

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

The Meeting in Public Session

April 20, 2021

The Members of the Woods Hole, Martha's Vineyard and Nantucket Steamship Authority met on April 20, 2021, beginning at 9:31 a.m., in the first-floor conference room of the Authority's administrative office building, 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 (who arrived following the vote to approve the minutes); 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 and participated 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 A. Amundsen (who participated via Zoom); Woods Hole Reconstruction Project Manager William J. Cloutier; Director of Security Todd M. Falvey; 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; Noah Asimow (representing the *Vineyard Gazette*) and Rich Saltzberg (representing the *Martha's Vineyard Times*) both stated they were 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 March 16, 2021, and March 24, 2021, meetings in public session.

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

Port Council's Report on its April 7, 2021 Meeting:

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

- An update on the Authority's efforts to provide COVID-19 vaccinations for its employees, who became eligible for the shots on March 22, 2021.
- Advance reservation activity for the summer, which more closely resembles traffic in 2019 rather than 2020.
- An update on the recent public meeting for the Woods Hole terminal design progress.
- An update on the website redesign project.
- An update on Mr. Davis' 2021 goals.
- A review of the funding provisions under the Enabling Act.

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 to reduce potential sources of the virus at the Authority's facilities, vessels, and buses.
- Despite Gov. Baker's order requiring masks even when social distancing is possible and President Biden's Executive Order 13998 requiring "masks be worn on all public maritime vessels, including ferries, to mitigate the risk of spreading COVID-19," mask wearing compliance continues to be a challenge.
- On March 22, 2021, the U.S. Coast Guard issued an update to its February 1, 2021, Marine Safety Information Bulletin titled "COVID-19 Safety Requirements in the Maritime Transportation System." This update, requires wearing of a mask, but also includes a list of exemptions, including children under 2, individuals with a disability who cannot wear a mask, and for brief periods while passengers are eating, drinking, or taking medication.
- 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.
- Staff continues to monitor demand for vehicle space, but it is anticipated that the schedule modifications that became effective April 1, 2021, will remain in effect through the end of the schedule, which is May 18, 2021.
- The Authority is working with its Nantucket and Hyannis employees on what measures can be taken in order to resume driver services, at least initially for Nantucket residents.
- The Authority continues to work with its concessionaire, Centerplate, on reopening plans, which may include limited pre-packaged food and drink with outside-only consumption; and/or greater use of vending machines.
Like a number of businesses, Centerplate will need to "ramp up" operations and there is a concern that staffing will be an issue. Both parties have tentatively agreed to the start of the early summer schedule, May 19, 2021 as a potential target date.

- Updates continue to be posted on the Authority’s dedicated landing page (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 141,500 visits, with approximately 4,700 visits in the last thirty (30) days and nearly 1,400 in the past seven (7) days.
- At the end of March, the Authority started accepting proof of an off-island vaccination appointment from island residents seeking to book a space for vehicle travel in the same manner as if they were traveling for a medical appointment off island, subject to the following terms:
 - The individual making the reservation must have an active preferred or excursion profile.
 - Documentation of the vaccination appointment that includes the name and the time/date.
 - Reservations are required to be made with a reservation supervisor.
 - Due to demand, travel on a specific trip may not be possible.
 - Travel for other medical appointments (doctor's appointments, surgeries, etc.) will receive priority over vaccination appointments.

Mr. Davis also stated the Authority has been working with the Massachusetts Department of Public Health and the Barnstable County Department of Health and Environment to provide vaccine clinics for local transit workers, who became eligible for the vaccine as of March 22, 2021. Mr. Davis noted that almost 200 people went through a recent clinic held at the Hyannis terminal, but subsequent clinics were put on hold due to the national “pause” on the Johnson & Johnson vaccine. Work is under way on rescheduling the other clinics with a different vaccine, he said.

Results of Operations:

Mr. Davis reviewed the results of the February 2021 business summary via a PowerPoint presentation, which showed the Authority carried fewer passengers (down 21.4%), automobiles (down 4.7%) and trucks (down 3.2%) than the same month the prior year.

Mr. Davis said the Authority’s total income for February 2021 was approximately \$4,492,000 and the total expenses were approximately \$8,597,000, for a net operating loss for the month of some \$4,105,000, approximately \$549,000 less than anticipated in the 2021 operating budget.

Year-to-date net operating losses were \$7,479,000, approximately \$1,506,000 below budget.

During the month of February 2021, the Authority's vessels made a combined 1,268 trips, of which three (3) were canceled for mechanical reasons on the Vineyard route and zero (0) were canceled for mechanical reasons on the Nantucket route, he said.

Mr. Davis noted the fund balances were in relatively good shape.

