

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

The Meeting in Public Session

July 15, 2025

The Members of the Woods Hole, Martha's Vineyard and Nantucket Steamship Authority met at 10:00 a.m. Tuesday, June 17, 2025, in the Select Board meeting room at Oak Bluffs Town Hall, 56 School Street, Oak Bluffs, Massachusetts. All five (5) Members were present: Chair James M. Malkin of Dukes County; Vice Chair Peter J. Jeffrey of Falmouth; Secretary Moira E. Tierney of New Bedford; and Members Robert F. Ranney of Nantucket and Robert R. Jones of Barnstable. Ms. Tierney participated via Zoom videoconferencing.

Port Council Chair Nathaniel E. Lowell of Nantucket participated in the meeting via Zoom, and Port Council members John F. Cahill of Tisbury and Joseph E. Sollitto Jr. of Oak Bluffs were present. The following staff members also present: General Manager Robert B. Davis; General Counsel Terence G. Kenneally; Treasurer/Comptroller Mark K. Rozum; Chief Operating Officer Mark H. Amundsen; Communications Director Sean F. Driscoll; Director of Shoreside Operations Alison A. Fletcher; Director of Human Resources Janice L. Kennefick (who participated via Zoom); Director of Information Technologies Stephen M. Colman; Creative and Marketing Specialist Sheila Corcoran; and Computer Technician Shawn R. Cameron.

Video and Audio Recording of Today's Meeting:

Mr. Malkin announced Mr. Driscoll was making an audio and video recording of the meeting; Louisa Hufstader (representing the *Vineyard Gazette*), Kaie Quigley (representing the Nantucket *Inquirer and Mirror*); and Eunki Seonwoo (representing the *Martha's Vineyard Times*) indicated they were making audio recordings of the meeting.

Statement Regarding Remote Participation:

Mr. Malkin announced that, pursuant to Section 20 of Chapter 20 of the Acts of 2021, as amended, Ms. Tierney was participating in the meeting remotely

because her physical attendance would be unreasonably difficult. Ms. Tierney participated in the meeting by the Zoom videoconferencing app and all members would be clearly audible to each other.

As a result of the remote participation, any and all votes taken by the Members shall be by roll call vote, he said.

Minutes:

IT WAS VOTED – upon a motion by Mr. Ranney, seconded by Mr. Jeffrey – to approve the minutes of the Board’s June 17, 2025, meeting in public session.

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

Port Council Report:

Mr. Lowell provided the following updates on the Port Council’s July 1, 2025, meeting:

- Project updates on the *M/V Monomoy*.
- An update on the Woods Hole Terminal Reconstruction Project.
- A performance update on the *M/V Aquinnah*.
- The proposed 2026 Operating Schedule, a vote on which was deferred until August 2025.
- A request to spend up to \$2,500,000 to purchase electric shuttle buses, which the Port Council voted to recommend to the Board.
- The April 2025 business summary.
- A request to reappoint RSM US LLP as the Authority’s independent auditors for the years 2025 and 2026, which the Port Council voted to recommend to the Board.

M/V Monomoy status:

Mr. Amundsen shared a presentation reviewing the progress of the *M/V Monomoy* conversion at Alabama Shipyard. Recent milestones included preservation of the anchor chain; installation of the rescue boat davit; installation of the thrusters; steel renewal; fitting of the skeg extension, and the beginning of the installation of the bridge console. The vessel is scheduled to be undocked August 26, 2025, with stability testing scheduled for August 29, 2025.

Woods Hole Terminal Reconstruction Project:

Mr. Davis shared a presentation reviewing the progress of the Woods Hole Terminal Reconstruction Project. Recent milestones at the terminal building included the installation of subfloor sanitary drains, electrical conduit, and the roof vapor barrier. Progress at the utility building included installation of the exterior copper cladding, second-floor windows, mechanical equipment, and flooring insulation. The siding and roofing on the new traffic booth is also complete.

Mr. Jeffrey said his understanding was that construction would be limited to the interior of the terminal and utility buildings, but work has been ongoing on the roof and copper cladding. He asked the status of that work and what other exterior work would be done through the summer. Mr. Davis said work has been limited to the footprint of the work zone, which would have been the same regardless of what work was done on the building as trenching was being done to route utilities at the site. Lian Davis, architect with BIA.studio, said work outside of the fence line is completely restricted, and no utility work or geothermal work is occurring during the summer.

