

MINUTES
OF THE
PORT COUNCIL
OF THE
WOODS HOLE, MARTHA'S VINEYARD
AND NANTUCKET STEAMSHIP AUTHORITY

February 3, 2021

First-Floor Meeting Room (Room 103)
Steamship Authority Administrative Offices
228 Palmer Avenue, Falmouth, Massachusetts

Port Council Members present: Chairman Edward C. Anthes-Washburn of New Bedford; Secretary Robert S.C. Munier of Falmouth; Mark H. Rees of Fairhaven; Nathaniel E. Lowell of Nantucket; Joseph E. Sollitto Jr. of Oak Bluffs; and John Cahill of Tisbury (all of whom participated via Zoom videoconferencing).

Port Council Members absent: Vice Chairman Eric W. Shufelt of Barnstable.

Authority Board Members present: Chair Kathryn Wilson of Falmouth; and members Robert R. Jones of Barnstable and James M. Malkin of Dukes County (all of whom observed the meeting via Zoom videoconferencing).

Authority Management present: General Manager Robert B. Davis; Treasurer/Comptroller Mark K. Rozum; General Counsel Terence G. Kenneally; Communications Director Sean F. Driscoll; Director of Marine Operations Mark H. Amundsen; Woods Hole Reconstruction Project Manager William J. Cloutier; Director of Shoreside Operations Alison A. Fletcher; Director of Human Resources Janice L. Kennefick; and Health, Safety, Quality, and Environmental Manager Angela M. Sampson.

1. Mr. Anthes-Washburn called the meeting to order at 9:03 a.m.
2. Mr. Anthes-Washburn announced Mr. Driscoll was making a video and audio recording of today's meeting.

3. Mr. Anthes-Washburn announced that, in response to Gov. Charlie Baker’s executive orders concerning the necessity to conduct public meetings in line with social distancing guidelines during the current state of emergency involving the COVID-19 pandemic, all of the Port Council members were participating remotely in the day’s meeting because their physical attendance would be unreasonably difficult. All the members were participating via Zoom videoconferencing and were clearly audible to one another. As a result of the members’ remote participation, all votes taken were to be by roll call vote.
4. Mr. Sollitto noted that, in the January 6, 2021, meeting minutes, it should have been Mr. Cahill who raised the point about hay transport, not Mr. Sollitto. Mr. Driscoll said he would correct the matter in the minutes.

Then, upon a motion by Mr. Munier and a second by Mr. Sollitto, the Port Council **voted** 6-0 to approve the minutes of their meeting in public session on January 6, 2021, pursuant to the change outlined by Mr. Sollitto.

5. Mr. Davis provided an update on the Authority’s activities and performance regarding the COVID-19 pandemic, including the following:
 - The Authority has continued its cleaning and sanitization efforts, including the use of electrostatic sprayers along with backpack foggers on a daily basis to dispense hospital-grade disinfectant, along with a prolonged antimicrobial agent for longer protection.
 - Since Gov. Baker’s COVID order requiring masks, even when social distancing is possible, an overall improvement with compliance has been observed, although mask wearing compliance remains a challenge and reports persist of individuals who have removed their mask for whatever reasons.
 - President Biden issued Executive Order 13998, which “requires masks be worn on all public maritime vessels, including ferries, to mitigate the risk of spreading COVID-19.” Much of what is contained in this Executive Order has been in place since Gov. Baker’s order, Mr. Davis said.
 - In response to both orders, Authority personnel continue to reinforce the need to wear a mask, as signs have been posted on the buses, at the terminals, and onboard the vessels. Additionally, PA announcements have been made at the terminals, the vessels are making multiple announcements and crews have been instructed to make additional rounds.
 - Vessel crews, before the beginning of their watch, are given a wellness screening by a trained medical professional.
 - Shoreside personnel are given the wellness questionnaire, which they need to complete and provide to their supervisor in order to be given clearance to report to work or be sent home.
 - Employees have been told that under no circumstances should they be coming to work while they are sick, for their own safety, the safety of their fellow crewmembers and for the safety of passengers. If any employee comes to work sick, they will be sent home – period.