Woods Hole Terminal Reconstruction Project Update:

Mr. Davis said marine contractor Jay Cashman Inc.'s barge crew has continued preparing the monopiles for the fenders. This includes welding the spool piece stand-off for the fenders and the pad eyes for the support chains, as well as filling the top four (4) feet of the monopile with concrete. The barge crews are also helping to drive the batter piles for the north head dolphin.

The landside crew started driving the 18-inch diameter piles for the north head dolphin, Mr. Davis said. The landside crews have to splice additional pipe to the original piles in order to get to the designed capacity requirements. The landside crew helped Lawrence Lynch Corp. with the storm water piping. Lawrence Lynch finished installing the 18-inch diameter drainage on the south side of the slip.

Mr. Davis said the carpenters and ironworkers have completed the forms and rebar installation for the passenger platform curb, the cast-in-place decking and the transfer bridge foundation. They continue to work on the forms and rebar installation for the sheet pile bulkhead cap, the columns for the canopy on the passenger pier, and the transfer bridge gallows.

The concrete subcontractor started and finished pouring the curbing for the south passenger platform. The concrete contractor then poured the cast-in-place deck for the passenger platform; they also poured the footing and walls for the transfer bridge.

The divers finished hanging the sheet pile for the bulkhead north of Slip No. 3. The carpenters and ironworkers did the form work around the king pile for the bulkhead north of Slip No. 3. The railing contractor continued work on the north passenger pier float railing and siding.

Thus far, the Authority has sent out 143 community email updates for the project.

Mr. Cloutier then shared a PowerPoint presentation with recent photographs from the site. The presentation also included a cost update for the project, showing the original contract price of \$43,143,280, change orders to date of \$7,868,250 (18.2% of the original contract price), and the total contract price of \$51,011,630.

Mr. Malkin said at the Board's last meeting he had asked for photographs showing other gravity structures similar to what was being proposed for the south head dolphin in Slip No. 1. Mr. Davis then shared the photographs of the *U.S.S. Massachusetts* at Battleship Cove and the Gulf Oil terminal in South Portland, Maine. Ms. Wilson asked if those structures were being used in the same way as the Authority planned to; Mr. Davis said the Battleship Cove structure would not, but the Gulf Oil terminal was an active oil terminal with much larger vessels than the Authority's ferries. Mr. Cloutier said the engineers calculated appropriate safety factors and impact forces and, if they do move, a spool piece can be attached to the fender. Given the structure's size, however, he said he does not anticipate it moving.

In response to a question from Ms. Wilson, Mr. Davis said the total of change orders is inclusive of the orders approved by the Members at their March 24, 2021, meeting. She asked if staff could extrapolate how much the final change order total would be; Mr. Davis said two of the items that had been identified in January 2021 as being outstanding were now under procurement. Mr. Davis further noted there had been some work included in the original contract that had not been performed, such as dredging, and staff was working on getting a total of those items to provide a clearer representation of the project's cost. Mr. Davis said staff would continue to update the information each month for the Board.

Regarding the landside portion of the project, Mr. Davis noted that, on March 23, 2021, a community input session on the landside design phase of the Woods Hole Terminal Reconstruction Project was held to correspond to the completion of approximately forty percent (40%) of the schematic design phase. The project's design team, led by BIA.studio, discussed design criteria and objectives. The Authority received public comments and input with community stakeholders who attended the Zoom, and later received a list of questions and concerns from residents. Staff, along with the design team, is preparing responses to questions related to the project design.

Mr. Davis said a second session would be held when the schematic design phase is at approximately ninety percent (90%) completion. Then, during the subsequent design development phase, sessions will again be held at the forty percent (40%) and ninety percent (90%) milestones, which will be approximately in October and December 2021.

M/V Governor Dry Dock Status:

Mr. Amundsen shared a PowerPoint presentation regarding the dry-docking of the *M/V Governor* at Thames Shipyard. Recent activity has included the application of anti-corrosive paint and rudder work at Taper Machining in Milwaukee, Wisconsin. The highlights of the project include an overhaul of the rudder, tail shafts, and bearings; an overhaul of the generator alternators; and blasting and coating of hull areas. The total contract price is \$808,183, he said; with credits and change orders, the total price was now \$1,216,517.

SQMS Status:

Regarding the Safety Quality Management System (SQMS) project, Ms. Sampson said the project vendor SMSLLC was recently on site to deliver hard copies of the Vessel Operations Manual and related checklists to key fleet personnel. The project is currently in a “soft implementation” phase as the Support Operations Manual is in review.

Mr. Davis said, while the Authority was initially considering a June 30, 2021, certification date, it had been decided to push the certification back to be sure the crews were comfortable with the system that is being put into place.