Messrs. Jeffrey and Malkin said messaging about the project was muddled and that communications needed to be more precise. Mr. Davis said that the confusion on the interior of the building versus the interior of the work zone falls on him.

Mr. Davis and Lian Davis then reviewed a brief history of the project from its start in 2013, including a review of the dozens of community meetings held during the conceptual and design phases. They also reviewed updates made at the request of the Falmouth Department of Public Works to the terminal's border with Luscombe and Railroad avenues and the interaction between bicycles, vehicles, and pedestrians. Mr. Lian Davis noted the design was not finalized and that additional revisions are anticipated.

Mr. Jeffrey noted there was no provision on the plans for rideshare and taxi pickup and drop off areas. Mr. Lian Davis noted there was area adjacent to the bicycle parking that was dedicated for a pickup and drop off area, including for rideshares and taxis. Mr. Davis added that a second traffic booth would be installed at the base of Cowdry Road to help better facilitate traffic coming onto the site.

Mr. Davis noted that the new reservation system may make it possible to use license plate recognition to check customers in; Mr. Jeffrey said he hoped the Authority could move to geofencing.

Mr. Malkin said it was important to point out that the project has been ongoing since 2013 and that, at one point, the news reports presented showed that Falmouth residents were comfortable with what the Authority was doing. People change opinions but the project has been a long, ongoing process with a tremendous amount of community input, and the project needs to be finished.

Woods Hole Terminal Traffic Mitigation & Safety Measures:

Mr. Davis and Director of Shoreside Operations Alison Fletcher shared an update on traffic and safety mitigation measures taken at the Woods Hole Terminal site, including the following:

- Created and/or repainted pedestrian crosswalks.
- Designated a new pick up and drop off area.
- Created more separation from pedestrian zones and vehicles.
- Segregated the bike path on Steamship Authority property from vehicle lanes.
- Added a golf cart to assist mobility challenged customers.
- Increased staffing levels to assist in directing customers.
- Limited the intercity buses to one from each carrier at a time,
- Designated a location for the Cape Cod Regional Transit Authority bus.
- Increased use of the back traffic booth.
- Planned repositioning of the entrance booth.
- Installation of additional wayfinding signs.
- Use of additional police details.

In addition to these physical measures, the Authority has ramped up customer communications to include the following:

- Inclusion of “no standby” messaging in the weekly terminal project update eNews.

- Modification of reservation confirmations to include more detailed arrival information.
- Sending emails one day before travel to all customers regarding arrival times.
- Website banner advising no parking available at the terminal.
- Updating variable message signs on MacArthur Boulevard to reflect no parking at the terminal.
- Redesign of the sign at Palmer Avenue regarding no ferry parking.

Mr. Jeffrey noted the Falmouth Select Board had invited Mr. Davis to attend a meeting to discuss traffic mitigation and safety measures, and he thanked Mr. Davis and staff for attending. He said it was clear to him that the Authority needed to enhance its communications, especially with the Falmouth Police Department's traffic division. He said he would urge the Authority to meet further with police and town officials and to try and widen the bike path to ten (10) feet as suggested at the meeting.

Mr. Malkin said both he and Mr. Jeffrey have spent quite a bit of time at the Woods Hole Terminal and that what they have observed is the same thing that is dealt with every summer—namely, customers trying to get on an earlier ferry and then circling the area until they try again. He said increased communication and involvement with the town will help, but this is not a new problem, but the construction creates more and more need for improved communication and a better response from the public.

Mr. Davis said he did speak with Sgt. Oliver of the Falmouth Police Department after the meeting and invited him to do a site visit, as well as reviewed some possible technology to improve the check-in process. He thanked the terminal staff for dealing with an evolving situation and processing as many people as they do. Mr. Malkin said some handle it better than others and additional training may be needed, especially in the afternoon.

M/V Aquinnah Performance Update:

Mr. Amundsen provided an update on the performance of the *M/V Aquinnah*, stating the vessel's average speeds have fallen within expected parameters. The vessel loading and unloading times have improved and he expects those to continue to shorten as crews and terminal personnel become more familiar with the vessel.

