

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

The Meeting in Public Session

October 19, 2021

The Members of the Woods Hole, Martha's Vineyard and Nantucket Steamship Authority met on October 19, 2021, beginning at 9:33 a.m., in the first-floor lobby of the Authority's Oak Bluffs Terminal Building, 1 Seaview Avenue, Oak Bluffs. 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, following difficulties with connectivity at 9:37 a.m., joined the meeting at 9:45 a.m. during the presentation of the business summary); Secretary Robert F. Ranney of Nantucket; Robert R. Jones of Barnstable; and James M. Malkin of Dukes County.

Port Council Member Joseph E. Sollitto Jr., of Oak Bluffs 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 H. Amundsen; Reservations and Customer Relations Manager Angela C. Campbell; Woods Hole Reconstruction Project Manager William J. Cloutier; Director of Shoreside Operations Alison A. Fletcher; Director of Human Resources Janice L. Kennefick; Assistant Treasurer Courtney M. Oliveira; and Health, Safety, Quality and Environment Manager Angela M. Sampson. Mr. Cloutier participated via Zoom; other than Messrs. Davis and Kenneally, all other members of management participated in the meeting from the Authority's Administrative Offices, 228 Palmer Avenue, Falmouth, Massachusetts, via Zoom videoconferencing.

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 also making an audio and video recording of the meeting; Rich Saltzberg (representing the *Martha's Vineyard Times*) indicated he was making an audio recording of the meeting.

Remote Participation by All Members:

Ms. Wilson announced, pursuant to Section 20 of Chapter 20 of the Acts of 2021 and in line with social distancing guidelines followed during the COVID-19 pandemic, all Board Members were participating remotely in the meeting because their physical attendances would be unreasonably difficult. All Board Members participated in the meeting by the Zoom videoconferencing app 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 were taken by roll call vote.

Minutes:

IT WAS VOTED – upon a motion by Mr. Ranney, seconded by Mr. Malkin – to approve the minutes of the Board's September 30, 2021, meeting in public session as corrected.

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

Ms. Tierney was not present for the vote.

Port Council Report:

Mr. Sollitto reported the Port Council meeting included the following:

- A report on the August 2021 business summary
- Updates on current projects, including the Woods Hole Terminal Reconstruction Project, the Safety Quality Management System, the website redesign and the *M/V Martha's Vineyard* dry dock.
- Discussion on the number of trips that had been diverted this year from Oak Bluffs to Vineyard Haven.
- The proposed 2022 Operating Budget, which Mr. Sollitto said the Port Council voted to recommend to the Board.
- The 2022 reservation opening date timeline, which was presented for informational purposes only.

- A discussion on automobile traffic and the net number of cars on the islands this year versus prior years.

Mr. Sollitto also noted that Port Council President Edward C. Anthes-Washburn, of New Bedford, announced he will be resigning from the Port Council effective at the end of December.

Results of Operations:

Mr. Rozum reviewed the results of the August 2021 business summary via a PowerPoint presentation, which showed the Authority carried fewer passengers (down 19.0%), automobiles (down 2.3%) and essentially the same number of trucks than in the same month in 2019, which was the month used for the 2021 budget projections due to the COVID-19 pandemic in 2020. Year-to-date totals show the Authority has carried fewer passengers (down 13.4%), more automobiles (up 2.3%) and fewer trucks (down 0.9%) than expected in the 2021 operating budget.

Mr. Rozum said the Authority's operating income for August 2021 was approximately \$18,929,000 and the operating expenses were approximately \$9,717,000, for a net operating income for the month of some \$9,388,000, approximately \$69,000 lower than anticipated in the 2021 operating budget. Year-to-date net operating income was \$16,020,000, approximately \$4,067,000 above budget.

During the month of August 2021, the Authority's vessels were scheduled to make a combined 2,750 trips, of which four (4) were canceled for mechanical reasons on the Martha's Vineyard route and two (2) were canceled for mechanical reasons on the Nantucket route, he said.

Ms. Wilson asked where the Authority's parking facilities were located, other than in Barnstable and Falmouth; Mr. Rozum said there was one in Cataumet and a small facility at the Nantucket Terminal.

Ms. Wilson asked if the maintenance line item mentioned in the presentation was for vessel maintenance or all maintenance; Mr. Rozum said it was for vessel and facility maintenance and said he could provide more detail on those numbers in future presentations.

Woods Hole Terminal Reconstruction Project Marine Update:

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 \$13,584,133 (32% of the original contract price), and the total contract price of \$56,727,413, which is \$3,037,513 over the original waterside cost estimate.

Mr. Jones asked what the pavers on the passenger pier were set in; Mr. Cloutier said the base was asphalt, and a polymeric sand was used to set them in place and make the surface waterproof.

