

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

**The Meeting in Public Session**

**January 25, 2021**

The Members of the Woods Hole, Martha's Vineyard and Nantucket Steamship Authority met on January 25, 2021, beginning at 9:34 a.m., in the first-floor conference room of the Authority's administrative offices, located at 228 Palmer Avenue, Falmouth, Massachusetts. All five (5) members were present and participated via Zoom videoconferencing: Chair Kathryn Wilson of Falmouth; Vice Chair Moira E. Tierney of New Bedford; Secretary Robert F. Ranney of Nantucket; Robert R. Jones of Barnstable; and James M. Malkin of Dukes County.

Port Council Chairman Edward C. Anthes-Washburn was present via Zoom. The following members of management were also present: General Manager Robert B. Davis; General Counsel Terence G. Kenneally; Treasurer/Comptroller Mark K. Rozum; 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.

Video and Audio Recording of Today's Meeting:

Ms. Wilson announced Steve Baty of All Media Productions was making a video and audio recording of today's meeting in public session on behalf of Martha's Vineyard Community Television, also known as MVTV. Mr. Driscoll was making an audio and video recording of the meeting; George Brennan (representing the *Martha's Vineyard Times*) stated he was making an audio recording of the meeting.

Remote Participation by All Members:

Ms. Wilson announced, in response to Governor Charles 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 Board Members were participating remotely in the day's meeting because their physical attendances would be unreasonably difficult. All

Board Members participated in the meeting by the Zoom videoconferencing app or by speakerphone and all members were clearly audible to each other. As a result of the Members' remote participation in this meeting, any and all votes taken by the Members today were to be taken by roll call vote.

Minutes:

**IT WAS VOTED – upon a motion by Mr. Malkin, seconded by Mr. Ranney – to approve the minutes of the Board's December 15, 2020, meeting in public session.**

<u>VOTING</u>	<u>AYE</u>	<u>NAY</u>
<b>Ms. Wilson</b>	<b>10 %</b>	
<b>Mr. Ranney</b>	<b>35 %</b>	
<b>Mr. Jones</b>	<b>10 %</b>	
<b>Mr. Malkin</b>	<b>35 %</b>	_____
<b>TOTAL</b>	<b>90 %</b>	<b>0 %</b>

Ms. Tierney abstained from voting on the motion.

Port Council's Report on its January 6, 2021 Meeting:

Mr. Anthes-Washburn said the Port Council meeting included the following topics:

- The introduction of Joseph E. Sollitto and John Cahill as the newest members, representing Oak Bluffs and Tisbury, respectively.
- The presale promotion of ticket books for the *M/V Iyanough*, which the Port Council voted to recommend to the Board.
- The Authority's investment policy, which the Port Council voted to recommend to the Board.

Mr. Anthes-Washburn informed the Members that he had taken a new position with Crowley Shipping as their business development director. Following a conversation with the New Bedford mayor, Mr. Anthes-Washburn said he was to stay on the Port Council as the New Bedford Port Authority works to fill the executive director position he vacated, and perhaps beyond that time. He said there was a lot of overlap between the work of the Authority and the Port Authority so, in the long term, he believed it made sense to have representation on the Port Council from the Port Authority, but he believed he would continue to serve at least until the end of the year.

Report on COVID-19:

Mr. Davis provided the following updates regarding the Authority's response to the COVID-19 pandemic:

- 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.
- Despite Gov. Baker's order requiring masks even when social distancing is possible, mask-wearing compliance continues to be a challenge. In response, the Authority continues to reinforce the need to wear a mask via posted signs on the buses, at the terminals, and onboard the vessels. Announcements are also made at the terminals and on board the vessels, and crews have been instructed to make additional rounds.
- Vessel crews, before the beginning of their watches, are given a wellness check by trained medical professionals.
- Shoreside personnel are given the wellness questionnaire, which they need to complete and provide to their supervisor to be given clearance to report to work or are sent home.
- Employees continue to be told that under no circumstances should they be coming to work while they are sick, for their own safety, the safety of their crewmembers and for the safety of the Authority's passengers. If any employee comes to work sick, they will be sent home – period.
- Vessel crews during the operating day, as well as nighttime cleaning crews, terminal and bus staff, continue to do an exceptional job of cleaning their respective facilities.
- On January 4, 2021, the Authority began running its originally approved schedules on both the Vineyard and Nantucket routes. That schedule was anticipated to be run through March 31, 2021; however, as demand for vehicle space was monitored, staff identified an opportunity to consolidate some of the trips. Those schedule changes were to be made starting January 19, 2021, but were accelerated by three (3) days due to a series of COVID-19 positive cases among crew members.
- Since Gov. Baker's order requiring out of state visitors to self-quarantine or have a negative COVID test within seventy-two (72) hours of arrival, the Authority has been sending out emails to all of its customers traveling on-island about how to register with the state.
- Updates continue to be posted on the Authority's dedicated landing page ([www.steamshipauthority.com/2019coronavirus](http://www.steamshipauthority.com/2019coronavirus)) as well as on its

Facebook and Twitter pages, its eNews and through local media outlets. Mr. Davis noted that, since its inception, the COVID-19 landing page on the Authority's website had approximately 131,000 visits with approximately 3,800 visits in the last thirty (30) days and approximately 1,000 in the past seven (7) days.