Results of Operations:

Mr. Rozum reviewed the results of the May 2025 business summary via a PowerPoint presentation, which showed the Authority carried fewer passengers (down 0.3%), more vehicles under twenty (20) feet (up 0.6%) and fewer freight trucks over twenty (20) feet (down 3.9%) than in the same month in 2024. Year-to-date figures show the Authority has carried more passengers (up 1.2%), more vehicles under twenty (20) feet (up 1.5%) and fewer freight trucks over twenty (20) feet (down 0.7%) compared to the same time period in 2024.

During the month of May 2025, the Authority's vessels were budgeted to make a combined 2,350 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.

In May 2025, the Authority's operating revenue was approximately \$14,344,000, and its operating expenses were approximately \$11,345,000, that, when combined with other income and income deductions, resulted in a net operating income of \$3,025,000, about \$969,000 less than budgeted, he said.

Preliminary traffic data for June 2025 shows that the Authority carried more passengers (up 0.4%) and fewer vehicles of all sizes (down 1.9%), he said.

RSM Engagement

Mr. Rozum then asked for approval to reappoint RSM US LLP as the Authority's independent auditors for the years 2025 and 2026. The proposed fee for fiscal year 2025 of \$160,000 and \$165,000 for 2026 includes both the annual audit, as well as a Circular No. A-133 Audit.

Mr. Jeffrey said he noted the last time this went out for an RFP was thirteen (13) years ago, and while he was not opposed to the matter from a procurement standpoint, he asked at what point an RFP should be issued again. Mr. Rozum noted that, if a new auditor was brought in, it would take considerable resources to redevelop the methodology and terminology used during the process. That would consume significant resources in the department at a time when the reservation system project will be ongoing.

Mr. Jeffrey asked at what point the state would require the Authority to solicit potential firms; Mr. Kenneally said typically that service contracts should be reviewed every six (6) years but given the situation he agreed with Mr. Rozum's suggestion to renew with RSM.

Mr. Davis said one of the benefits of RSM is the size of the firm, which allows for essentially a different team every few years, so the Authority gets the benefit of a fresh perspective each year while still having continuity in the auditing process.

IT WAS VOTED – upon a motion by Mr. Ranney, seconded by Ms. Tierney – to reappoint RSM US LLP as the Authority's independent auditors to provide a comprehensive financial audit and related services for the fiscal year ending December 31, 2025, for a total fee of \$160,000 and for the fiscal year ending December 31, 2026, for a total fee of \$165,000 (or \$143,900 and \$148,500, respectively, if no single audits are required), as proposed in Staff Summary #A-715, dated July 7, 2025.

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

Request for Authorization to Purchase Two (2) New Electric Shuttle Buses:

Mr. Davis said staff is seeking to continuing the bus replacement program with additional electric buses. The Authority will be looking to join a state contract as well as identify grant money to help with the purchase of these new buses. Currently staff is estimating the cost to not exceed \$2,500,000.

Currently, the Authority operates twenty-eight (28) buses and of those buses seven (7) are electric, Mr. Davis said. Staff will continue to work on a replacement plan of two (2) buses a year, replacing them with electric or hybrid buses. It should also be noted that the Authority has purchased two (2) hybrid buses for the Hyannis route and delivery is expected shortly.

Mr. Jones asked if the buses were forty (40) feet long; Mr. Davis said these would be, but the hybrid buses would be thirty-five (35) feet long. Mr. Davis noted the electric buses could not make the turns in Hyannis, which is why they are not in service on that route. Mr. Jones said he wants electric buses in Hyannis.

IT WAS VOTED – upon a motion by Mr. Jones, seconded by Ms. Tierney – to authorize the general manager to purchase two (2) 40-foot low floor electric transit buses from the lowest responsible vendor for a cost not to exceed \$2,500,000, as proposed in Staff Summary #SO-2025-08, dated July 11, 2025.

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

Request for Authorization to Execute Change Order No. 1
to Purchase Order No. 41061 with AGM Marine Contractors Inc.:

Mr. Davis said, on April 5, 2025, the *M/V Eagle* had an allision with the No. 3 approach dolphin at the north slip at the Nantucket Terminal. The reaction block dislodged from the steel pilings and dropped to the sea floor in the north slip.