Mr. Davis noted the Authority has sent 169 community email updates for the project. He also said staff was working on a date for the next community input session on the landside portion of the project.

SQMS Status:

Ms. Sampson provided an update on the Safety Quality Management System (SQMS) project, stating the Authority's stakeholders were requiring the Support Operations Manual (SOM) and provided comments to the project's consultants from Safety Management Systems LLC (SMSLLC) for review. The SOM will remain in review until a finalized draft is produced, she said.

Mr. Malkin asked if the SQMS would include a section on routine maintenance to be done to vessels at the start of and during their trips; Ms. Sampson said both the Vessel Operating Manual and Terminal and Facilities Operating Manual will include sections on maintenance and operating checklists.

M/V Martha's Vineyard Dry Dock Status:

Mr. Amundsen provided an update on the dry docking of the *M/V Martha's Vineyard* at Thames Shipyard in New London, Connecticut, which is currently underway. Highlights of the project include steel renewal on the freight deck, the installation of a new oil purification system, replacement of the port shaft bearing, and an overhaul of the bow thruster. The project cost, with credits and change orders, is \$1,361,342. Mr. Ranney said, given how far ahead of time these projects are bid and budgeted, to come in under budget was an impressive feat.

Mr. Malkin asked to what extent the mechanical issues that affected vessels on the Vineyard route the prior weekend could have been picked up during a dry dock; Mr. Amundsen said the voltage regulator on the *M/V Sankaty* was replaced only a few years ago, and the failure of it was not something that could have been picked up during a preventative maintenance period. Mr. Amundsen said the *M/V Sankaty* has an outstanding record and the odds of two (2) vessels having mechanical problems at the same time are low and that the timing of the two (2) issues was unfortunate. Mr. Malkin said he thought the maintenance team was doing a “solid job” and that their record was well-established.

2022 Reservation Timeline:

Mr. Davis shared the proposed 2022 reservation timeline and noted that the Authority was again planning to split the internet general opening up by island so as to manage demand. The timeline is as follows:

- Head start (mail and internet only): January 11-17, 2022
- General opening (internet only) Nantucket: January 18-24, 2022
- General opening (internet only) Martha’s Vineyard: January 25-31, 2022
- Telephone opening: February 1, 2022
- Headstart transfer deadline date: May 15, 2022 or thirty (30) days prior to travel
- Fall opening: June 20, 2022
- Winter opening: October 24, 2022

Mr. Davis noted that, during both the Nantucket and Vineyard internet general opening periods, reservation office hours will be extended to provide support to the Authority’s internet/web customers. Office hours during this time period will be from 5 a.m. – 6 p.m. on the first day of each opening and 7 a.m. – 6 p.m. on the remaining days

Mr. Davis said staff were still working on a recommendation regarding 2022 Reservation-Only Days and Preferred Space Program allocations and would bring a recommendation to the Board at its next meeting.

Proposed 2022 Operating Budget:

Mr. Rozum and Ms. Oliveira presented the proposed 2022 Operating Budget, the highlights of which are as follows:

- No rate adjustments are recommended for 2022.
- The baseline for revenues is actual traffic statistics for the year ending August 31, 2021, with some adjustments made to reflect current traffic patterns.
- Operating revenues are forecast at \$123,699,399, operating expenses at \$119,653,202, other income at \$8,604,900, and other expenses at \$3,516,919, for a bottom line of \$9,134,178.
- The largest operating expense changes were in vessel fuel oil (up approximately \$2.2 million), payroll (up approximately \$2.1 million), pension and benefits (up approximately \$1.1 million), and maintenance expense (up \$620,000).
- Vessel dry-docks were budgeted at approximately \$5 million, with the *M/V Eagle*, *M/V Island Home*, *M/V Iyanough*, *M/V Katama*, and *M/V Nantucket* slated for work. Terminal, dolphin and dock repairs were budgeted at approximately \$3.7 million, up 2.2% from the 2021 budget.
- Operating revenue was projected to be up 1.9% for parking, 1.0% for freight and 0.3% for automobiles, and down 1.5% for passengers.

Mr. Malkin asked what element of the budget was of most concern to Mr. Rozum and Ms. Oliveira; Mr. Rozum said fuel costs, as well as supply chain concerns and shipyard costs given the overall concerns over inflation.

IT WAS VOTED – upon a motion by Mr. Malkin, seconded by Ms. Tierney – to approve the Proposed 2022 Operating Budget, as recommended in Staff Summary #A-665, dated October 13, 2021.

| <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> |
| TOTAL | 100 % | 0 % |

Contract No. 02-2021,
Redesign of the Steamship Authority's Website
and Development of a Mobile Application:

Mr. Davis said, on June 2, 2021, the Authority issued a Request for Proposal (RFP) for the redesign of the Steamship Authority's website and development of a mobile application. The RFP and all four (4) addenda issued were requested by and sent to forty-seven (47) firms.

