



Charles D. Baker, Governor
Karyn E. Polito, Lieutenant Governor
Stephanie Pollack, MassDOT Secretary & CEO



MINUTES
Meeting of the MassDOT Board of Directors
April 23, 2018

The MassDOT Board of Directors (Board) was called to order at 12:10 p.m. by Chair Stephanie Pollack.

Those present were Chair Stephanie Pollack, Directors Steven Poftak, Tim King, Brian Shortsleeve (departed at 3:00 p.m.), Ruth Bonsignore, Dean Mazzarella (departed at 3:21 p.m.), Robert Moylan (departed at 2:55 p.m.) and Joseph Sullivan, being a quorum of the Board of Directors of the Massachusetts Department of Transportation (Board).

Also present were Highway Administrator Jonathan Gulliver, Alice Brown, General Manager Luis Ramirez, David Pottier, Jeff Gonneville, Owen Kane, Marie Breen, Rail and Transit Administrator Astrid Glynn, Aeronautic Administrator Jeffrey DeCarlo, Nathan Peyton, Tom Glynn, David Abdoo, Jack Moran and Daniel Sullivan.

Chair Pollack opened up the public comment session.

The first speakers, Mike Cullen from Teamsters Local 127, Karen Bartholomew from Local 5696 USW and State Police Dispatcher Michael Gerry commented on the Troop E reorganization.

The next speakers: Fred Salvucci, Rick Dimino, Thomas Nally and Kathryn Carlson from A Better City; Bob Sloane from WalkBoston; Renata Von Tscharner, Laura Jaskinski and Harry Mattison from the Charles River Conservancy; Steven Kaiser; Stacy Thompson from Livable Streets and Ariaf S(inaudible) from Cambridge commented on West Station as it related to the I-90 Allston Project.

Next, Maria Belen Power from GreenRoots commented on the impact of construction projects affecting the community in Chelsea.

The next speakers: Becca Wolfson, Kristiana Lachiusa, Felipe Beaho from Boston Cyclists Union; Zander Miller from MGH; George Schneeloch; Vivian Girard; Nathan Kaufman; Jules Milner-Brage; Sky Rose; Andrew Fischer and Ken Carlson commented on the need for protective bike lanes on the Longfellow Bridge.

Next, Director King asked that Yarmouth Police Officer Sean Gannon who was recently killed in the line of duty be recognized, and Chair Pollack asked for a moment of silence in honor of Officer Gannon and his family.

Next was the approval of the minutes of the March 19, 2018 meeting.

On motion duly made and seconded, it was:

VOTED: To approve the minutes of March 19, 2018.

Director Bonsignore abstained from voting.

Secretary Pollack noted that the Agenda Items 5 and 6, the reports of the Rail and Transit Administrator and Aeronautics Administrator were written submissions and included in the Board packages, attached hereto labeled "Rail and Transit Administrator's Report, April 23, 2018" and "Aeronautics Administrator's Report, April 23, 2018."

Next, Chair Pollack provided the report of the Secretary/CEO and updated the Board on the Whittier Bridge project; the new ATLAS system at the Registry of Motor Vehicles; South Coast Rail; the Innovation Conference in Worcester; springtime cleanup; MassDOT and MBTA employee participation during the Boston Marathon and the Longfellow Bridge bike lane configuration, as set forth in the attached document labeled "Secretary's Report, April 23, 2018." Discussion ensued.

The Chair next called upon Highway Administrator Jonathan Gulliver to present Agenda Item 3, the Report from the Highway Administrator. Mr. Gulliver. updated the Board on the 2017-2018 snow and ice season; the filing status of the Transportation Asset Management Plan (TAMP); the US Army Corps of Engineers' Sagamore Bridge construction project; the Commonwealth Avenue Bridge project and the 2018 construction projects north of Boston, as set forth in

the attached document labeled “Highway Administrator’s Report, April 23, 2018.” Discussion ensued.

Next, Chair Pollack returned to the Secretary/CEO report and updated the Board on the restructuring of Troop E. Ms. Pollack provided the background on the decision to abolish Troop E and the impact it would have on some MassDOT employees, as set forth in the attached document labeled “Update on Troop E Restructuring, April 23, 2018.” Discussion ensued, and Director King requested that the MassDOT employees within Troop E remain ‘status quo’ when negotiating the MOU.

Next, Chair Pollack called upon Jack Moran, Director of Asset Management and Information Systems to present Agenda Item 7, an update on the MassDOT Transportation Asset Management Plan. Mr. Moran provided the Board with an overview of the program noting that the TAMP was a federal requirement which mandates that every state demonstrates their management processes and goals for the National Highway System (NHS). He stated that MassDOT Highway would file an initial NHS TAMP on April 30, 2018 and submit a final plan on June 30, 2019, as set forth in the attached document labeled “Highway Division FHWA TAMP Update, April 18, 2018.” Discussion ensued.

Next, Chair Pollack introduced Agenda Item 8, a discussion of the Administrators’ Salaries. Ms. Pollack noted that Section 29C of the MassDOT

enabling statute, Chapter 6C, required Board approval of the four administrators' salaries. The Baker/Polito administration had approved a 1% raise for managers, and with the Board's approval, the Secretary would like to give the administrators' the same increase, as set forth in the attached document labeled "Memo in support of 1% increase in Administrators' salaries." Discussion ensued.

On motion duly made and seconded, it was:

VOTED:

That the Board of Directors hereby approves the salaries of the Division Administrators for Highway, Registry, Aeronautics and Rail & Transit as presented during the April 23, 2018 Board Meeting.