Ms. Wilson asked what the reception had been from the crews; Ms. Sampson said the buy-in had been great so far. While the training sessions had to be modified due to COVID-19, she said the smaller sessions allowed for more intimate training opportunities and feedback that is more detailed.

Website Update/Redesign Status:

Mr. Driscoll provided the following updates on the website redesign project:

- An online survey to gather customer feedback about what works and what does not on the Authority’s current website closed on March 21,

- 2021, after being open to the public for thirty (30) days. A total of 1,886 participants completed the survey, far above the threshold for a statistically viable sample that was set at 1,000 survey responses.
- The project team’s marketing research firm, Consumer Insight Associates, also conducted telephone interviews to get more in-depth input on the website redesign from key stakeholders. Of the list of twenty-eight (28) individuals provided to them, they completed interviews with twenty-three (23).
 - Consumer Insight Associates presented the full results to the project team earlier this month. Among the key takeaways from the survey was the fact that many of the most-requested features for the new website, such as the ability to filter the site by island and to set a default departure port, are already present on the current website. That suggests the challenge is more of a design and user experience issue, although some new functions will be considered as well.
 - Four (4) qualified participants in the online survey were randomly selected to receive a \$500 gift card, either to Amazon.com or to a Cape or Islands-based merchant of their choice. The winners included a resident of each island, along with a resident from Connecticut and another from New Hampshire. All four (4) participants opted to receive an Amazon gift card.
 - The project team, along with consulting firm Regan Digital Studio, is now using the results to help develop the request for proposal. The project team expects to issue the RFP by the end of May 2021, and bring a recommendation to the Board for a vote in September 2021.

Report on the *M/V Iyanough* Pre-Season Ticket Book Sales:

Mr. Davis then reviewed the results of the 2021 pre-season sale promotion on the Authority’s high-speed ticket books. This year, the sale resulted in 3,199 ticket books sold, generating \$714,541 in revenue for the Authority at a cost of \$178,708 due to the discount offering. The total represented a thirty-three percent (33%) increase in the number of books sold compared to the 2020 pre-season sale and was approximately in line with the average sales over the life of the promotion, which began in 2012.

Report on Funding Provisions of the Enabling Act:

In response to inquiries from the Port Council regarding the establishment of a “rainy day fund,” Mr. Davis reported on the Enabling Act’s provisions for funding. Mr. Davis said the creation of such a fund would raise issues on funding

limits, funding mechanisms, and potential uses of the fund. The creation of the fund would, in all likelihood, result in deferred transfers to the Property Replacement Fund and/or additional rate adjustments.

The Enabling Act already provides for use of the Reserve Fund to offset any operating deficits, he said. Additionally, the Act also allows the Authority to temporarily borrow money and issue revenue notes. During the COVID-19 crisis, the Members authorized the establishment of a \$10,000,000 line of credit with Martha's Vineyard Savings Bank, which Mr. Davis said essentially serves as the "rainy day fund." That line of credit could also be increased if needed to address cash flow deficiencies.

Mr. Jones said he agreed with Mr. Davis' assessment and that it would be a good idea to maintain the line of credit. He asked if the Authority had ever looked into a loss-of-service insurance policy; Mr. Davis said it had, but he did not know if such a policy would cover cash flow deficiencies. Additionally, the losses of service that would be covered by such a policy would be so infrequent that it was thought the policy would not be worth the money, he said.

Ms. Tierney asked what the Authority's capacity was to issue revenue anticipation notes; Mr. Davis said the Enabling Act does not specify a limit.

Mr. Malkin thanked Mr. Davis for his report and said he had similar questions when he came onto the Board in 2020. He said he was comfortable with the resolution and Mr. Davis' conclusions.

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

Counsel Steven M. Sayers said the Long-Range Vineyard Transportation Task Force has been busy over the last several months on several issues, one of which is how the Authority can provide more freight service now and, consequently, reduce the amount of freight needed to be carried in the future. Mr. Sayers said the Task Force had a session with Ralph Packer at which the possibility of barging solid waste was discussed. The next meeting will focus on the possibility of composting solid waste as a way to reduce freight needs. Nantucket has been doing so for approximately twenty (20) years, he said, although the island is now running into issues with the age of its equipment. Mr. Sayers said that would have to be an island initiative as the Authority has no control over how the Vineyard handles its trash, but the Task Force was working to facilitate those discussions.

Regarding additional freight service, Mr. Sayers said Mr. Anthes-Washburn had been slated to attend a Task Force meeting, but after he left his job at the executive director of the Port of New Bedford, his interim successor, George Krikorian Jr., was invited to attend. Mr. Krikorian was unable to attend, however, due to an ongoing lawsuit between New Bedford and tenants at the city's North Terminal. Mr. Sayers said he hoped when that lawsuit ended the Task Force could get back on track on investigating the possibility of New Bedford service to provide a "safety valve" for the Vineyard's transportation needs. At this point, he said, there is no suitable place in New Bedford from which the Authority could provide service.