Results of Operations:

Mr. Davis reviewed the results of the November 2020 business summary, which showed the Authority carried fewer passengers (down 20.9%) and automobiles (down 0.2%), but more trucks (up 1.4%) than the same month the prior year. Through the first eleven (11) months of 2020, the Authority was down in passenger traffic (-31.4%), automobile traffic (-9.4%), and truck traffic (-12.0%) compared to the same period in 2019.

Mr. Davis said the Authority's total income for November 2020 was approximately \$6,179,000 and the total expenses were approximately \$9,748,000, for a net operating loss for the month of \$3,570,000, approximately \$1,432,000 more than anticipated in the 2020 operating budget. Year-to-date figures through November 2020 were approximately \$94,906,000 in income and \$100,442,000 in expenses for a net operating loss of \$5,536,000, which was \$15,800,000 more than budgeted.

During the month of November 2020, the Authority's vessels made a combined 1,787 trips, of which six (6) were canceled for mechanical reasons on the Vineyard route and one (1) was canceled for mechanical reasons on the Nantucket route, he said.

Mr. Davis also shared a PowerPoint presentation regarding the business summary; Mr. Jones complimented him on the presentation and said it made navigating the report much easier.

M/V Eagle Dry Dock Status:

Mr. Amundsen then shared a PowerPoint presentation updating the status of the dry-docking of the *M/V Eagle* at Thames Shipyard in New London, Connecticut. Highlights of the recent work included installation of the new anchor windlass; extensive refurbishment of the bow doors; installation of a new diesel fuel purifier; and refurbishment of the propeller and rudder. The total contract price is \$1,917,691, he said, but after credits and change orders, the grand total was now \$1,987,497.

M/V Woods Hole Dry Dock Status:

Mr. Amundsen then shared a PowerPoint presentation regarding the dry-docking of the *M/V Woods Hole* at Thames Shipyard. The project will include the installation of a new diesel oil purifier system and the overhaul of two (2) generators and alternators, the port and starboard tailshafts and bearings, and the bow thruster. The total contract price is \$826,379, he said.

Mr. Malkin asked if the refurbishment of the screws would reduce the amount of time it takes the vessel to switch between forward and reverse propulsion; Mr. Amundsen said it would not.

SQMS Status:

Mr. Davis said, earlier this month, staff met with Safety Management Systems LLC (SMSLLC) to determine the best way to realign certain project phases due to the ongoing COVID-19 pandemic. That realignment will be integrated into the Project Management Plan to guide collective efforts to achieve certification by June 30, 2021.

Phase 2 and Phase 3 deliverables and documentation were issued as “draft final” versions at the first of this year. Documentation includes the SQMS Guide, the Vessel Operations Manual, and the Terminals and Facilities Operations Manual. These documents will be made available to Authority personnel via internal networks and the Learning Management System (LMS).

SMSLLC provided online training to all senior managers on January 8, 2021, to introduce training materials intended for all employees and obtain feedback for improvement, Mr. Davis said. Training materials were then updated and provided to the Authority for hosting via the LMS. Testing and quizzes for employees 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.

Mr. Davis said SMSLLC is currently focused on Project Phase 4, the final SQMS document development phase, that includes a Support Operations Manual and completion of the GUIDE, the introductory material for the SQMS project. Phase 4 is scheduled to be complete by the end of February 2021.

Woods Hole Terminal Reconstruction Project:

Mr. Davis said marine contractor Jay Cashman Inc. has continued to drive the monopiles to their designed depth of 100 feet deep; initially the vibratory hammer was used, but the impact hammer was needed to continue the work. By the holidays, Cashman's crews had driven twenty-nine (29) of the thirty-eight (38) 16-inch piles that support the southern pier.

By the end of the first week of January, Cashman's crew had successfully driven eight (8) of the ten (10) monopiles to their design depth. The other two (2) needed to be repositioned because obstructions were encountered. The barge crew spent most of the following week trying find a location that would allow the two (2) remaining monopiles to be driven to the designed depth of 100 feet. They were not successful, as Monopile No. 24 met obstructions at minus sixty-five (-65) feet and Monopile No. 31 at minus forty-five (-45) feet. As a result, the engineers are now considering design options to reinforce the piles.

In the past week, the barge crew set the falsework and drove the final remaining 16-inch piles for the passenger pier, Mr. Davis said. 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 and started setting the precast decking on the pile caps for the passenger pier.