Each proponent was required to submit a technical proposal, which was evaluated by the Authority on the basis of criteria other than price, and a separate financial proposal, including a proposed cost for an ongoing service contract, which was not opened by the Authority until after the proponents' technical proposals were evaluated, Mr. Davis said.

Proposals were due August 16, 2021, and sixteen (16) firms provided submissions. A project team, which included Mr. Driscoll, Mses. Fletcher and Campbell, Director of Information Technology Curt J. Van Riper, Director of Marketing Kimberlee J. McHugh, and Audit Manager Kelly E. Conrad, then evaluated the proposals individually on the basis of criteria other than price. The project team was assisted by Procurement Officer Peggy Nickerson and individuals from Regan Digital Studio and Pierce-Cote Advertising in its review, Mr. Davis said.

Mr. Davis said the project team met on two (2) occasions to review the proposals and discuss the merits of each. Following that process, three finalists were named: (1) ADK Group, (2) Imarc and (3) Velir. The financial proposals were then opened for all sixteen (16) firms. The Authority's budget for the project was \$2,000,000; the financial proposals for the finalists were as follows:

- | | |
|---------------|-------------|
| 1. ADK Group: | \$1,996,554 |
| 2. Imarc: | \$1,996,935 |
| 3. Velir: | \$2,155,000 |

Mr. Davis said the individuals evaluating the proposals collectively identified ADK Group as their top choice following a review of the financial information. Following the performance of due diligence, including reference calls and financial reviews of the company, the project team met again to confirm its choice for the most advantageous proposal for the Authority – that of ADK Group of Boston, Massachusetts.

Mr. Davis noted that approximately \$1,500,000 of the project would be funded by federal grants.

Ms. Tierney said she would like a detailed contract for the project given the Authority's experience with the Woods Hole Terminal Reconstruction Project and said a specialist in these types of projects should be retained to review the work agreement. Mr. Driscoll noted that Regan Digital Studio had been assisting with the development of the RFP; Ms. Tierney said she wanted a specialized outside counsel to work on the contract itself. Mr. Kenneally said he would investigate finding someone who works in that field. Ms. Tierney said she hoped it would be standard practice going forward to have such a review done for specialized projects.

Mr. Driscoll noted that the project team saw multiple examples of work from ADK Group that was analogous to what the Authority was going to do with its new website. The firm has a presence in Boston and, thus, has familiarity with the Authority, and was consistently at or near the top of the project team's individual rankings of proponents.

Mr. Jones said reviewing such proposals is a "tiresome, cumbersome" process and thanked the project team for their work. He said he gets irritated when proposals don't clearly answer the questions laid out in the RFP; Mr. Driscoll said, compared to some others, ADK Group's proposal was easy to read.

Mr. Ranney noted the proposal did not mention Nantucket at all; Mr. Driscoll assured him both islands would be fairly represented in the development process.

IT WAS VOTED – upon a motion by Mr. Malkin, seconded by Ms. Tierney – to authorize the general manager to award Contract No. 02-2021, Redesign of the Steamship Authority's Website and Development of a Mobile Application, to the most qualified bidder, ADK Group of Boston, Massachusetts, for a fixed price of \$1,996,554, on the condition that outside counsel specializing in website development design contracts be engaged to assist with the contract development and finalization, as recommended in Staff Summary #COMM-2021-04, dated October 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. 06-2021,
Solar Canopies at the Thomas B. Landers Parking Facility:

Mr. Davis said, in the summer of 2020, the Authority engaged the services of Jones Lang LaSalle (JLL) to conduct a feasibility study for a solar development project at the Thomas B. Landers Parking Facility. Following a due diligence review, JLL in their report dated October 5, 2020, and presented to the Members at their October 20, 2020, meeting. concluded:

- The site's physical conditions are suitable for solar development.
- The SMART (Solar Massachusetts Renewable Target) Program incentives are attractive to solar developers.
- Several developers with experience developing projects under the SMART Program are interested in developing the site.
- Annual rent to the Steamship Authority is estimated at \$175,000 to \$350,000.
- The project faces risk associated with the approval time and costs related to interconnection to the Eversource operated grid. Interconnection costs could be determined at the time.

Following the presentation of the feasibility study, staff solicited proposals from engineering firms to assist the Authority in the development of and evaluation of a Request for Proposals (RFP) for qualified vendors. Based upon its familiarity with similar RFPs issued by the Commonwealth and other municipalities for solar developments, staff engaged the services of Jacobs Engineering Group Inc. to assist in the next phase of this project, Mr. Davis said.