Mr. Sayers said he had learned the Falmouth Transportation Management Committee was preparing to issue recommendations regarding the Authority's service and operations, so he invited the chairman of that committee, Edward DeWitt, to speak to the Task Force. Mr. DeWitt is a former Board Member and spoke to the Task Force about ways the committee felt the Authority could improve its operations, including obtaining federal grant funds to do so. The Task Force has not yet had a chance to discuss those recommendations, but Mr. Sayers said, in his opinion, the recommendations are very general given the size of the problems at hand. Mr. DeWitt has invited Messrs. Davis and Sayers and Ms. Wilson to the Transportation Management Committee's next meeting, and Mr. Sayers said it was hoped more discussion between the involved parties would be forthcoming although he had expressed concern that particular agencies might have their own agenda.

Mr. Sayers also reviewed recent legislation filed by State Sen. Susan Moran, D-Falmouth, that would provide the mainland communities on the Board with effective veto power if none of the Members representing those communities cast a favorable vote on any issue.

Regarding the Woods Hole/Falmouth Noise & Traffic Mitigation Working Group, Mr. Sayers noted that the letter authorized by the Members and sent to the Massachusetts Department of Transportation supporting the Town of Falmouth's request to review speed limits and signage on Woods Hole Road was a direct result of the Working Group's activities.

Additionally, Ms. Fletcher has been working with Greg Carroll to observe conditions along Woods Hole Road, Mr. Sayers said. Woods Hole terminal employees have also instituted new procedures regarding vehicles traveling on standby to alleviate situations such as one that occurred in fall 2020 when a large number of Vineyard residents all attempted to return home on standby and caused traffic backups near the terminal. The new procedure involves issuing passes to arrive at the terminal at different times if standby is closed to better

manage the traffic flow.

Mr. Sayers noted that Nat Trumbull had requested to the Falmouth Transportation Management Committee that it endorse a ban on trucks on Cowdry Road and Crane Street between the hours of 10:00 p.m. to 6:00 a.m. He said he hoped the recommendation would not be accepted as it would be very disruptive for the Authority's operations and that the town would choose rather to continue to work with the Authority on these matters via the Working Group.

Mr. Jones said discussions about operating freight service from New Bedford should include the financial viability of such a service and that any discussions that did not include that aspect would be inappropriate. Mr. Sayers said he agreed and had provided past reports that highlighted the financial challenges to that service to the Task Force. He said both the City of New Bedford and the state would have to take an interest in establishing such a service because the residents of Martha's Vineyard and Nantucket pay the entire cost of their transportation, unlike every other resident of the state, and he called it "fundamentally unfair."

Ms. Wilson asked Ms. Tierney to provide insight as to New Bedford's interest in an increased Authority presence in the city. Ms. Tierney said the city is "very interested" in having an Authority facility there and that she thought the Authority had not fully vetted what that would look like with the city. The Authority had not determined what would have to happen to make such a service economically feasible and said there is a general feeling that the Authority pays "lip service" to expanding operations in New Bedford. She said she did not think it made sense to seek a private carrier. She also said the Authority needed to engage in long-range planning to determine when capacity would require such a facility and how it would be accomplished.

She said New Bedford would be a "wonderful" place to do business presuming the Authority could find a feasible, economic solution for both parties. She noted New Bedford was becoming a very active real estate market so she did not want the Authority to be shut out of an opportunity to purchase real estate. She said she felt the Authority needed to make a decision to investigate the issue seriously and figure out how it could accomplish the service.

Ms. Wilson said she thought the time was right to get in front of the issue and not just respond to crises as they occurred. She said she did not have a handle on how the demand for and the adequacy of the Authority's service worked together and, while the Vineyard towns have to make those decisions and the Authority has a responsibility to meet the demand the best way possible, the fact remains that traffic levels are nearing a peak along Woods Hole Road

and a regional transportation snarl is on the horizon. She said if she were on the Vineyard, she would want a backup for the island's transportation corridor given the issues at hand.

Mr. Sayers noted the Task Force was trying to look at the issue as objectively as possible; to that end, Mr. DeWitt's suggestion that the Authority pursue federal grant opportunities in this regard made sense, although he said it would not be an easy investigation to find those opportunities. Those grants, however, might help the Authority identify what would be necessary to establish freight service to New Bedford. Mr. Sayers said he believed Mr. DeWitt knows there is fear on the part of the islanders regarding these discussions and that they are afraid they would not be in control of their own destinies. Mr. Sayers said he would recommend the Authority tailor the study and its grant applications to determine what needs are important to the service. He further noted it would not be a short-term process, but it needs to be sustained. He said he hopes the discussions stay in a cooperative state, which they have been so far.

