentally responsible way possible, on current Logan ground transportation trends and ongoing outreach, on Massport's ground access strategy including several short, medium, and long-term goals, with specific actions targeted for 2023, on Braintree Logan Express parking overflow, on enhanced electric Silver Line 1 buses entering the fleet this spring, and on the future HOV fleet moving toward zero-carbon fuels and requiring a transition period.

Braintree Logan Express Quincy Overflow Lot Shuttle Agreement

Upon a motion duly made and seconded, it was

VOTED:

WHEREAS, the Braintree Logan Express service currently operates at 262 Forbes Road, Braintree with approximately 1,800 parking spaces, often exceeding capacity during weekends, peak holiday and summer periods; and

WHEREAS, at its September 22, 2022 meeting, the Board authorized the execution and delivery of an agreement for overflow parking to support Braintree Logan Express at a site located at 2000 Crown Colony Drive in Quincy (the "Overflow Lot"); and

WHEREAS, in October 2022, Staff executed the agreement for the Overflow Lot, however, due to several factors, the Overflow Lot could not be incorporated into the existing Braintree Logan Express shuttle bus service; and

WHEREAS, on November 23, 2022, the Authority released a Request for Expressions of Interest ("RFI") for qualified bus operators to provide shuttle bus service for the Overflow Lot; and

WHEREAS, the Authority received five (5) responses to the RFI, following which, three (3) respondents were invited for interviews: Academy Express, LLC, Paul Revere Transportation LLC and Plymouth & Brockton Street Railway Company; and

WHEREAS, a Selection Committee ("Committee") comprised of Massport staff, subsequently conducted a comprehensive review of the responses by each of the three finalists, including their submissions in response to the RFI, written clarifications to questions and interview responses; and

WHEREAS, the Committee evaluated the responses and voted unanimously to recommend award of the contract for shuttle bus service for the Overflow Lot to Plymouth & Brockton Street Railway Company.

NOW THEREFORE BE IT RESOLVED AND VOTED:

The Director of Aviation and Chief Legal Counsel, or their designees, are 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, an agreement with Plymouth & Brockton Street Railway Company to operate the Braintree Logan Express Overflow Lot Shuttle Service for a term of twenty (20) months, commencing on or about February 1, 2023. The amount payable over the term shall be in the not-to-exceed amount of Eight Million Five Hundred Thousand Dollars (\$8,500,000). The agreement shall contain such other terms and conditions consistent with this vote as the Authorized Officer executing the agreement in accordance with this vote determines are necessary or desirable.

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

#### CNG Fuel for Massport Buses

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 issue on behalf of the Authority a supplement to the purchase order with Clean Energy for compressed natural gas for Authority vehicles including buses, in the not-to-exceed amount of \$2,000,000 resulting in a total not-to-exceed amount of \$6,805,000 for the period ending January 31, 2025. The supplement to the purchase order and all related documents shall contain such other terms and conditions as the Authorized Officer executing the supplement to the purchase order in accordance with this vote deems necessary or desirable.

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

#### Safety and Security Committee

#### Human Resources, Diversity, and Compensation Committee

#### Community Outreach Committee

#### Real Estate and Strategic Initiatives Committee

#### Boston Fish Pier Bays 15.5-19 Update

Mr. Hargens presented an update on Boston Fish Pier Bays 15.5-19, on proposed renovations to Bays 15.5 -19, first and second floors, and on a proposed retail take-out seafood market in Fish Pier East 1 atrium.

Facilities and Construction Committee

MPA – M727 Cruise Terminal Passenger Circulation Enhancements, Flynn Cruiseport Boston, South Boston, MA, Partial Project Budget

Ms. Burdi presented information on the Cruise Terminal Passenger Circulation Enhancements Project providing significant operational and passenger benefits, and on the Project incorporating resiliency and green elements.

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 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 Cruise Terminal Passenger Circulation Enhancements (MPA M727) subject to the following conditions: funds expended for the Cruise Terminal Passenger Circulation Enhancements shall not exceed \$6,100,000.00 (the “Approved Partial Budget”), as shown on the Financial Summary presented at the Board Meeting on January 19, 2023; 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 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 19, 2023. The Chief Executive Officer and Executive Director 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 as the Authorized Officer executing in accordance with this vote deems necessary or desirable.

Members Evangelidis, Jacobs, Nucci, O’Brien, Sen, and Tesler voted Yes.

MPA – L1622 Terminal A Improvements, Logan International Airport, East Boston, MA, Full Project Budget

Ms. Burdi presented information on the Terminal A Improvements Project enhancing the passenger experience and maintaining critical terminal infrastructure in a state-of-good-repair, and on the Project phasing supporting the seasonal fluctuations in airline flight schedules and travel demand.