A purchase order was issued to AGM Marine Contractors (AGM) to perform a survey of the underwater pilings and the reaction block and fender under Emergency Purchase Order PO0041061 for \$32,628.03. The reaction block and fender required immediate removal as it was blocking access to the Nantucket Terminal north slip, he said.

During the underwater survey, it was determined that the steel pilings and fender were in good order. AGM removed the fender from the reaction block underwater prior to the block removal to prevent damage to the fender while salvaging the block. It was imperative to reuse the existing fender, he said.

AGM performed an underwater pick of the reaction block with an estimated weight of approximately sixty (60) tons. AGM, upon retrieving the reaction block, transported it to New Bedford for demolition. A 550-ton crane was required to pick the block off the AGM barge at New Bedford, and the block was subsequently demolished and disposed, he said.

AGM issued an invoice for \$296,438.46 for all work performed. Good-faith negotiations took place, and a credit was issued for \$97,938.46, bringing the total invoice to \$198,500.

The additional work by AGM Marine Contractors, Inc. included removal of the fender, salvaging of the reaction block located on the seabed, transport of the block to New Bedford to be removed from the barge including demolition and disposal.

IT WAS VOTED – upon a motion by Mr. Ranney, seconded by Ms. Tierney – to authorize the general manager to execute Change Order No. 1 for the emergency removal of the reaction block from Nantucket north slip approach dolphin No. 3 to AGM Marine Contractors Inc. of New Bedford, Massachusetts, for \$165,871.97, as proposed in Staff Summary # MO-2025-04, dated July 15, 2025.

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

Update from General Manager Search Committee:

Mr. Malkin provided an update on the General Manager Search Committee. He said the committee members have been working well with executive search firm Faststream and the firm expects to present a list of candidates to them in late July. The first round of interviews would commence in an executive session of the committee before at least two (2) finalists are passed on to the Board for consideration.

Mr. Jones noted the final interviews will be conducted by the entire Board and in open session.

Update from IT Executive Steering Committee:

Mr. Jeffrey presented an update on the IT Working Group, stating the group expects to meet this week to review the kickoff activities with E-Dea SPA of Napoli, Italy, with agenda items including project management support. Work is ongoing on business rules and change implementation, which will be the “most exciting” part of the project but the heaviest lift.

Mr. Rozum said the project team is working on setting up focus groups and Mr. Kenneally is working on the contract review.

Mr. Malkin noted that good work was being done and thanked everyone for their time and efforts, but he noted the initial invitations to the focus group were lacking in specificity so a better job must be done on communications.

Old and New Business:

Mr. Malkin asked if grant funding was available for the new buses; Mr. Davis said the Authority would be seeking opportunities.

Public Comment:

Mr. Malkin noted that public comment was valuable and useful when it's factual, but it is not helpful when it includes personal attacks. He said public comment is welcome, but he would like it limited to three (3) minutes per speaker.

Jonathan Chatinover asked if the staging area in Woods Hole would still be a two-direction road in the future. Mr. Amundsen said two (2) lanes would be accommodated in the future but there would still be outbound traffic. Mr. Jeffrey noted that Cowdry Road was town property and is an access point to the Juniper Point neighborhood and the U.S. Coast Guard station. Mr. Chatinover noted that if the Authority's portion of the road was inbound only and all the traffic left via Railroad Avenue it would improve the situation.

Christine Todd, chair of the Dukes County Commission, thanked the Authority for coming to Oak Bluffs and said everyone can do a better job of increasing and improving communication.

Via Zoom, Amy Cody said there were still two (2) main buckets that needed improvement: public perception and communication, highlighting the

miscommunication about the work at Woods Hole and the focus groups as examples. She also said the short-term parking spaces in Woods Hole are not being used and wanted more detail on how that would be handled; Mr. Davis said he would be meeting with Sgt. Oliver on that point.

Via Zoom, Nat Trumbull encouraged the Members to watch the recording of the public hearing on the 2026 operating schedule to get a sense of Falmouth's view on the matter. He said the new vessels warrant a review of the schedule and that the town "asks for so little" that it was time to end trucks on the 5:30 a.m. trip.