Mr. Davis said it is anticipated that the barge crew will set the falsework and drive the 30-inch piles for the passenger float this week, as well as continue to cut and fill the monopiles. The landside crew will continue their work on the south passenger pier setting the pile caps and precast decking. They will demolish the remaining portions of the old slip that is interfering with the new bulkhead deadman wall and the tiebacks.

Thus far, the Authority has sent out 131 community email updates for the project.

Mr. Cloutier then shared a PowerPoint presentation with recent photographs from the site.

Ms. Wilson asked if anything further had been heard from neighbors about the noise from the project; Mr. Cloutier said technicians were sent to several neighbors' houses to take measurements during the monopile driving. The good news, he said, is that the monopile driving is done so he hopes that, too, will end the issues for the neighbors. Mr. Cloutier said at no time did the vibration monitoring show any exceedance of the safety thresholds set for the project.

Woods Hole Terminal Landside Design Update:

Mr. Davis told the Members that, at their September 22, 2020, meeting, they 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.

Ms. Wilson asked what the advantages were of LEED Certification; Mr. Lian Davis said the certification is a series of benchmarks that an owner can use to know what systems and features are being included in a project beyond just saying that it is a “green” building. Ms. Wilson asked when the issue of whether or not to pursue Zero Energy Certification would be presented; Mr. Lian Davis said it would require a cost evaluation first. Mr. Davis said he anticipated presenting all options to the Board to determine to what level, if at all, the Authority would pursue LEED Certification.

In response to a question from Mr. Malkin, Mr. Iwerks said another cost to consider is the lifecycle cost of the LEED items, which may cost more up front but will present a net savings over the span of the project.

Status Report on Long-Range Task Force and  
Traffic Mitigation Working Group:

Mr. Davis said, at their October 15, 2019, meeting, the Members were presented the “Report on the Authority’s Proposed 2020 Martha’s Vineyard Operating Schedules and Approval of Those Schedules.” This report contained staff’s analysis of the testimony submitted pursuant to Section 15A of the Authority’s Enabling Act and recommendations for the 2020 summer operating schedules for the Martha’s Vineyard route.

The report also included the following recommendations:

- That the Authority establish a Long-Range Vineyard Transportation Task Force to work together with the Martha’s Vineyard Commission,

- the towns of Falmouth, Oak Bluffs and Tisbury, and the City of New Bedford, and with public input, to attempt to identify reasonable steps that can be taken to address issues and concerns about freight and other traffic in each of those communities on a long-term basis.
- That the Authority establish a different working group with the Martha's Vineyard Commission and the Towns of Falmouth, Oak Bluffs and Tisbury to focus exclusively, with public input, on identifying and developing reasonable and practical ways to monitor and enforce compliance with the Authority's current noise mitigation policies as well as identifying and developing additional ways to mitigate traffic issues arising from the Authority's Woods Hole ferry terminal operations – not just during the early morning hours but throughout the day – that can be implemented sooner rather than later.

Both recommendations were later amended to include representatives from the Dukes County Commissioners, Mr. Davis noted.

So far, the Long-Range Task Force has met on five (5) occasions and the Working Group has met on three (3) occasions with a quorum, Mr. Davis said. Authority Counsel Steven M. Sayers was present to provide an update on both bodies' work to date.

Regarding the Long-Range Vineyard Transportation Task Force, Mr. Sayers said eleven (11) members had been named, seven (7) of whom were from the Vineyard. The body's discussions so far had been preliminary in nature and it was too soon to know what, if any, recommendations the Task Force would generate. It has been determined that traffic is a big problem on the Vineyard and no one has a solution for that issue. It had also been determined that the Authority was a part, but not the only part, of that problem. Mr. Sayers said there had been discussion of the increased freight demand possibly making it harder to get vehicle reservations on the Vineyard route given the physical and operational restrictions on the Authority's operations.

One possible solution that had been discussed was an additional mainland port to handle freight, and Mr. Sayers said the Task Force recently had a discussion with Ralph Packer about the possibility of barge operations supplementing the Authority's operations. Mr. Sayers said he had intended to bring Mr. Anthes-Washburn in to the next meeting, but given his recent employment change, the Task Force members would discuss who would be appropriate to speak on that topic.

The Task Force remains in the fact-gathering stage and everyone has been open-minded, Mr. Sayers said.

Regarding the Working Group, eight (8) members had been named, with four (4) from the Vineyard, two (2) from Falmouth and two (2) from the Authority. The group was evolving nicely and discussing several different issues and how to best address them in the short-term basis while the Task Force investigates long-term solutions. For example, enforcement of the Authority's arrival time policy for freight trucks has been a topic that has resulted in more consistent enforcement at the terminal and a greater understanding from trucking companies as to the reason behind the policies.

Mr. Sayers said he did not know what the end date for the Working Group's work would be, and to a certain extent it may be indefinite.