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 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 Terminal A Improvements (MPA L1622) subject to the following conditions: funds expended for the Terminal A Improvements shall not exceed \$10,000,000.00 (the “Approved Full Project Budget”), as shown on the Financial Summary presented at the Board Meeting on January 19, 2023; 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 Full 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 19, 2023. The Chief Executive Officer and Executive Director 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 as the Authorized Officer executing in accordance with this vote deems necessary or desirable.

Members Evangelidis, Jacobs, Nucci, O’Brien, Sen, and Tesler voted Yes.

Audit and Finance Committee

Logan Airport JetBlue Hangar 8 Lease

Mr. Gallagher presented information on the Hangar 8 site location, on background, and on the key elements of the Hangar 8 Lease.

Logan Airport JetBlue Hangar 8 Lease

Upon a motion duly made and seconded, it was

VOTED:

To authorize the Authority's Director of Aviation and Chief Legal Counsel, or their designees, to negotiate, and to authorize the Chief Executive Officer and Executive Director, the Director of Administration and Finance and Secretary-Treasurer and the Assistant Secretary-Treasurer, each acting singly (each, an "Authorized Officer"), to execute and deliver on behalf of the Authority, a lease agreement with JetBlue Airways Corporation ("JetBlue") for certain premises at Boston-Logan International Airport commonly known as Hangar 8 on the following terms and conditions:

Premises: The Premises shall include (i) Hangar 8 which contains approximately 54,036 square feet of hangar floor area, approximately 25,821 square feet of mixed use, office area, and vehicle maintenance area, and approximately 12,566 square feet of mezzanine space; and (ii) adjacent Land Area which contains approximately 4,378 square feet of adjacent land space.

Rent: JetBlue shall pay the current market rate for hangar space of \$29.06 per square foot per year for Hangar 8. The hangar space rate shall adjust annually each July 1<sup>st</sup> in an amount equal to the greater of (i) 100% of the CPI adjustment or (ii) three percent (3%). JetBlue shall pay the current Board approved land rate of \$5.69 per square foot per year for adjacent Land Area and the land area on which the hangar building sits, which contains approximately 79,857 square feet of land. The land rate shall adjust annually each July 1<sup>st</sup> by the Authority's Board at its sole discretion.

Term of Lease: The term shall commence on February 1, 2023 and shall consist of an initial term of five (5) years with one (1) five (5) year option term exercisable by JetBlue.

The lease shall contain such other terms and conditions of the lease as set are forth in the Authority's standard form of hangar lease for Boston-Logan International Airport and as the Authorized Officer executing such agreement, in accordance with this Vote, deems necessary or desirable.

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

Logan Airport American Airlines Hangar 9 Lease

Mr. Gallagher presented information on the Hangar 9 site location, on background, and on the key elements of the Hangar 9 Lease.

Upon a motion duly made and seconded, it was

VOTED:

To authorize the Authority's Director of Aviation and Chief Legal Counsel, or their designees, to negotiate, and to authorize the Chief Executive Officer and Executive Director, the Director of Administration and Finance and Secretary-Treasurer and the Assistant Secretary-Treasurer, each acting singly (each, an "Authorized Officer"), to execute and deliver on behalf of the Authority, a lease agreement with American Airlines, Inc. ("American") for certain premises at Boston-Logan International Airport commonly known as Hangar 9 on the following terms and conditions:

Premises: Hangar 9, which contains approximately 50,629 square feet of hangar floor area, and approximately 27,988 square feet of mixed use, office area, and vehicle maintenance area.

Rent: American shall pay the FY24 market rate for hangar space at the Airport of \$29.93 per square foot per year. The rent for hangar space shall adjust annually each July 1<sup>st</sup> in an amount equal to the greater of (i) 100% of the CPI adjustment or (ii) three percent (3%). American shall also pay the FY24 Board approved land rate for the land area on which the hangar building sits, which contains approximately 61,977 square feet of land. The land rate shall adjust annually each July 1<sup>st</sup> by the Authority's Board at its sole discretion.

Term of Lease: The term shall commence on August 29, 2023 and shall consist of an initial term of five (5) years with one (1) five (5) year option term exercisable by American.

The lease shall contain such other terms and conditions as are set forth in the Authority's standard form of hangar lease for Boston-Logan International Airport and as the Authorized Officer executing such agreement, in accordance with this Vote, deems necessary or desirable.