In May 2021, notices were published in local newspapers as well as on the Authority's website of the opportunity for firms to respond

to the RFP. A total of nineteen (19) potential bidders were sent or requested bid packages. A total of three (3) sealed bids were received as of the September 9, 2021, deadline. Staff, along with Jacobs Engineering, reviewed the proposals and on October 13, 2021, conducted a site review of a similar project that NextGrid developed in Kingston, Massachusetts. During that site review, clarification of questions raised during the review of NextGrid's proposal were addressed, Mr. Davis said.

Mr. Davis said NextGrid proposes and agrees to fully furnish and deliver all labor, materials, supplies and/or services within the time stated and in strict accordance with the contract documents with annual lease payments ranging from \$415,000 in Year 1 up to \$727,705 in Year 20 for an aggregate net present value total of \$8,941,635.05. In addition, NextGrid proposes to sell electricity/net metering credits to the Authority worth a net present value of \$654,057.33.

Mr. Davis then shared several concept drawings of the solar panels as they would be installed at the parking lot.

Mr. Jones asked if there were gutters on the panels or if rain would drop onto the cars; Mr. Davis said, typically, there are small gaps between the panels and that the lack of gutters or trim helps the panels work more efficiently. Mr. Davis noted the lot was not used in the wintertime, so snow barriers for the panels was not necessary.

Mr. Jones asked if the lease payments would be made directly to the Authority; Mr. Davis confirmed they would. Mr. Jones asked who would own the infrastructure; Mr. Davis said NextGrid would but included in the contractor agreement was a provision for the Authority to take ownership, should it choose to do so. Additionally, NextGrid is required to have a bond so, if the equipment needs to be removed, it can do so.

Mr. Jones noted this was a complicated field and asked several questions about the power purchase agreement, noting that he thought the rates per kilowatt hour cited in the agreement were conservative. He said he would like to see the power purchase agreement; Mr. Davis noted it was included in the Members' packets before the meeting.

Ms. Wilson asked if the project would be reviewed with the Town of Falmouth; Mr. Davis said it would be the responsibility of the contractor to work with the town building inspector.

Mr. Malkin said there are all sorts of regulatory, practical and operational hurdles to the project, and that the Members have to trust that the management team will have to do what's appropriate to make sure the project proceeds in a practical and fiscally responsible way.

Mr. Jones asked if 4,000,000 kWh was the Authority's total usage across all of its facilities and, if so, if that meant the Authority was purchasing all its power from NextGrid and that it can supply the Authority with power no matter what. Mr. Davis said that total was fairly close to the Authority's power usage for the mainland locations.

Ms. Wilson said she thought the project was a great idea but asked about prior flooding issues at the parking lot; Mr. Davis said when it was first built, there was a rain event that brought more rain than the permeable pavement could absorb. The issue was resolved with the installation of an underground pumping station.

IT WAS VOTED – upon a motion by Mr. Malkin, seconded by Mr. Ranney – to authorize the general manager to award Contract No. 06-2021, Solar Infrastructure Lease Opportunity Thomas B. Landers Road Parking Facility, to NextGrid Inc. & Madison Energy Partners of Bedford, Massachusetts, for a total contract price of \$9,595,692.38, subject to confirmation that NextGrid must utilize the subcontractors, project developer and construction supervisor as submitted, as recommended in Staff Summary #GM-766, dated October 15, 2021.

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

Ms. Tierney was not present for the vote.

Contract No. 14-2021,
Dry dock and Overhaul Services for the *M/V Island Home*:

Mr. Davis said the *M/V Island Home* is scheduled to enter shipyard availability from January 11, 2022, to February 24, 2022, to undergo a required U.S. Coast Guard hull exam, rudder, propeller and shaft maintenance, coating maintenance on underwater and superstructure areas, structural steel renewal of hull and main deck areas, bow thruster overhaul, bow and stern door overhauls, modification of the Marine Evacuation System Doors, as well as overhaul of the anchor windlass.

The 2022 Operating Budget estimate for the project, including the above mentioned items, was \$1,152,911. The discrepancies between the amounts projected in the 2022 Operating Budget and the bid results of Contract No. 14-2021 was an additional line-item cost for overhaul of bow and stern doors and bow thruster inspection and maintenance, Mr. Davis said. Drawings and specifications were sent to ten (10) shipyards; two (2) responsible bids were received, with Senseco Marine LLC of North Kingstown, Rhode Island, submitting the lowest eligible and responsible bid.

Ms. Tierney noted there was only an approximate \$100,000 difference between the two bids and asked if it would not be prudent to use Thames Shipyard, which the Authority has had a lot of good luck with, rather than Senesco, which the Authority had issues with regarding the mid-life refurbishment of the *M/V Martha's Vineyard*. Mr. Davis said the Authority has sent vessels to Senesco since that time, and their proposal met the requirements of the bid. Mr. Amundsen added that the Authority needs multiple companies performing its dry docks in the event that it has an emergency situation. He said the Authority's contract has been modified to increase the liquidated damages allowable, and he said he feels comfortable sending the vessel to Senseco for the work.