Mr. Driscoll noted he had received a comment from Catherine Bumpus via email encouraging the Members to read the article presented in the Woods Hole Terminal presentation, as the content was not as positive as the headline.

At 11:43 a.m., Mr. Malkin asked for a motion to go into executive session to discuss and review the minutes of the Authority's meeting in executive session on June 17, 2025, and to discuss the Authority's strategies with respect to contract negotiations with nonunion personnel because a public discussion of these matters may have a detrimental effect on the Authority's bargaining position. These matters include:

- The Authority's employment contract with General Manager Robert B. Davis.

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, the Board will not reconvene in public.

IT WAS VOTED – upon a motion by Mr. Ranney, seconded by Mr. Jeffrey – to enter into executive session to review the minutes of the Authority's meeting in executive session on June 17, 2025, and to discuss the Authority's strategies with respect to contract negotiations with nonunion personnel.

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

The Board reconvenes:

At 1:15 p.m., the Board reconvened in public session.

Four (4) Members were present: Chair James M. Malkin of Dukes County; Vice Chair Peter J. Jeffrey of Falmouth; Secretary Moira E. Tierney of New Bedford; and Members Robert F. Ranney of Nantucket and Robert R. Jones of Barnstable. Ms. Tierney was not present for this portion of the meeting.

The following staff members were present: General Manager Robert B. Davis; General Counsel Terence G. Kenneally; Treasurer/Comptroller Mark K. Rozum; Chief Operating Officer Mark H. Amundsen; Communications Director Sean F. Driscoll; Director of Human Resources Janice L. Kennefick; and Creative and Marketing Specialist Sheila Corcoran.

Video and Audio Recording of Today's Meeting:

Mr. Malkin announced Mr. Driscoll was making an audio and video recording of the meeting; Louisa Hufstader (representing the *Vineyard Gazette*) and Eunki Seonwoo (representing the *Martha's Vineyard Times*) indicated they were making audio recordings of the meeting.

Mr. Malkin noted the Members had an "extensive and vigorous" discussion during Executive Session and that the discussion would continue at an upcoming meeting.

IT WAS VOTED – upon a motion by Mr. Jones, seconded by Mr. Jeffrey – to carry the discussion to a future meeting.

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

Then, at 1:16 p.m., Mr. Malkin asked for a motion to adjourn.

IT WAS VOTED – upon a motion by Mr. Ranney, seconded by Mr. Jeffrey – to adjourn the meeting.

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

A TRUE RECORD

MOIRA E. TIERNEY, Board Secretary

Documents and Exhibits Used at the
July 15, 2025, Meeting in Public Session of the Board of the
Woods Hole, Martha's Vineyard and Nantucket Steamship Authority

1. July 15, 2025, Meeting Agenda, posted July 11, 2025 (updated July 14, 2025).
2. Statement regarding remote participation.
3. Video and audio recording announcement.
4. Minutes of the June 17, 2025, Board Meeting (draft).
5. Minutes of the July 1, 2025, Port Council meeting (draft dated July 11, 2025).
6. Presentation, *M/V Monomoy* conversion at Alabama Shipyard, dated July 15, 2025.
7. Presentation, Woods Hole Terminal Reconstruction Project, dated July 9, 2025.
8. Presentation, Woods Hole Ferry Terminal Reconstruction Project Summary, dated July 2025.
9. Presentation, Woods Hole Terminal Traffic Mitigation & Safety Measures, dated July 15, 2025.
10. Presentation, *M/V Aquinnah* performance report, dated July 15, 2025.
11. May 2025 Business Summary.
12. Presentation, May 2025 Business Summary, dated July 15, 2025.
13. Staff Summary #A-715, Appointment of RSM US LLP as the Authority's Independent Auditors, dated July 7, 2025.
14. Staff Summary #SO-2025-08, Purchase of Two (2) Electric Buses, dated July 11, 2025.
15. Staff Summary #MO-2025-04, Change Order to Purchase Order 0041601 for \$165,871.97 to AGM Marine Contractors, Inc., dated July 15, 2025.
16. Statement to be read prior to entering executive session.