Mr. Jones thanked Mr. Sayers for the update. He said he had expressed concern about the bodies on several occasions, not about their respective charges, but the involvement of the general manager and staff as members of these bodies. He also said there had been no talk initially about these meetings being public, but they had been determined to be subject to the Open Meeting Law, which makes the involvement of the staff "cumbersome" as they cannot fully communicate with each other or other members of the respective bodies about these issues.

Mr. Jones said he was concerned that nothing had been given to the Board about the goings on of either body and that, while the Port Council presents its minutes to the Board on a regular basis, the minutes of the Task Force and Working Group had not been online as far as he could tell, although he recently visited the Authority's website and found several sets of minutes posted. Mr. Jones said he became more concerned on that matter when he heard the Working Group was approaching the Falmouth Police Department and possibly the Massachusetts Department of Transportation about speed issues on Woods Hole Road.

Mr. Jones also noted that one of the members of the Task Force and Working Group, John Cahill, was also now a member of the Port Council, which raises new issues as to one committee reporting to another committee.

Mr. Sayers said, the way the bodies were now operating, there was no need for Authority employees to be on the Task Force or Working Group in an official capacity. He said several select boards have subcommittees that include public officials and he did not believe it would be an issue in this case. Mr. Davis further noted that the minutes for each body would be forwarded to the Board as part of their monthly meeting materials.

Ms. Wilson said she had been impressed with the candor of the participants and she felt a lot was being learned through the process, so she appreciated both bodies' work.

Mr. Malkin asked what the potential output would be from each group and how said output would be presented to the Port Council and Board. As an example, he said the Task Force's discussion with Mr. Packer might lead to a conflict as that body may be studying Mr. Packer's operations for him instead of him doing it himself. Mr. Sayers said those were good questions and that the bodies themselves still had to answer that, as they were "works in progress." He said some of the recommendations may be made to staff, who then would present them to the Port Council and Board, he said some of the work being done was merely to understand the Authority's role in the overall transportation ecosystem on the Vineyard.

Update on General Internet Openings for the 2021 Summer Schedule:

Mr. Davis presented the results of the openings 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. Mr. Malkin said the opening date was "delightfully uneventful" on the Vineyard.

Proposed New Senior Network Engineer/Security Analyst Position:

Mr. Davis said staff was seeking authorization for the creation of the senior network engineer/security analyst position in the MIS department at a job grade

Level 13. The new position will provide network engineering assistance and additional protection of the Authority's information and information systems. Mr. Davis said network security best practices need to be addressed continually for vulnerabilities, either in the network or in the implementation of protocols, and this position will be responsible for assessing risk and facilitating remediation of identified vulnerabilities across the Authority's networks and systems.

**IT WAS VOTED – upon a motion by Mr. Ranney, seconded by Mr. Malkin – to create a senior network engineer/security analyst position in the MIS Department at a job grade Level 13, as recommended in Staff Summary No. MIS-2021-01, dated January 22, 2021.**

<u>VOTING</u>	<u>AYE</u>	<u>NAY</u>
<b>Ms. Wilson</b>	<b>10 %</b>	
<b>Ms. Tierney</b>	<b>10 %</b>	
<b>Mr. Ranney</b>	<b>35 %</b>	
<b>Mr. Jones</b>	<b>10 %</b>	
<b>Mr. Malkin</b>	<b>35 %</b>	
<b>TOTAL</b>	<b>100 %</b>	<b>0 %</b>

Proposed Pre-Season Promotion for High-Speed Ticket Books:

Mr. Davis said, for the past nine (9) years, the Authority has offered a twenty percent (20%) discount on the sale of high-speed passenger ticket books for a short period prior to the return to service of the *M/V Iyanough*. More than forty-five percent (45%) of the yearly ticket book sales for the *M/V Iyanough* have traditionally occurred during the promotional period.

Mr. Davis said staff is proposing that the Steamship Authority continue to offer a 20% discount on the sale of electronic ticket books for the high-speed ferry during the period from Sunday, March 21, 2021 through Saturday, April 3, 2021. The discount would apply solely to electronic ticket books for adults, seniors and children.

In 2020, the Authority held two (2) rounds of the pre-season sale, as the first attempt at the sale coincided with the onset of the COVID-19 pandemic and the subsequent delay of the resumption of the high-speed service between Hyannis and Nantucket. Given the uncertainty of the Authority's future operations in light of COVID-19, Mr. Davis said staff is additionally requesting

that the Board authorize the general manager to either delay the pre-season sale dates proposed as appropriate, or hold a second pre-season sale that would coincide with a delayed resumption of the high-speed service to Nantucket.

Mr. Davis noted that the Port Council voted to recommend the sale at its January 6, 2021, meeting.