IT WAS VOTED – upon a motion by Mr. Ranney, seconded by Mr. Jones – to authorize the general manager to award Contract No. 14-2021, Dry Dock and Overhaul Services for the *M/V Island Home*, to the lowest eligible and responsible bidder, Senesco Marine LLC of North Kingstown, Rhode Island, for a total contract price of \$1,365,748, as recommended in Staff Summary #MO-2021-05, dated October 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. 15-2021,
Dry dock and Overhaul Services for the *M/V Iyanough*:

Mr. Davis said the *M/V Iyanough* is scheduled to enter shipyard availability from January 10, 2022, to February 15, 2022, to undergo a required U.S. Coast Guard hull exam, jet and shaft maintenance, interceptor ride control overhaul, coating maintenance on underwater and superstructure areas.

The 2022 Operating Budget estimate for the project, including the above-mentioned items, was \$649,771. The discrepancies between the amounts projected in the 2022 Operating Budget and the bid results were the removal of shipyard supply of the jet bearings to meet the dry dock dates, Mr. Davis said.

Drawings and specifications were sent to ten (10) shipyards; three (3) responsible bids were received, he said.

IT WAS VOTED – upon a motion by Mr. Jones, seconded by Mr. Ranney – to authorize the general manager to award Contract No. 15-2021, Dry Dock and Overhaul Services for the *M/V Iyanough*, to the lowest eligible and responsible bidder, Thames Shipyard and Repair Co. of New London, Connecticut, for a total contract price of \$566,659, as recommended in Staff Summary #MO-2021-06, dated October 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. 16-2021,
Oak Bluffs and Vineyard Haven Pile Wrap Project:

Mr. Davis said Waterfront Structural Consulting was contracted in both 2020 and 2021 to perform an underwater evaluation of the Oak Bluffs and Vineyard Haven terminals for a condition assessment and life extension recommendations. It was recommended that approximately forty-six (46) pilings in Oak Bluffs and four (4) pilings in Vineyard Haven be wrapped with high-density polyethylene material to mitigate the marine borer damage to the wooden pier pilings. The area at the base of the pilings is water-jetted two (2) feet below the mud line and the wrapping to be installed. Furthermore, in Vineyard Haven, one (1) piling was recommended to be encased in concrete and fifty-six (56) aluminum anodes to be installed on the steel pilings.

The 2021 Operating Budget estimate for repairs to the Vineyard Haven dolphins and docks was \$88,000 and to the Oak Bluffs pier was \$967,000, for a combined total of \$1,055,000. Mr. Davis noted there is a difference of \$364,524 between the contract and budget price; the differential was due to an expanded scope of work to be performed.

Drawings and specifications were sent to twenty-two (22) companies; five (5) responsible bids were received, he said. Mr. Davis noted this work was being accelerated into the fall to take advantage of better weather.

Mr. Ranney said he had never heard of this before but said it sounded like a great idea. Mr. Amundsen said it was a preventative maintenance tactic to extend the life of the piles and deprive the marine borers in the pilings of oxygen. Mr. Jones asked if similar work had been done at Oak Bluffs recently; Mr. Amundsen said new pilings were installed there, but this work was going to be performed on the other pilings that were in satisfactory conditions.

Ms. Wilson asked how long the remediation would work; Mr. Amundsen said it immediately stops the oxygen from being provided to the wood bores. The overall life expectancy of the wood pilings is approximately fifty (50) years, he said. Mr. Davis noted staff would be examining future needs at the terminals, including transfer bridge replacement and other decking issues.

Ms. Wilson asked if there was any environmental impact from the work; Mr. Amundsen said the projects will be reviewed by the local conservation commissions, but he did not believe there would be any environmental effects.

IT WAS VOTED – upon a motion by Mr. Jones, seconded by Ms. Tierney – to authorize the general manager to award Contract No. 16-2021, Oak Bluffs and Vineyard Haven Pile Wrap Project, to the lowest eligible and responsible bidder, Coastal Marine Construction LLC of Stoughton, Massachusetts, for a total contract price of \$1,419,524, as recommended in Staff Summary #MO-2021-07, dated October 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 | <u>35 %</u> | <u> </u> |
| TOTAL | 100 % | 0 % |

Contract No. 17-2021,
Hyannis Terminal Roof Replacement Project:

Mr. Davis said the project consists of replacing 7,710 square feet of asphaltic roof shingles at the Hyannis Terminal and its underlayment with associated flashings. The existing zinc-coated drainage troughs shall remain but be repaired and reused for the new asphaltic roof system. The project also includes the replacement of 600 linear feet of fascia/cornice trim.