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



Rates and Charges FY23 Adjustment

Mr. Gallagher presented information on year-to-date activity, on Massport revising the Logan Airport passenger forecast for FY23, on Terminal E Passenger outlook of international passenger activity for the remainder of FY23 expecting to trend above the original forecast, and on checked bags and landed weights expecting to trend above the original forecast for the remainder of FY23.

Logan Landing Fee Rate Adjustment

Upon a motion duly made and seconded, it was

VOTED:

To establish, on behalf of the Authority, in accordance with 740 CMR 21.24, a landing fee rate at Boston-Logan International Airport of \$5.49 per thousand pounds of certificated landed weight of the aircraft conducting a landing operation, with a minimum landing fee of \$30.00 for fixed wing aircraft and \$30.00 for rotary wing aircraft. This rate shall be effective from February 1, 2023 through June 30, 2023, or until the Authority establishes a new rate.

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

Logan Terminal E Passenger Fees Rate Adjustment

Upon a motion duly made and seconded, it was

VOTED:

To establish, on behalf of the Authority, the following Terminal E passenger fees for Boston-Logan International Airport. The rates shall be effective from February 1, 2023 through June 30, 2023, or until the Authority establishes a new rate.

<u>Passenger Fees:</u>	<u>Terminal E Common Use Facilities</u>
Inbound International	\$12.99 per passenger
Outbound	\$ 3.97 per passenger
Inbound Non-FIS/Domestic	\$12.99 per passenger
Check in Fee	\$ 8.23 per passenger

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

Logan Baggage Screening Facility Fee Rate Adjustment

Upon a motion duly made and seconded, it was

VOTED:

To establish, on behalf of the Authority, a Baggage Screening Facility Fee at Boston-Logan International Airport of \$1.94 per checked bag, billable to each airline checking bags. This rate shall be effective from February 1, 2023 through June 30, 2023, or until the Authority establishes a new rate.

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

Assent Agenda

Logan Airport Wi-Fi System Management and Operating Agreement Amendment

Upon a motion duly made and seconded, it was

VOTED:

WHEREAS, following a Board vote on June 20, 2019, the Authority entered into the Wi-Fi System Management and Operating Agreement (the "Agreement") with Advanced Wireless Group, LLC ("AWG"), under which AWG provides direct paid roaming and Wi-Fi system support services at Logan Airport; and

WHEREAS, AWG pays the Authority an annual amount which is the greater of: (i) a minimum payment in the amount of Three Hundred Thousand Dollars (\$300,000) (the "Minimum Guarantee Payment"); or (ii) forty-five percent (45%) of adjusted revenues; and

WHEREAS, over the last couple of years, wireless carriers have made upgrades to their cellular specific systems, reducing the need to use AWG's direct paid roaming services, and have either discontinued their direct paid roaming service or considerably reduced service; and

WHEREAS, the Agreement provides that if a wireless carrier stops participating in direct paid roaming, AWG has the right to renegotiate the Minimum Guarantee Payment; and

WHEREAS, staff and AWG have negotiated a reduced annual Minimum Guarantee Payment of \$60,000 for the remainder of the Agreement, expiring on June 30, 2024.

The following vote is recommended:

To authorize 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"), to execute on behalf of the Authority an amendment to the Agreement with AWG to reduce the Minimum Guarantee Payment to \$60,000 per year. The amendment shall contain such other terms and conditions as the Authorized Officer executing the amendment in accordance with this Vote deems necessary or desirable.

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

Logan Airport Fiber Licensing Agreements with Tenants

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 the Assistant Secretary-Treasurer, each acting singly (each, an “Authorized Officer”), to execute on behalf of the Authority one or more license agreements with Logan Airport tenants requesting the ability to use the Authority’s Single Mode fiber at the monthly rate of \$150 per connection to an Authority-owned IT closet.

Each such agreement shall contain such other terms and conditions as the Authorized Officer executing such agreement, in accordance with this Vote, deems necessary or desirable.

Members Evangelidis, Jacobs, Nucci, O’Brien, Sen, and Tesler voted Yes.

Logan Airport Hainan 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 Hainan Airlines Holding Co., Ltd. or to take such other action as may be deemed appropriate to allow Hainan Airlines Holding Co., Ltd. to conduct operations at Logan International Airport. Hainan Airlines Holding Co., Ltd. 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 Hainan Airlines Holding Co., Ltd. is otherwise authorized to commence operations, Hainan Airlines Holding Co., Ltd. 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 Authorized Officer executing the agreement in accordance with this vote deems necessary or desirable.

Members Evangelidis, Jacobs, Nucci, O’Brien, Sen, and Tesler voted Yes.

The public session adjourned at 11:50 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