- The Authority began running its approved Winter operating schedules on January 4, 2021. That schedule was anticipated to run through March 31, 2021; however, as demand for vehicle space was monitored, opportunities to consolidate some trips due to low demand were identified and the freight schedules were adjusted as a result. The change was due to go into effect January 19, 2021; however, following multiple instances of COVID-19 positive crew members, the change was accelerated by three (3) days to accommodate the need for relief crews.
 - The Authority continues to send out email notices to customers traveling on-island about how to register with the state, should they be out-of-state visitors.
 - The Authority has created a dedicated landing page on its website for coronavirus updates (www.steamshipauthority.com/2019coronavirus), as well as its Facebook and Twitter pages, its eNews and local media outlets. Mr. Davis noted that, since its inception, the landing page had seen nearly 132,000 visits, with approximately 3,300 visits in the last thirty (30) days and more than 500 visits in the past seven (7) days.
 - Mr. Driscoll played a recent video produced by the Communications and Marketing Department highlighting the Authority's COVID-19 efforts.
6. Mr. Rozum then reviewed via a PowerPoint presentation the December 2020 business summary, which showed that the Authority carried fewer passengers (down 28.2%) and automobiles (down 7.9%), but more trucks (up 6.5%) than it did in December 2019. Preliminary year-to-date data showed the Authority was down in all three categories: passengers (-31.2%), automobiles (-9.3%) and trucks (-10.7%).

In December 2020, the Authority had approximately \$5,736,000 in income and \$12,513,000 in expenses for a net operating loss of \$6,777,000, which was \$3,529,000 more than budgeted. Preliminary year-end figures showed the Authority has a net operating loss of approximately \$12,313,000, which is approximately \$19,329,000 more than anticipated in the 2020 Operating Budget.

In December 2020, the Authority's vessels made a combined 1,735 trips, of which zero (0) were canceled for mechanical reasons on either the Vineyard or Nantucket routes.

Mr. Munier asked about the grant funds received earlier in 2020 and where they were accounted for; Mr. Rozum said the money is "below the line" so does not offset the revenue losses. Mr. Rozum said the funding included a one-time payment from the CARES Act of approximately \$10,000,000 and approximately another \$2,000,000 in funding from the Authority's participation in the National Transit Database.

Mr. Munier asked about the higher-than-anticipated expenses in December and whether or not they were caused by timing issues. Mr. Rozum said approximately \$300,000 was dock work in Oak Bluffs that was not budgeted for; others were timing issues, including work on the *M/V Sankaty*. Additionally, a report from the Authority's actuary resulted in an additional payment to its pension plan of more than \$1,000,000, he said.

Mr. Munier asked if staff were satisfied with the expense cuts that were made in relation to decreased revenue; Mr. Rozum stated that the Authority had trimmed costs where it was

able to, including approximately \$4,000,000 from salaries and wages. Mr. Davis said other efforts were made but, due to COVID-19, some items could not be cut as drastically as he otherwise would have preferred. Additionally, the Authority realized additional expenses, such as the daily medical checks for vessel crews, that were not budgeted for. He estimated those costs to be approximately \$750,000, he said.

Mr. Lowell noted that, even among the Authority's licensed carriers, passenger traffic was down about 30%, as was the Authority's.

Mr. Rees asked how the deficit would be absorbed; Mr. Davis said the Authority's reserve fund could absorb the deficit not covered by the grant monies, but that, in discussions with the Commonwealth's Department of Administration and Finance, a possibility existed that the state would reimburse the Authority for that cost to replenish the reserve fund.

7. Mr. Amundsen shared a PowerPoint presentation regarding the dry docking of the *M/V Woods Hole* at Thames Shipyard in New London, Connecticut, the highlights of which include the installation of a new diesel oil purifier system; overhaul of two (2) generators and alternators; overhaul of port and starboard tailshafts and bearings; and overhaul of the bow thruster. The contract price with credits was \$751,982, but following change orders the updated price was \$856,275. Mr. Amundsen said the largest of the change orders was to blast and coat the freight deck.
8. Regarding the *M/V Katama*, Mr. Amundsen said a small hull fracture had been discovered in the vessel the previous weekend. The vessel was moved to the Authority's Fairhaven Maintenance Facility, where repair scenarios were being evaluated. The work would require a dry docking, Mr. Amundsen said, adding that the area where the crack was located had been inspected in the vessel's 2020 dry dock and nothing had been seen that was out of the ordinary.
9. Regarding the Safety Quality Management System ("SQMS") project, Mr. Davis said staff continues to work with Safety Management Systems LLC (SMSLLC) to determine the best method to roll out project phases in light of COVID-19. The "roadmap" for that rollout is being integrated into the Project Management Plan to guide collective efforts to achieve certification by June 30, 2021.