The “house doctor” architects, preselected by the Commonwealth’s Designer Selection Board, estimated the project cost to be \$525,000. This project was originally scheduled to be performed in 2020, at an estimated cost of \$270,000, but was deferred due to the impacts of COVID-19, Mr. Davis said.

Drawings and specifications were sent to nine (9) companies; five (5) responsible bids were received, he said.

IT WAS VOTED – upon a motion by Mr. Jones, seconded by Ms. Tierney – to authorize the general manager to award Contract No. 17-2021, Hyannis Terminal Roof Replacement Project, to the lowest eligible and responsible bidder, Capeway Roofing Systems Inc. of Westport, Massachusetts, for a total contract price of \$522,000, as recommended in Staff Summary #MO-2021-08, dated October 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. 62 for Contract No. 09B-2012,
Final Design and Construction Administration Services:

Mr. Davis said the Contract for Final Design and Construction Administration Services (the Contract) acknowledged that there was no

reasonable basis upon which to establish what BIA.studio's fee should be for its construction administration phase services during the reconstruction of the Woods Hole Terminal after Phase 1 of the project. In addition, under Section 7 of the Contract, BIA.studio is entitled to be reimbursed for the cost of retaining testing laboratories and field inspectors, which is required under Section 3.15 of the Contract, to ensure the quality of the pile driving and other structural construction at the project. Accordingly, the parties have reviewed, negotiated and agreed to the estimated amounts of BIA.studio's construction administration phase services each year since December 2017, when the waterside terminal reconstruction contract was awarded.

Mr. Davis said, at their meeting in January 2021, the Members authorized the general manager to execute Change Order No. 57 for contract No. 09B-2012 for a total fixed cost of \$885,321, as recommended in Staff Summary No. GM-753. That payment covered the fee for BIA.studio's construction administration phase services for the period from January 2021 through September 2021. Change Order No. 62 seeks the approval of BIA.studio's construction administration services estimate for the period from October 1, 2021, to February 28, 2022, which is the anticipated date that the waterside construction work (Phase 4) will have been completed and closed out. This estimate includes BIA.studio's service estimate and all the engineering subcontractor's estimates. It also includes the estimated cost for the testing laboratories and field inspectors required under Section 3.15 of the Contract.

IT WAS VOTED – upon a motion by Mr. Jones, seconded by Mr. Ranney – to authorize the general manager to execute Change Order No. 62 for Contract No. 09B-2012, Contract for Final Design and Construction Administration Services, with BIA.studio for a total fixed cost of \$398,500 to cover its construction administration phase services, including inspection and testing services, for the period from October 1, 2021, to February 28, 2022, as recommended in Staff Summary #GM-765, dated October 14, 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 % |

Request for Authorization to Purchase Jet Drive Replacement Parts for the *M/V Iyanough* from Kraft Power Corp.:

Mr. Davis said the *M/V Iyanough* will be dry docking at Thames Shipyard during the first quarter of 2022; the parts required are for the rebuild of three (3) Hamilton jet drives scheduled for this time period. The 2022 Operating Budget estimate for parts was \$135,000. He noted the Kraft Power Corp. is the sole regional source for the parts.

IT WAS VOTED – upon a motion by Ms. Tierney, seconded by Mr. Malkin – to authorize the general manager to purchase replacement parts for the *M/V Iyanough* jet drives from Kraft Power Corporation of Woburn, Massachusetts, for a total price of \$133,923.52, as recommended in Staff Summary #MO-2021-09, dated October 19, 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 % |

Long-Range Vineyard Transportation Task Force:

Mr. Davis said, earlier in the month, he had the opportunity to meet with the new executive director of the New Bedford Port Authority and discussed with him the possibility of participating in the Long-Range Vineyard Transportation Task Force. But the issue before the Members was raised by a member of the

Task Force, John Cahill of Tisbury, who suggested that the Falmouth Economic Development & Industrial Corp. (EDIC) be granted membership onto the task force. Mr. Davis noted it may make some sense given that the Task Force will be asked to help staff develop a Request for Proposals (RFP) for off-Cape freight service.

Mr. Malkin said, as he had noted in the past, both the Vineyard and Falmouth share concerns over growth and conservation and given the fact that the Authority was going to be looking to develop the RFP, it made sense to get someone in an economic development capacity onto the Task Force.

Mr. Jones said he does not necessarily like the idea of the Task Force putting together the RFP as that should be the job of the Board. He said the Members act on recommendations that come from management, but he does not understand where the Task Force fits into that equation. He said if the Authority was going to throw the responsibility of developing an RFP to a citizens group then one needs to be established for Nantucket and Hyannis as well.