**IT WAS VOTED – upon a motion by Mr. Ranney, seconded by Mr. Malkin – to approve a twenty percent (20%) discount on the price of all electronic passenger ticket books for the high-speed ferry during the period of Sunday, March 21, 2021 through Saturday, April 3, 2021, unless a modified or additional time period for the sale is deemed appropriate by the general manager, as recommended in Staff Summary No. COMM 2021-1, dated January 22, 2021.**

<u>VOTING</u>	<u>AYE</u>	<u>NAY</u>
<b>Ms. Wilson</b>	<b>10 %</b>	
<b>Ms. Tierney</b>	<b>10 %</b>	
<b>Mr. Ranney</b>	<b>35 %</b>	
<b>Mr. Jones</b>	<b>10 %</b>	
<b>Mr. Malkin</b>	<b>35 %</b>	
<b>TOTAL</b>	<b>100 %</b>	<b>0 %</b>

Proposed Modification to Centerplate Agreement:

Mr. Davis said, recently, Centerplate’s Regional Vice President Peter A. Schoener inquired whether the Authority would relieve Centerplate of its obligation for any minimum annual guaranteed concession fee for the calendar year 2021 under its Food Concession Contract, No. 06-2017. Under Article 21 of the contract, Centerplate must pay minimum guaranteed fees of \$720,000 in 2020, \$730,000 in 2021 and \$740,000 in 2022.

Mr. Davis said, following the outbreak of the COVID-19 pandemic, the Authority decided not to offer food concession services onboard its ferries. As a result of the Authority’s decision, Centerplate requested relief from several of its contractual obligations in July 2020, including waiver of the minimum guaranteed concession fees for 2020. Staff believes that Centerplate should be relieved of its minimum guaranteed concession fees until such time that the Authority reopens its concession services onboard its ferries.

Mr. Jones asked if the Authority would be paid its normal percentage on sales once the concession stands reopen; Mr. Davis said it would.

**IT WAS VOTED – upon a motion by Mr. Jones, seconded by Mr. Malkin – to authorize the general manager to waive the minimum annual guaranteed concession fee for the calendar year 2021 as set forth in Contract No. 06-2017, its food concessions contract with Boston Culinary Group, d/b/a/ Centerplate, as recommended in Staff Summary No. L-511, dated January 21, 2021.**

<u>VOTING</u>	<u>AYE</u>	<u>NAY</u>
<b>Ms. Wilson</b>	<b>10 %</b>	
<b>Ms. Tierney</b>	<b>10 %</b>	
<b>Mr. Ranney</b>	<b>35 %</b>	
<b>Mr. Jones</b>	<b>10 %</b>	
<b>Mr. Malkin</b>	<b>35 %</b>	_____
<b>TOTAL</b>	<b>100 %</b>	<b>0 %</b>

Proposed License Agreement Amendments with Seastreak LLC:

Mr. Davis said the Members, at their November 17, 2020, meeting, approved the renewal of Seastreak’s license agreement for 2021 between New Bedford and Martha’s Vineyard and New Bedford and Nantucket, including its proposal of a revised service schedule during the winter (late-October through mid-May) and shoulder seasons. Following that vote, Seastreak advised the general manager that it was suspending its service from New Bedford for the remainder of 2020 effective on Sunday, November 29, 2020. In December, Seastreak advised the general manager that it was continuing its suspension of service from New Bedford for the remainder of its 2021 winter schedule.

Seastreak’s latest 2021 scheduling proposal includes multiple changes from the previously approved arrival and departure times at the Oak Bluffs, Vineyard Haven, and Nantucket terminals. Its proposal also includes interisland service that would begin May 19, 2021, and operate until June 19, 2021; it would restart September 7, 2021, and run until October 31, 2021, which would be in direct conflict with the interisland service provided by Hy-Line Cruises, Mr. Davis said.

Mr. Davis said staff is in favor of Seastreak’s latest amendment request with the exception that any of its proposed arrival times in Vineyard Haven, Oak

Bluffs, or Nantucket that conflict with the arrival times of the Authority's traditional ferries in those ports be resolved to the satisfaction of the Authority's general manager and its Marine Operations Department. Furthermore, the proposed interisland service in direct conflict with service provided by Hy-Line should either be eliminated or resolved by agreement with all parties.

**IT WAS VOTED – upon a motion by Mr. Ranney, seconded by Mr. Malkin – to approve Seastreak's request to amend its 2021 operating schedule from New Bedford for service between May 19, 2021, and October 31, 2021, with the following exceptions as proposed in Staff Summary No. L-510, dated January 22, 2021:**

- 1. Seastreak cannot operate its proposed early fall interisland service between September 7, 2021, and October 3, 2021, because Hy-Line is the license holder of this service.**
- 2. All of Seastreak's proposed arrival times in Vineyard Haven, Oak Bluffs, or Nantucket that conflict with the arrival times of the Authority's traditional ferries in Vineyard Haven, Oak Bluffs, or Nantucket must be vetted and resolved to the satisfaction of the Authority's general manager and its Marine Operations Department.**