The deliverables for Phases 2 and 3 were issued as "draft final" versions on January 1, 2021, Mr. Davis said. Documentation includes the SQMS Guide, the Vessel Operations Manual (VOM), and the Terminals and Facilities Operations Manual (TFOM). These documents will be made available to Authority personnel via internal networks and the Learning Management System.

Following last month's Port Council meeting, SMSLLC provided online training to all senior managers on January 8, 2021, to introduce the training materials intended for all employees and to obtain feedback from the staff for areas of improvement, Mr. Davis said.

Training materials were then updated and provided to the SSA for hosting via the LMS. One of the feedback items was a need to test employees' knowledge of the materials after they took the training course; therefore, quizzes and other testing means were developed to supplement the materials. Training by SMSLLC and the Authority will be accomplished via live onsite training, simultaneous online hosting, and training supported by the LMS.

10. Mr. Davis provided an update on the Woods Hole Terminal Reconstruction Project, noting that, since the Port Council last met, marine contractor Jay Cashman Inc. had successfully driven eight (8) of the ten (10) monopiles to their design depth. Numerous attempts to drive the other two (2) monopiles were attempted because obstructions were encountered; however, they were not successful as Monopile No. 24 met obstructions at -65 feet and Monopile No. 31 did so at -45 feet. As a result, the engineers are now considering design options to reinforce the piles.

Mr. Davis said Cashman's barge crew also set the falsework and drove the final remaining 16-inch piles for the passenger pier. Cashman's crew was also cutting the monopiles at their required design elevation and filling the top four (4) feet with concrete. The landside crew continued driving the 18-inch piles for the transfer bridge foundation. They also started setting the precast decking on the pile caps for the passenger pier.

In the prior week, the barge crew set the falsework for the 30-inch piles for the floating passenger pier and they unloaded the 30-inch piles that were delivered by truck, Mr. Davis said. The landside crew completed the tiebacks for the southern corner of the bulkhead, and Lawrence Lynch Corp. backfilled the area so that the demolition of the old bulkhead wall could begin. All the precast decking that could be installed was set. The landside crew filled all the 18-inch piles for the transfer bridge with concrete. The carpenters and concrete workers continued their work at the north bulkhead north of Slip No. 3

Mr. Davis said the Authority has sent out 132 community email updates for the project.

Mr. Cloutier then shared a PowerPoint presentation of recent activity from the Woods Hole Terminal Reconstruction Project.

11. Mr. Davis told the members that, last fall, the Board authorized Change Order No. 56 for Contract No. 9B-2012, Contract for Final Design and Construction Administration Services with BIA.studio LLC (BIA) for a total revised landside basic services fee of \$956,023. The change order provided detailed modifications to the scope, schedule, and fees for the design of the Woods Hole Ferry Terminal Reconstruction landside tasks, including schematic design, design development, and the production of construction documents. The change order also set forth the scope for the landside project, including a review of the building concepts for both the one-story terminal and the two-story utility building for the lessons learned as a result of the COVID-19 virus outbreak and the resulting pandemic response.

Mr. Davis said Chris Iwerks and Lian Davis were on the Zoom conference to present an update on the work done so far developing schematic design criteria and objectives.