Mr. Ranney posed several questions about the discussion, including noting that any property the Authority buys in New Bedford would come off the city's tax rolls. He noted Nantucket is essentially at capacity now and there was no alternative port for its service. He said he agreed there should be some redundancy that possibly could be achieved with another port, but the consequences of that are additional costs that island residents are going to have to bear. He said it is a huge discussion and that he understands the plight of Falmouth residents but that the service will naturally hit a limit.

Mr. Malkin said he has listened to most, if not all, of the Working Group and Task Force meetings and said if there was to be an impartial study it would have to be done on an intelligent and thoughtful basis. He said it seemed to him that most of the activity is being driven by concerns of Woods Hole residents dealing with traffic, and that most of the answers posed by the Falmouth Transportation Management Committee were driven by complaints from Woods Hole residents and the body's entire existence was predicated on those concerns, which he said would prejudice the process. Furthermore, Mr. Malkin said moving freight operations to a containerization model would bring with it huge capital costs for land and staging. He said there needed to be an acceptance of the reality of what being a port community means and that everyone has the same issues of development versus conservation, growth, and the economy. While the demand has increased, the Authority has essentially run the same schedule for the last four years and the boats are essentially full.

Ms. Wilson said these were important topics, but the status quo was not acceptable and the issue would not be going away soon.

Report on Employee Wages by Zip Code:

Mr. Rozum presented a report on the number of Authority employees and wages paid by town for the years 2018-2020. The total wages for 2018 were \$36,675,331.59; for 2019, \$40,229,131.44; for 2020, \$36,406,272.02. In each year, more than a quarter of the wages paid were to residents of the Town of Falmouth.

Proposed Memorandum of Understanding Between
Cape Cod Regional Transit Authority and the Authority:

Mr. Rozum presented a Memorandum of Understanding with the Cape Cod Regional Transit Authority (CCRTA) regarding the Coronavirus Response and Relief Supplemental Appropriations Act (CRRSAA), which totaled \$8,390,258, and are available to finance certain projects and services, including defined eligible operational expenses. Mr. Rozum noted the Authority was eligible for the funding due to its participation in the National Transit Database (NTD) program from the Federal Transit Administration. The CCRTA is the “designated recipient” for the NTD, through which the CRRSAA funds were distributed. Mr. Rozum said this was the second MOU between the CCRTA and the Authority regarding COVID-19 relief funds and that, like the first agreement, outlines the obligations of each party relative to the funds.

Thomas S. Cahir, administrator of the CCRTA, thanked Messrs. Davis and Rozum for their cooperation and said it had been a “wonderful partnership” since the Authority joined the NTD. He said additional funds would likely be forthcoming from additional sources and that ongoing conversations with the Authority would be helpful. He said both agencies had agreed to meet periodically to discuss regional projects upon which they could collaborate.

IT WAS VOTED – upon a motion by Ms. Tierney, seconded by Mr. Malkin – to authorize the general manager to execute the Memorandum of Understanding between the Cape Cod Regional Transit Authority and the Steamship Authority concerning grant funds from the Federal Transit Administration related to the Coronavirus Response and Relief Supplemental Appropriations Act, as recommended in Staff Summary No. A-660, dated April 15, 2021.

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

Contract No. 08-2021,
Dry-Dock and Overhaul Services for the *M/V Gay Head*:

Mr. Davis said the *M/V Gay Head* is scheduled to enter shipyard availability from July 3, 2021, to August 13, 2021, to undergo a required U.S. Coast Guard hull exam; rudder, propeller and shaft maintenance; coating maintenance on underwater and superstructure areas; and the installation of a new fire detection system. The 2021 Operating Budget estimate was \$877,080. The major discrepancies between the amounts budgeted in the 2021 Operating Budget and the bid results of Contract No. 08-2021 were the following:

- Increase in the area of blasting and coating of the underwater hull of the vessel from \$91,000 to \$152,620.
- Increase in structural steel renewal from \$145,000 to \$189,000.
- Increase in the forepeak and aft peak cleaning and coating system from \$0 to \$100,990.
- A new fire detection system from \$0 to \$134,526.

IT WAS VOTED – upon a motion by Mr. Jones, seconded by Mr. Malkin – to authorize the general manager to award Contract No. 08-2021, Dry-dock and Overhaul Services for the M/V Gay Head, to the lowest eligible and responsible bidder, Thames Shipyard and Repair Company of New London, Connecticut, for a total contract price of \$1,131,455, as recommended in Staff Summary No. MO-2021-01, dated April 15, 2021.