<u>VOTING</u>	<u>AYE</u>	<u>NAY</u>
<b>Ms. Wilson</b>	<b>10 %</b>	
<b>Ms. Tierney</b>	<b>10 %</b>	
<b>Mr. Ranney</b>	<b>35 %</b>	
<b>Mr. Jones</b>	<b>10 %</b>	
<b>Mr. Malkin</b>	<b>35 %</b>	<hr/>
<b>TOTAL</b>	<b>100 %</b>	<b>0 %</b>

Reauthorization of the Authority's Investment Policy:

Mr. Rozum then presented the Authority's investment policy for renewal, noting that the policy formally establishes the types of permitted investments that can be made with the Authority's funds. The policy is required to be approved every two (2) years and no revisions to the policy are proposed. Mr. Rozum noted that the Port Council voted to recommend approval of the policy at its January 6, 2021, meeting.

**IT WAS VOTED – upon a motion by Mr. Ranney, seconded by Mr. Malkin– to reauthorize the Authority’s Investment Policy as proposed in Staff Summary #A-658, dated January 21, 2021.**

<u>VOTING</u>	<u>AYE</u>	<u>NAY</u>
<b>Ms. Wilson</b>	<b>10 %</b>	
<b>Ms. Tierney</b>	<b>10 %</b>	
<b>Mr. Ranney</b>	<b>35 %</b>	
<b>Mr. Jones</b>	<b>10 %</b>	
<b>Mr. Malkin</b>	<b>35 %</b>	
<b>TOTAL</b>	<b>100 %</b>	<b>0 %</b>

Change Order No. 57 for Contract No. 09B-2012,  
Final Design and Construction Administration Services:

Mr. Davis said the change order was for the annual construction administrative services estimate for the year 2021. The estimate includes BIA.studio’s service estimate and all the engineering subcontractor’s estimates, as well as the estimated cost for the testing laboratories and field inspectors required under the contract.

Ms. Wilson asked if the cost was consistent with what was projected; Mr. Davis said, when the contract was written in 2017 the annual cost was expected to be approximately \$800,000. While this year’s estimate is a little bit higher, it has come in lower on some occasions, he said.

**IT WAS VOTED – upon a motion by Mr. Jones, seconded by Mr. Ranney – to authorize the general manager to execute Change Order No. 57 for contract No. 09B-2012, Woods Hole Ferry Terminal Design, with BIA.studio for a total fixed cost of \$885, 321, as recommended in Staff Summary No. GM-753, dated January 20, 2021.**

<u>VOTING</u>	<u>AYE</u>	<u>NAY</u>
<b>Ms. Wilson</b>	<b>10 %</b>	
<b>Ms. Tierney</b>	<b>10 %</b>	
<b>Mr. Ranney</b>	<b>35 %</b>	
<b>Mr. Jones</b>	<b>10 %</b>	
<b>Mr. Malkin</b>	<b>35 %</b>	
<b>TOTAL</b>	<b>100 %</b>	<b>0 %</b>

Change Order No. 134 for Contract No. 16-2017,  
Woods Hole Ferry Terminal Reconstruction – Waterside:

Mr. Davis said the change order was for additional work to install the fender system on the monopiles in Slip No. 1. During summer 2019, failures were experienced in the tension chains on the monopiles in Slip No. 3. The Authority’s engineer, GZA GeoEnvironmental Inc., investigated the cause of these failures and determined the original impact range collected from data in 2014 had changed and that the freeboard data collected for the *M/V Sankaty* and the *M/V Governor* in 2014 was no longer correct. Modifications to the ferries caused the ferries to sit lower in the water and, therefore, the rub rails impacted the fenders lower than the original design data.

In addition, GZA determined that the tidal data used in 2014 was also faulty. This design change resulted in much larger chains and pad eyes securing the chains to the monopiles and fenders. Additional welding was required and the crane use increased because the parts were heavier than the original design, Mr. Davis said.

Ms. Wilson said tidal data will continue to change and asked if these chains allowed for further increases in tidal movement; Mr. Davis said they did.

**IT WAS VOTED – upon a motion by Mr. Jones, seconded by Mr. Ranney – to authorize the general manager to execute Change Order No. 132 for Contract No. 16-2017, Woods Hole Ferry Terminal Reconstruction – Waterside, for a total cost of \$151,281.74, as recommended in Staff Summary No. GM-752, dated January 12, 2021.**

<b><u>VOTING</u></b>	<b><u>AYE</u></b>	<b><u>NAY</u></b>
<b>Ms. Wilson</b>	<b>10 %</b>	
<b>Ms. Tierney</b>	<b>10 %</b>	
<b>Mr. Ranney</b>	<b>35 %</b>	
<b>Mr. Jones</b>	<b>10 %</b>	
<b>Mr. Malkin</b>	<b>35 %</b>	<hr/>
<b>TOTAL</b>	<b>100 %</b>	<b>0 %</b>

Request for Authorization to Purchase  
Three (3) New Electric Shuttle Buses:

Mr. Davis said, in December 2019, the Authority was awarded grant funds from the Volkswagen Settlement Grant program (administered by the Massachusetts Department of Environmental Protection) and the Federal Transit Administration's Low or No-Emission Program totaling \$875,000. These grant funds are intended to offset the price differential between the costs of a conventional diesel-powered bus and the cost of an electric bus and the related infrastructure necessary for their operation.