Messrs. Iwerks and (Lian) Davis then shared a slideshow covering the following topics:

- The four (4) community engagement input sessions that will be held with the objectives of fostering an open dialogue with community stakeholders; answering questions related to the project design; discussing design criteria and objectives; and listening to public comment and input. The sessions will be scheduled at the following milestones: 40% schematic design (roughly mid-to-late March 2021); 90% schematic design (roughly June 2021); 40% design development; and 90% design development.
- The project design schedule.
- The basis of design tasks.
- A review of the project service life.
- Directives from the Authority as follows:
 - No program changes are required for terminal and utility buildings.
 - Eliminate one (1) row of vehicle staging (eight spaces) and utilize area for bike parking at rear of site.
 - Verify that trucks can turn from the Cowdry Road entrance into the rear staging area.
 - Verify that truck staging near Slip No. 1 allows clear access to the transfer bridge.
 - Minimize parking spaces lost at employee parking lot. Currently ten (10) employee vehicles are parked in two short lanes of the current staging area.
 - Incorporate in-road lighting fixtures where possible.
 - Wi-Fi antenna is to be located near sewer pump-out station in employee parking lot.
 - Standard fire protection system is to be used for terminal and utility building telecommunications rooms.
- Both passive and active coronavirus criteria for air handling, fomites, social distancing, public restrooms, and adaptability.
- Sustainable design initiatives, including the possibility of LEED Certification and LEED Zero Energy Certification. The design team has identified forty-five (45) “base design points” for the project as designed, which would put the project into the “certified” category; another twenty-one (21) potential points have been identified that could put the project into “Silver” or “Gold” status depending on how many are achieved.

Mr. Munier asked what the additional project costs would be for seeking LEED Certification; Mr. (Lian) Davis said there were administrative costs for obtaining the certification, although relative to the cost of the project as a whole they were negligible. Mr. Munier said, relative to the oversight that will be necessary to monitor the building’s performance after it is constructed, the Authority will need to ensure that it can be done as part of the normal course of business. Mr. Iwerks said those costs would likely be part of the lifecycle analysis to be completed on the building.

Mr. Rees asked if there was any state or local mandate requiring LEED Certification; Mr. (Lian) Davis said there was an executive order from the governor requiring at least a “Silver” designation for new state buildings. Although that order does not technically apply to the Authority, the pursuit was still worthy.

Mr. Anthes-Washburn noted there were several programs focused on helping public entities cover costs related to energy efficiencies and that may be worth exploring for the Authority as it moves forward.

Mr. Lowell asked how much of the LEED Certification changes and coronavirus considerations would be pursued and how much they would cost over the current plans; Mr. Iwerks said the answers to those questions were not known yet. He said some of the venting changes could present additional costs, but determining that would be part of the design team’s upcoming work. Mr. Lowell said those systems can end up being very energy-inefficient; Mr. (Lian) Davis said the intent would not be to vent 100% of the internal air 100% of the time but to have the capability to do so should it be necessary.

At 10:31 a.m., Mr. Anthes-Washburn ended his participation in the meeting and Mr. Munier served in the role of chairman.

Mr. Lowell asked about the potential geothermal energy systems for the building; Mr. (Lian) Davis said those were still in development.

Mr. Cahill asked if there was value in holding a public session before the late March timeline discussed earlier; Mr. Iwerks said it would not be fruitful to hold such a session until there was something to show, and it would take a while to illustrate the design matters now under consideration. Mr. (Lian) Davis added that, in the scope of the project, this is an early point to have the session relative to the work yet to be done.

12. Mr. Davis presented the results of the general internet openings for the 2021 summer schedule as follows:
 - The Nantucket route internet opening was January 12, 2021. The Authority processed 5,151 transactions representing nearly \$2.8 million in revenue. By comparison, on the internet opening in 2020, the Authority processed 4,717 transactions representing nearly \$2.4 million in revenue.
 - The Martha’s Vineyard route internet opening was January 19, 2021. The Authority processed 14,997 transactions representing more than \$3.8 million in revenue. On the general internet opening in 2020, the Authority processed 14,853 transactions representing approximately \$3.3 million in revenue.

Mr. Davis said the improvements that were made to the software and hardware were evident as customers reported a smooth and quick experience this year. He offered his thanks to the Authority’s Management Information Systems Department and its Reservations Office, as well as various vendors and consultants.

13. Mr. Rozum then presented the proposed 2021 Capital Budget, which includes approximately \$6,000,000 in projects for the year. Mr. Rozum said the Authority’s special-purpose funds have approximately \$15,000,000; the Authority has commitments for \$15,500,000 this year. If the Authority’s budgets hit their target, then it is expected that \$12,500,000 will be transferred to the fund this year.