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

Change Order No. 144 for Contract No. 16-2017,
Woods Hole Ferry Terminal Reconstruction – Waterside:

Mr. Davis said the change order is for the labor and materials to add additional piles to support monopile No. 24 following redesign efforts by GZA GeoEnvironmental. Monopile 24 was driven to a depth of sixty-five (65) feet where it reached driving refusal from underground obstructions, likely boulders. The design depth required for monopile No. 24 is 100 feet.

Mr. Davis said an initial plan to support monopile No. 24 considered using the 18-inch diameter piles from the south head dolphin. That south head dolphin is now being replaced with the gravity structure, which was approved by the Members at their March 24, 2021, meeting. This initial plan changed because the 18-inch diameter piles are now needed to support the north head dolphin. The new plan includes driving two (2) 42-inch diameter piles vertically behind monopile No. 24. These 42-inch piles are 100 feet long and will be driven to a depth of at least eighty-five (85) feet and filled with concrete.

Ms. Wilson asked how the Authority could “get in front” of the change orders on the project and what its options may be to assess the future costs of the work and reevaluate how things are progressing.

Ms. Tierney said she understands this project is a monumental undertaking, but it has also seen substantially increasing costs, and the

terminal building construction has not even started yet. She said she previously suggested that the Authority engage in an independent review of Cashman's costs to see if the Authority was overpaying for the work. She said she did not know if the process currently in use is providing the Authority with the level of scrutiny it needed given the costs involved.

Mr. Jones said there was no turning back at this point and, while is not anything the Board likes, there is not anything that can be done about it.

Mr. Ranney concurred and said some of the change orders were not able to be foreseen and that, when you are driving a pile sixty-five (65) feet or more beneath the surface of the ocean, it may not have been possible to anticipate these issues.

Ms. Wilson noted the project was now nearly 20% over the cost of the contract and that the Authority still had a way to go before it was done.

IT WAS VOTED – upon a motion by Mr. Jones, seconded by Mr. Malkin – to authorize the general manager to execute Change Order No. 144 to Contract No. 16-2017, Woods Hole Ferry Terminal Reconstruction – Waterside, with Jay Cashman Inc., at a total cost of \$410,138, as recommended in Staff Summary No. GM-758, dated April 16, 2021.

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

Change Order No. 145 for Contract No. 16-2017,
Woods Hole Ferry Terminal Reconstruction – Waterside:

Mr. Davis said, at their meeting on March 24, 2021, the Members approved the procurement of the material consisting of sheet piles reinforced by steel channels and tie rods, which are needed to construct a gravity structure to support Slip No. 1's south head dolphin, under Change Order No. 141. Change

Order No. 145 is for the labor and fill materials to install the gravity structure for the south head dolphin in Slip No. 1.

Mr. Davis said Cashman probed the area surrounding the south head dolphin with an H-pile, but could not penetrate the soil more than fifteen (15) feet to nineteen (19) feet deep, indicating that a large boulder field was present. The presence of these obstructions led to a redesign of the pile-supported structure, which was replaced with the larger gravity structure measuring approximately twenty-six (26) feet by twenty-six (26) feet. The structure will rest on the ocean floor and its tremendous mass is designed to absorb the design impacts of the ferries arriving and departing from Slip No. 1. The frame of the structure consists of sheet piles stiffened with steel wales and tie rods to form a large box. The inside of the structure will then be filled with stone and concrete. The dolphin fender will then be hung onto this large mass.

Mr. Davis said Cashman has assessed the labor, equipment, and fill materials to install the gravity structure to support Slip No. 1's south head dolphin and has provided a preliminary estimate of \$870,577. Authority staff and engineers from GZA Environmental have identified some additional efficiencies that would potentially reduce the estimate down to \$712,105. At this time, however, staff has not been able to confirm with Cashman the value of these reductions.

Mr. Davis further noted the Falmouth Conservation Commission has yet to approve the amended Order of Conditions for the installation of the gravity structure, but it is expected to be addressed at its meeting on April 21, 2021. The Massachusetts Department of Environmental Protection has indicated that approval of this structure is likely as it is a minor modification to the Authority's Chapter 91 license for the project.

Ms. Wilson noted the materials for this request were not in her packet and she could not vote on something without the information.

Mr. Malkin asked what reasonable alternatives the Authority had to approving this work; Mr. Davis noted that, at the March 24, 2021, meeting, alternatives were identified as identify a drill team to drill through whatever the obstructions were in the soil.

Dino Fiscaletti with GZA noted that the two options were the gravity structure or finding a specialty subcontractor to install smaller piles that would support the dolphin. While the cost estimates were similar, the gravity structure presented fewer unknowns and would be done more quickly as a subcontractor would not have to be identified and mobilized at the site.