The Authority has received a price quote from BYD North America, which complies with the "Buy American" obligations under federal procurement requirements, of \$882,647.27 per bus for the 352 kWh model or \$912,647.00 per bus for the 446 kWh model. New Flyer, which manufactured the Authority's newest shuttle buses and complies with the "Buy American" obligation, submitted a bid price of \$921,461.00 per bus. The per-bus prices exclude both the related charging infrastructure that will be necessary and expenses related to installation of the charging stations.

Mr. Jones noted that, until the generation of electricity is not done by burning coal, there would not be true recovery of the emissions saved by moving to electric buses.

Mr. Ranney asked if these buses would be run as primary buses on the routes or would only be added during busy times. Mr. Davis said he anticipated they would be on the route on a regular basis. He further noted that the Authority tested an electric bus from the Vineyard Transit Authority and found that it could operate a full eight-hour shift and have twenty percent (20%) of its battery capacity left at the end of the day, although that performance would vary depending on the conditions.

Mr. Malkin said he was glad the Authority was moving in this direction with its buses, but added it should put thought into how the infrastructure would be handled once either fully electric or hybrid ferries were part of its fleet.

**IT WAS VOTED – upon a motion by Mr. Malkin, seconded by Ms. Tierney – to authorize the General Manager to purchase three (3) 40-foot low-floor electric transit buses along with the necessary charging infrastructure that accompanies it from the lowest responsive contractor, BYD North America, for a total price not to exceed \$2,950,000 as recommended in Staff Summary No. SO-2021-01, dated January 22, 2021.**

<u>VOTING</u>	<u>AYE</u>	<u>NAY</u>
<b>Ms. Wilson</b>	<b>10 %</b>	
<b>Ms. Tierney</b>	<b>10 %</b>	
<b>Mr. Ranney</b>	<b>35 %</b>	
<b>Mr. Jones</b>	<b>10 %</b>	
<b>Mr. Malkin</b>	<b><u>35 %</u></b>	<b>_____</b>
<b>TOTAL</b>	<b>100 %</b>	<b>0 %</b>

Release of 2019 Executive Session Minutes:

Mr. Davis said that on an annual basis he and staff review the minutes of the Board’s Meetings in Executive Session to comply with the Massachusetts Open Meeting Law to see what portions, if any, shall continue to be withheld from publication. Mr. Davis said the general manager has been fulfilling this duty since 1997, far ahead of the 2009 revision to the Open Meeting Law that codified the requirement.

Mr. Davis said he has approved for release all of the 2019 minutes of the Members’ meetings in executive session except for the portions of minutes reflecting Members’ discussions and actions about any of the following eight (8) matters:

1. Pending or anticipated litigation matters;
2. Pending or anticipated collective bargaining negotiations;
3. Pending or anticipated negotiations for the purchase, exchange, lease or value of real estate;
4. Pending or anticipated contract negotiations with non-union personnel;

5. Pending or anticipated investigations of charges of criminal misconduct or considerations of the filing of criminal complaints;
6. Information protected from disclosure under the Massachusetts Public Records Law, Mass. G.L. c. 4, § 7, cl. 26th, and now explicitly under the Massachusetts Administrative Procedures Act, Mass. G.L. c. 30A, § 22(e) as well;
7. Discussions protected by the attorney-client privilege; and
8. Security matters.

Therefore, Mr. Davis said, portions of the minutes of the Authority's meetings in executive session through December 31, 2019 that were being released to the public included those pertaining to:

- The Authority's 2018-2019 negotiations for new collective bargaining agreements and amendments to its current collective bargaining agreements with SEIU Local 888 governing the terms and conditions of employment for the Authority's reservations employees;
- The Authority's renewal of a lease with the Woodland Trust and G&B Realty Trust for property located at 1251 Route 28A, Cataumet, Massachusetts;
- The Authority's potential acquisition of property owned by Joseph Arno located at 31 Easy Street, Nantucket, Massachusetts;
- The Authority's potential lease of office space and additional square footage at the Authority's vehicle maintenance facility from the A & G Business Trust for property located at 485 Thomas B. Landers Road, Falmouth, Massachusetts; and
- The Authority's strategy sessions in preparation for negotiations with unions of all of the Authority's represented employees concerning the implementation of the Commonwealth's Paid Family Medical Leave Law.