Mr. Malkin said he believed the Task Force's role was to make suggestions to management, then management will evaluate those suggestions and determine what is appropriate before bringing recommendations to the Port Council and the Members. Mr. Davis confirmed this and said the Task Force will be used for ideas on how to best structure the RFP. He said he anticipated bringing the RFP to the Port Council and Board for input before issuing it, but the Task Force would be assisting management by being able to contribute their vision for the service.

Mr. Jones said that was fine, but it may have too much of an emotional component to it and not enough understanding of the Authority's finances. Ms. Wilson noted the Task Force was made up of a number of people who are representatives of the respective town's governing bodies and is not a random group of people, so adding someone from the Falmouth EDIC seems appropriate. Ms. Wilson said the discussions have been focused and that the Members get the benefit of the Task Force working through issues before the questions come to the Board. Mr. Malkin noted the Port Council also stated it would vet any proposal that would come from the Task Force before it came to the Board.

IT WAS VOTED – upon a motion by Mr. Ranney, seconded by Mr. Malkin – to expand the Long-Range Vineyard Transportation Task Force to include a representative from the Falmouth Economic Development & Investment Corp.

| <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 and New Business:

Mr. Davis noted that, when the Port Council and Board voted in September to approve the 2022 Summer and Fall Operating Schedules for the Vineyard route, the January 5, 2022-March 29, 2022 schedule had either the *M/V Island Home* or *M/V Nantucket* running on the schedule; there will be a period after February 5, 2021, where both vessels are unavailable due to their repair schedules, so the *M/V Woods Hole* will run in their place.

Mr. Malkin noted there were mechanical issues on the past Saturday and Sunday (October 16, 2021, and October 17, 2021) that affected a lot of people traveling to and from the Vineyard. He said he asked Mr. Davis to share the proactive communication the Authority made with customers, as it was clear some people either did not hear or did not know how to react to the information.

Mr. Davis then shared the following:

- On Saturday evening, a travel advisory was posted to the Authority's website and to those individuals who signed up for travel alerts. The advisory specified which trips on Sunday morning would be affected. Approximately 8,300 emails were sent at 11:15 p.m., he said.
- Seventeen (17) trip alerts for individual cancellations were also sent out, in each case to approximately 8,200 email addresses.
- Advisories were posted on the Authority's Facebook and Twitter accounts on Saturday night and Sunday.

Mr. Davis said customers who did not sign up for travel alerts or follow the Authority on social media may not have received the messages, but he said a fair number of emails and text message alerts were sent out.

Mr. Ranney noted that, in these circumstances, part of the issue was having consistent messaging coming from the workers at the terminals. He said

he has seen it from time to time and that he does not know how to get everyone on the same page. Mr. Malkin concurred and said he understands how difficult it is to try and provide answers when there are none, but there needed to be consistent messaging coming from the front-line workers.

Ms. Wilson asked for details as to the Authority's chain of communications; Mr. Davis said Mr. Driscoll gets involved in the process early on to put together what messaging needs to go out and added one of the goals of the new website and mobile app is to push the message out to a wider audience. Ms. Fletcher added that ticket sellers can post delays and cancellations, and that she contacts the agent on duty and sends emails to others who need to know what is going on.

Mr. Malkin noted that customers needed to know they could talk to terminal managers if they had special needs during such a situation; Ms. Fletcher said she was looking into several situations that had been mentioned in local media but as of right now none of the agents reported being approached with those details.

Public Comment:

Suzanne Kuffler noted 642 individuals had signed a petition regarding the Authority's terminal project and said the Members should have been provided a copy in their packets.

Mr. Saltzberg asked what the utility of the hatch that failed on the *M/V Katama* was and what on the hatch failed; Mr. Amundsen said the support ring on the hatch failed due to the weight of a truck that drove over it. Mr. Amundsen said the vessel was still at the Authority's Fairhaven maintenance facility and would return to service in the next day or so. In response to a further question from Mr. Saltzberg, Mr. Amundsen said the hatches are inspected as part of the statutory requirements of the dry-dockings every two (2) years.

Regarding the *M/V Sankaty*, Mr. Amundsen said a manual voltage regulator failed. He said it was a relatively new component and that the Authority had a spare in its stores.

Mr. Saltzberg then asked about the anodes to be installed at the Vineyard Haven Terminal; Mr. Amundsen said they were needed because of the combination of wood pilings and steel pilings for the dolphins. In response to a further question from Mr. Saltzberg, Mr. Amundsen noted the vessels have their own anodes.

At 12:00 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 September 30, 2021; to discuss the Authority's strategy with respect to collective bargaining matters and security matters because a public discussion of these matters may have a detrimental effect on the Authority's negotiating and bargaining positions. These matters include:

- Anticipated and Ongoing Negotiations with the unions (Teamsters Union Local No. 59, SEIU Local 888 and MEBA) and all the Authority's represented employees; and
- A Memorandum of Understanding with the United States Coast Guard.