Ms. Wilson said she was “disturbed” by this change order and said it was emblematic of the engineering difficulties being encountered despite knowing the area was problematic. She said she does not think that knowledge was taken seriously and that a better job could have been done.

Mr. Fiscaletti noted that piles for the north head dolphin were being driven to more than 100 feet deep without resistance, which illustrates the extreme variability being found in the soil conditions. He said borings were done in the area and those did not encounter the same issues being encountered now.

Chris Iwerks with BIA.studio said extensive borings were done in the area in an attempt to identify the issues that might be encountered. While the progress has been frustrating, there are no other ways to put the structure in, he said. He also noted Cashman’s bid price was below BIA.studio’s estimate for the work, in part because the contract was written to not put the risk for the unknowns associated with pile driving onto the contractors.

Mr. Fiscaletti also noted there have been costs included in the contract that will not be realized, such as pile driving for the south head dolphin. Lian Davis with BIA.studio added that other costs not realized included those tied to dredging that was not performed.

Ms. Tierney asked why the Authority could not say it wanted those credits realized on the change order applications, and Mr. Davis stated that staff would work to get those credits applied to the project itself. Ms. Tierney said she wanted those credits realized before the Authority paid Cashman again; Mr. Davis said the change order was concerning work that will be done soon, but the credits should be resolved before a payment would be coming due.

Ms. Wilson asked what the internal review process was on the change orders; Mr. Davis said Mr. Cloutier and Joseph Levesque met frequently with Cashman and both individuals review change order requests for appropriateness, as does Clerk of the Works Steve LeBaron. Messrs. Iwerks, Lian Davis and Fiscaletti also review the requests, and adjustments are often made before they are brought to the Board. Mr. Davis noted that process has been ongoing since the start of the project. In this case, the request was brought to Mr. Davis only late last week, and due to its timeliness it was decided to bring it to the Members with a “not to exceed” price to allow for further review rather than have to call a special meeting for a single item.

Mr. Lian Davis said BIA.studio reviews Cashman’s bills on a monthly basis to verify their enumeration of the work performed; the most recent application was for work done in March and was approximately \$1,300,000. Ms. Tierney

asked if the Authority had realized any credits yet; Mr. Lian Davis stated that over the course of the contract the Authority had received a number of credits.

IT WAS VOTED – upon a motion by Mr. Jones, seconded by Mr. Malkin – to authorize the general manager to execute Change Order No. 145 to Contract No. 16-2017, Woods Hole Ferry Terminal Reconstruction – Waterside, with Jay Cashman Inc., at a total cost not to exceed \$870,577, as recommended in Staff Summary No. GM-759, dated April 16, 2021.

<u>VOTING</u>	<u>AYE</u>	<u>NAY</u>
Ms. Wilson		10 %
Ms. Tierney		10 %
Mr. Ranney	35 %	
Mr. Jones	10 %	
Mr. Malkin	35 %	
TOTAL	80 %	20 %

Change Order No. 1 for Contract No. 12-2018,
Supply and Deliver Two (2) MTU 12V4000 Short Block Assemblies:

Mr. Davis said, following the catastrophic failure in July 2019 of one (1) of the *M/V Iyanough* MTU 12V4000 engines rebuilt by Stewart & Stevenson Power Products in conjunction with Contract No. 12-2018, a settlement was reached in December 2020. The settlement included the following:

- 1) a parts credit from MTU America for \$185,000;
- 2) a parts credit from Stewart & Stevenson Power Products LLC for \$90,000;
- 3) a five percent (5%) discount on all parts and service for a period of one year; and
- 4) a “donor” engine recently removed from commercial service with a market value exceeding \$150,000.

Mr. Davis said, in December 2019, the Authority awarded Contract No. 15-2019, Supply and Deliver One (1) MTU 12V4000 Short Block Assembly and Associated “O” Rings, Bearings and Other Miscellaneous Parts, to Stewart & Stevenson Power Products LLC, of Marlborough, Massachusetts, for \$277,403.97. This short block assembly was intended to serve as the basis of a

spare engine, to be used in an emergency, on the *M/V Iyanough*. The short block requires additional parts to be installed to complete the engine for use.

Upon the completion of this spring's vessel repair periods, it is anticipated that the Authority's maintenance staff will be able to commence the build-up of the spare short block assembly, Mr. Davis said. Staff, along with representatives from Stewart & Stevenson Power Products, has identified a list of parts required for this project.

IT WAS VOTED – upon a motion by Mr. Ranney, seconded by Mr. Jones – to authorize the general manager to execute Change Order No. 1 to Contract No. 12-2018, Supply and Deliver Two (2) MTU 12V4000 Short Block Assemblies, as recommended in Staff Summary No. MO-2021-02, dated April 15, 2021.