Mr. Rozum then reviewed the projects on the proposed budget as follows:

<u>PROJECT TITLE</u>	<u>ESTIMATED COST</u>
Shuttle Replacement - Golf Cart	\$ 10,095
Purchase of Welding Equipment for Fairhaven Maintenance Facility	\$ 12,412
Janan Handheld NFC Scanners - Grant Funds for 80% of cost	\$ 50,000
Purchase Four (4) Heavy-Duty Four-Post Lifts	\$ 56,414
PC/Laptop Replacements	\$ 75,000
Shuttle Van Replacement - Hyannis	\$ 98,000
Shuttle Van Replacement - Woods Hole	\$ 98,000
Purchase JCB 512-56 Telescopic Telehandler (Lull) for Fairhaven	\$ 157,000
Install Outdoor Digital Signage at All Five (5) Terminals	\$ 250,000
Development of New Website and/or Mobile application – Grant Funds for 80% of Cost	\$ 2,000,000
Purchase Three (3) Electric Shuttle Buses – Approved at 1/25/21 Board Meeting – Grant Funds of \$875,000	\$ 2,950,000

Mr. Davis noted that an additional shop building at the Falmouth Maintenance Facility was also listed at an estimated cost of \$4,500,000, of which \$3,500,000 would be covered by grant funds that were unable to be transferred to another project.

Mr. Davis said the rough draft of the 10-year capital budget was also included, with the largest projects to come including the Woods Hole terminal landside work and the replacement of a vessel. He said the \$500,000 earmarked for design and engineering work in 2022 for that purpose would likely be moved to this year before the capital budget was presented to the Board.

Mr. Munier asked which vessel would be replaced; Mr. Davis said the likely candidates were the *M/V Governor* and the *M/V Nantucket*, which would be approximately 70 and 50 years old, respectively, by the time a new vessel would come online in 2024 or 2025. At that point, they would have to be evaluated for possible use as spare vessels or if they had any usefulness left to them at all.

Mr. Munier said an early step in the process should be a feasibility study to determine what range of options were available to the Authority regarding future vessel types.

Then, upon a motion by Mr. Lowell and a second by Mr. Sollitto, the Port Council **voted** 5-0 to recommend the 2021 Capital Budget to the Board.

14. Mr. Davis noted that a memo had been provided to the Port Council members detailing the 2020 Embarkation Fee totals for the port communities.
15. Mr. Munier asked for public comment, but none was offered.
16. Mr. Lowell noted that Charlie Hughes recently died and said the Authority should have a recognition for employees who passed away. Mr. Davis said when the Authority was made aware of the death of a former employee it had been customary to lower the flags for them until their burial, but that staff could investigate other options. Leon Brathwaite noted that the Port Council and Board member who represented the deceased's community might be consulted to see how they would like to handle each situation.

Then, at approximately 10:54 a.m., upon a motion from Mr. Sollitto and a second from Mr. Lowell, the Port Council **voted** 5-0 to adjourn their meeting.

A TRUE RECORD

Robert S.C. Munier, Secretary

Documents and Exhibits Used at the Port Council’s February 3, 2021 Meeting

1. Agenda for the Port Council’s February 3, 2021 Meeting, posted January 29, 2021.
2. Minutes of the Port Council’s January 6, 2021, Meeting in Public Session (draft dated January 28, 2021).
3. Business Summary, December 2020 (draft).
4. PowerPoint presentation, Business Summary – December 2020, dated February 3, 2021.
5. PowerPoint presentation, *M/V Woods Hole* dry dock, undated.
6. PowerPoint presentation, Woods Hole Terminal Reconstruction Project, dated February 3, 2021.
7. Landside Design Update by BIA.studio, Woods Hole Ferry Terminal Reconstruction, January 2021.
8. Graphic, 2021 Internet General Opening NT Route, undated.
9. Graphic, 2021 Internet General Opening MV Route, undated.
10. Staff Summary #A-659, Proposed 2021 Capital Budget, undated (draft).
11. Memorandum from Treasurer/Comptroller Mark K. Rozum to Authority Members and Port Council Members, re: Embarkation Fees, dated February 1, 2021.