Public Comment:

Ms. Wilson noted that one comment had been submitted via the chat function asking if the Authority could purchase electricity not generated by fossil fuels via the Cape Light Compact; Mr. Davis said the issue would be examined.

At 12:03 p.m., Ms. Wilson entertained a motion to go into executive session to discuss and approve the minutes of the Authority's meetings in executive session on December 15, 2020; and to discuss the Authority's strategy with respect to collective bargaining matters because a public discussion of those

matters may have a detrimental effect on the Authority's negotiating and bargaining positions. The matters include:

- Anticipated Negotiations with the Unions (Teamsters Union Local 59, SEIU Local 888 and MEBA) of All the Authority's Represented Employees Regarding Contract Renewals.

Ms. Wilson said the public disclosure of any more information with respect to these matters would compromise the purposes for which the executive session is being called. After the conclusion of the executive session, Ms. Wilson said the Board would not reconvene in public.

**IT WAS VOTED – upon a motion by Mr. Malkin, seconded by Ms. Tierney – to enter into executive session to approve the minutes of the Board's meeting in executive session on December 15, 2020, and to discuss the Authority's strategy with respect to collective bargaining matters.**

<u>VOTING</u>	<u>AYE</u>	<u>NAY</u>
Ms. Wilson	10 %	
Ms. Tierney	10 %	
Mr. Ranney	35 %	
Mr. Jones	10 %	
Mr. Malkin	<u>35 %</u>	<u>        </u>
<b>TOTAL</b>	<b>100 %</b>	<b>0 %</b>

A TRUE RECORD

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ROBERT F. RANNEY, Secretary

**Documents and Exhibits Used at the  
January 25, 2021, Meeting in Public Session of the  
Woods Hole, Martha's Vineyard and Nantucket Steamship Authority**

1. January 25, 2021, Meeting Agenda, posted January 21, 2021 (updated January 26, 2021).
2. Video and audio recording announcement.
3. Statement regarding remote participation.
4. Minutes of the Board's December 15, 2020, meeting in public session (draft).
5. Minutes of the Port Council's January 6, 2021, meeting in public session (draft dated January 22, 2021).
6. Business Summary for the month of November 2020.
7. PowerPoint presentation, Business Summary – November 2020, dated January 25, 2021.
8. PowerPoint presentation, M/V Eagle Dry Dock Thames Shipyard, undated.
9. PowerPoint presentation, M/V Eagle Dry Dock Thames Shipyard, undated.
10. PowerPoint presentation, Woods Hole Terminal Reconstruction Project update, dated January 25, 2021.
11. Landside Design Update by BIA.studio, Woods Hole Ferry Terminal Reconstruction, January 2021.
12. Minutes of the Long-Range Vineyard Transportation Task Force, dated August 18, 2020.
13. Minutes of the Long-Range Vineyard Transportation Task Force, dated September 17, 2020.
14. Minutes of the Long-Range Vineyard Transportation Task Force, dated October 22, 2020.
15. Minutes of the Long-Range Vineyard Transportation Task Force, dated November 19 2020.
16. Minutes of the Woods Hole/Falmouth Noise & Traffic Mitigation Working Group, dated August 26, 2020.
17. Minutes of the Woods Hole/Falmouth Noise & Traffic Mitigation Working Group, dated October 28, 2020 (draft dated January 21, 2021).

18. Minutes of the Woods Hole/Falmouth Noise & Traffic Mitigation Working Group, dated December 9, 2020 (draft dated January 21, 2021).
19. Graphic, 2021 Internet General Opening NT Route, undated.
20. Graphic, 2021 Internet General Opening MV Route, undated.
21. Staff Summary #MIS-2021-01, Creation of a Senior Network Engineer/Security Analyst Position, dated January 22, 2021.
22. Staff Summary #COMM 2021-1, Approval of Pre-Season Promotion for High-Speed Passenger Ticket Books, dated January 22, 2021.
23. Staff Summary #L-511, Waiver of Guaranteed Concession Fee for 2021 in Food Concession Contract No. 06-2017, with Boston Culinary Group d/b/a Centerplate, dated January 21, 2021.
24. Staff Summary #L-510, Amendment of License Agreements with Seastreak LLC, dated January 22, 2021.
25. Staff Summary #A-658, Reauthorization of the Steamship Authority's Investment Policy, dated January 21, 2021.
26. Staff Summary #GM-753, Woods Hole Terminal Design Change Order 7, Contract No. 9B-2012, dated January 20, 2021.
27. Staff Summary #GM-752, Woods Hole Terminal Reconstruction Change Order No. 134 to Contract No. 16-2017, dated January 12, 2021.
28. Staff Summary #SO-2021-01, Proposed Plan to Purchase Up to Three (3) Electric Shuttle Buses, dated January 22, 2021.
29. Staff Summary #GM-754, Release to the Public of Portions of the Executive Session Minutes, dated January 13, 2021.
30. Statement to be read prior to going into executive session.