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

Old/New Business:

Mr. Malkin thanked Mr. Davis and the staff for their recent work on settling the issue of transporting hay to and from the Vineyard and said he was very appreciative of the effort.

Public Comment:

Mr. Saltzberg asked Ms. Wilson if she was in favor of Sen. Moran's proposed bill; Ms. Wilson said she just learned of it the prior day and had not reviewed it yet. Mr. Saltzberg asked if, conceptually, she would be in favor of giving the minority ports "veto power" over the island votes; Ms. Wilson said she was not sure.

Mr. Saltzberg asked, regarding the SQMS rollout, if Mr. Davis could estimate where the Authority stood in relationship to the recommendations contained in the comprehensive review of the Authority's operations performed by HMS Consulting, Glosten Associates and Rigor Analytics; Mr. Davis said it would have been preferable to get the SQMS completed a year ago, but it was put on hold due to COVID-19. He said he was pleased the Authority was moving forward with it. Mr. Saltzberg asked if the guides produced as part of the SQMS would be both hard copy and digital; Mr. Davis said they would.

At 12:29 p.m., Ms. Wilson entertained a motion to go into executive session to discuss and approve the minutes of the Authority's meeting in executive session on March 16, 2021, to discuss the Authority's strategy with respect to pending litigation; 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. These matters include:

- The litigation: "D.D.S. Industries, Inc., G&R Construction, Inc., and/or Berkley Insurance Company" Civil Action No. 1872CV00408, Barnstable Superior Court regarding Contract No. 16-2016, Construction of New Administrative Offices;
- The litigation: "In re: Woods Hole, Martha's Vineyard and Nantucket Steamship Authority;" Civil Action No. 17-cv-12473-NMG; U.S. District Court for the District of Massachusetts; and
- Negotiations with Teamsters Local 59 for a new collective bargaining agreement for the Authority's Maintenance employees.

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 Mr. Ranney – to discuss and approve the minutes of the Authority's meeting in executive session on March 16, 2021, to discuss the Authority's strategy with respect to pending litigation; 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	35 %	<hr/>
TOTAL	100 %	0 %

A TRUE RECORD

ROBERT F. RANNEY, Secretary

Documents and Exhibits Used at the
April 20, 2021, Meeting in Public Session of the
Woods Hole, Martha's Vineyard and Nantucket Steamship Authority

1. April 20, 2021, Meeting Agenda, posted April 15, 2021.
2. Video and audio recording announcement.
3. Statement regarding remote participation.
4. Minutes of the Board's March 16, 2021, meeting in public session (draft).
5. Minutes of the Board's March 24, 2021, meeting in public session (draft).
6. Minutes of the Port Council's April 7, 2021, meeting in public session (draft dated April 16, 2021).
7. Business Summary for the month of February 2021.
8. PowerPoint presentation, Business Summary – February 2021, dated, April 20, 2021.
9. PowerPoint presentation, Woods Hole Terminal Reconstruction Project update, dated April 20, 2021.
10. Two (2) photos of gravity structures in use at other marine facilities.
11. PowerPoint presentation, *M/V Governor* Dry Dock Thames Shipyard, undated.
12. Staff Summary #COMM 2021-02, Results of the 2021 Preseason Promotion for High-Speed Passenger Ticket Books, dated April 5, 2021.
13. Staff Summary #GM-757, Funding Provisions of the Enabling Act, dated April 15, 2021.
14. Email from Ed DeWitt regarding the April 22, 2021, meeting of the Falmouth Transportation Management Committee, dated April 13, 2021.
15. Senate docket No. 1733, An Act Relative to Municipal Equity in Steamship Authority Operations, presented by State Sen. Susan L. Moran, filed February 18, 2021.
16. Memorandum from Treasurer/Comptroller Mark K. Rozum regarding Steamship Authority employees and wages by town/county, dated April 15, 2021.
17. Staff Summary #A-660, Memorandum of Understanding with Cape Cod Regional Transit Authority, dated April 15, 2021.

18. Staff Summary #MO-2021-01, Contract No. 08-2021, Dry-Dock and Overhaul Services for the *M/V Gay Head*, dated April 15, 2021.
19. Staff Summary #GM-758, Woods Hole Terminal Design Change Order No. 144 to Contract No. 16-2017, dated April 16, 2021.
20. Staff Summary #GM-759, Woods Hole Terminal Design Change Order No. 145 to Contract No. 16-2017, dated April 16, 2021.
21. Staff Summary #MO-2021-02, Change Order No. 1 to Contract No. 12-2018, Supply and Deliver Two (2) MTU 12V4000 Short Block Assemblies and Associated “O” Rings, Bearings and Other Misc. Parts, dated April 15, 2021.
22. Statement to be read prior to going into executive session.