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 reconvene in public.

IT WAS VOTED – upon a motion by Ms. Tierney, seconded by Mr. Malkin – to enter into executive session to discuss and approve the minutes of the Authority's meeting in executive session on September 30, 2021; and to discuss the Authority's strategy with respect to collective bargaining matters and security 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> |
| TOTAL | 100 % | 0 % |

The Board Reconvenes in Public Session:

At 12:41 p.m., the Board reconvened in public session. All five (5) Members were present, as were Messrs. Davis, Rozum, Kenneally, and Driscoll.

Video and Audio Recording of Today's Meeting:

Ms. Wilson announced Mr. Driscoll was also making an audio and video recording of the meeting; Rich Saltzberg (representing the *Martha's Vineyard Times*) indicated he was making an audio recording of the meeting.

Remote Participation by All Members:

Ms. Wilson announced, pursuant to Section 20 of Chapter 20 of the Acts of 2021 and in line with social distancing guidelines followed during the COVID-19 pandemic, all Board Members were participating remotely in the meeting because their physical attendances would be unreasonably difficult. All Board Members participated in the meeting by the Zoom videoconferencing app 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 were taken by roll call vote.

Ratification of Agreement with Teamsters Local No. 59:

IT WAS VOTED – upon a motion by Mr. Malkin, seconded by Mr. Ranney – to ratify the tentative collective bargaining agreement with Teamsters Union Local No. 59 governing the terms and conditions of employment for the Authority's Licensed Deck Officers.

| <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 % |

Public Comment:

Mr. Saltzberg asked if the Members could discuss the Memorandum of Understanding with the U.S. Coast Guard that was included on the Executive Session agenda; Ms. Wilson said the matter was not discussed due to technical difficulties during the meeting.

At 12:46 p.m., Ms. Wilson indicated she would accept a motion to adjourn.

**IT WAS VOTED – upon a motion by Mr. Malkin, seconded
by Ms. Tierney – to adjourn the meeting in public session.**

| <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 % |

A TRUE RECORD

ROBERT F. RANNEY, Board Secretary

Documents and Exhibits Used at the
October 19, 2021, Meeting in Public Session of the
Woods Hole, Martha's Vineyard and Nantucket Steamship Authority

1. October 19, 2021, Meeting Agenda, posted October 15, 2021 (revised October 18, 2021).
2. Video and audio recording announcement.
3. Statement regarding remote participation.
4. Minutes of the Board's September 30, 2021, meeting in public session (draft).
5. Minutes of the Port Council's October 6, 2021, meeting in public session (draft dated October 15, 2021).
6. PowerPoint presentation, Business Summary – August 2021, dated October 19, 2021.
7. Business Summary for the month of August 2021.
8. PowerPoint presentation, Woods Hole Terminal Reconstruction Project update, dated October 19, 2021.
9. PowerPoint Presentation, *M/V Martha's Vineyard* 2021 Dry Dock, Thames Shipyard and Repair Co., undated.
10. Staff Summary #RCR-2021-01, Proposed 2022 Reservations Opening Dates, dated October 18, 2021.
11. PowerPoint Presentation, 2022 Proposed Operating Budget, dated October 19, 2021.
12. Staff Summary #A-665, Proposed 2022 Operating Budget, dated October 13, 2021.
13. Staff Summary #COMM-2021-04, Contract No. 02-2021, Redesign of the Authority's Website and Development of a Mobile Application, dated October 15, 2021.
14. Staff Summary #GM-766, Contract No. 06-2021, Solar Infrastructure Lease Opportunity, Thomas B. Landers Road Parking Facility, dated October 15, 2021.
15. Three (3) conceptual drawings of solar panels at Thomas B. Landers Road Parking Facility.

16. Staff Summary #MO-2021-05, Award Contract No. 14-2021, Dry Dock and Overhaul Services for the *M/V Island Home*, dated October 15, 2021.
17. Staff Summary #MO-2021-06, Award Contract No. 15-2021, Dry Dock and Overhaul Services for the *M/V Iyanough*, dated October 15, 2021.
18. Staff Summary #MO-2021-07, Award Contract No. 16-2021, Oak Bluffs and Vineyard Haven Pile Wrap Project, dated October 15, 2021.
19. Staff Summary #MO-2021-08, Award Contract No. 17-2021, Hyannis Terminal Roof Replacement Project, dated October 15, 2021.
20. Staff Summary #GM-765, Change Order No. 62 to Contract No 09B-2012, dated October 14, 2021.
21. Staff Summary #MO-2021-09, *M/V Iyanough* Jet Drive Parts, dated October 19, 2021.
22. Statement to be read prior to going into executive session.