Next, the Chair called upon MassDOT Chief Financial Officer David Pottier to present Agenda Items 9, 10 and 11, updates on the Debt Management Policy, the Swap Policy and Refunding and SWAP termination transactions. These agenda items were discussed at the recent Finance and Audit Committee meeting and were unanimously recommended for approval by the full Board, as set forth in the attached documents labeled "Debt Issuance and Management Policy, April 23, 2018," "Interest Rate Swap Management Policy, April 23, 2018," and "Fixed Rate Refunding and Swap Termination Update, April 23, 2018."

On motion duly made and seconded, it was:

VOTED:

That the Board of Directors for the Massachusetts Department of Transportation (the “Board”) hereby adopts the Debt Issuance and Management Policy as presented to the Board during the April 23, 2018 meeting and authorizes the Secretary or her designee, to take all necessary steps to implement said Policy, in the name and on behalf of the Massachusetts Department of Transportation.

Next, on motion duly made and seconded, it was:

VOTED:

That the Board of Directors for the Massachusetts Department of Transportation (the “Board”) hereby adopts the Interest Rate Swap Management Policy as presented to the Board during the April 23, 2018 meeting and authorizes the Secretary or her designee, to take all necessary steps to implement said Policy, in the name and on behalf of the Massachusetts Department of Transportation.

Next, on motion duly made and seconded, it was:

VOTED :

Amendment to Issuance Resolution

**WHEREAS, the Massachusetts Department of Transportation (the “Department”) previously determined to adopt on March 19, 2018 the Issuance Resolution in order to provide for the issuance of the MHS Bonds and take the other actions all described therein and now desires to amend the Issuance Resolution as set forth below;
NOW, THEREFORE, BE IT RESOLVED by the members of the Board of the Department, pursuant to the Act, as follows:**

Section 1. Paragraph 7 of the Issuance Resolution adopted on March 19, 2018 is hereby amended and restated to read as follows:

“Each Authorized Officer, acting singly, is hereby further authorized and directed to do all acts and things, and to execute and deliver any and all documents, certificates and other instruments necessary or

desirable to effectuate the transactions contemplated by this Issuance Resolution, the Eleventh Supplemental Trust Agreement, the Purchase Contract, the Preliminary Official Statement, the final Official Statement and the Continuing Disclosure Agreement, including without limitation termination of applicable interest rate swap agreements or transactions and entering into any indemnification agreements, letters of instructions pertaining to the Bonds to be refunded, certificates as to disclosure and certificates as to tax matters, provided that in the event the MHS Bonds cannot be issued as intended by this Issuance Resolution, each Authorized Officer, acting singly, is further authorized to pay such amount or to modify the fixed rate payable under the interest rate swap transactions or both, as is necessary to continue the terminated interest rate swap transactions.”

Section 2. This resolution shall take effect immediately.

Next, at the call of Fiscal and Management Control Board (FMCB) Chair Aiello, a meeting of the Fiscal and Management Control Board was called to order at 2:11 p.m. at the State Transportation Building, Transportation Board Room, 10 Park Plaza, Boston, Massachusetts joining the MassDOT Board of Directors Meeting for Joint Board presentations.

Secretary Pollack called upon Chair Aiello to present Agenda Item 12, the Report from the Fiscal and Management Control Board. Mr. Aiello noted that the FMCB had met four times since he last addressed the Board. Chair Aiello stated that the FMCB had received updates on commuter rail service; early morning bus service; bus dropped trips and bus service planning

Mr. Aiello further noted the FMCB had participated in discussions of own source revenue targets for FY19, a reorganization and strategic plan for Human

Resources, the adoption of a new parking policy, and delivery of the new Orange Line pilot vehicles.

Next, Chair Pollack called upon Deputy General Manager Jeff Gonneville to present Agenda Item 14, an update on West Station. Mr. Gonneville provided a history and overview of the proposed multi-modal project, specifically a commuter rail vehicle layover, multi-modal transit hub “West Station” and new bus and shuttle connections, as set forth in the attached document labeled “Allston I-90 Interchange Improvement Project, Rail and Transit Elements, April 23, 2018.” Discussion ensued. Board members raised questions and had additional requests that would be revisited at a future meeting.

On motion duly made and seconded, it was

VOTED: to adjourn the FMCB at 2:53 p.m.

Next, Chair Pollack called upon Rail and Transit Administrator Astrid Glynn to present Agenda Item 13, Water Transportation Update. Ms. Glynn, with contribution from Alice Brown of Boston Harbor Now provided the Board with an update of MassDOT’s Water Transportation Study and the MBTA’s existing service, overview of various water transportation scenarios going forward and next step, as set forth in the attached document labeled “Water Transportation Study and Regional Ferry Update, April 23, 2018.” Discussion ensued.

The Chair next called upon Massport Executive Director and CEO Tom Glynn to present Agenda Item 17, an overview of Massport transportation. Mr. Glynn provided the Board with historical, current and anticipated collaborations that Massport has had with the MBTA. Mr. Glynn continued to discuss Massport revenue and responsibilities to the City of Boston, as set forth in the attached presentation labeled "Massport-MBTA Collaborations, April 23, 2018." Discussion ensued.

On motion, duly made and seconded, it was:

VOTED: to adjourn the meeting at 3:42 p.m.

Documents relied upon for this meeting:

Minutes of March 19, 2018

Rail and Transit Administrator Report, April 23, 2018

Aeronautics Administrator Report, April 23, 2018

Secretary's Report, April 23, 2018

Highway Administrator's Report, April 23, 2018

Update on Troop E Restructuring, April 23, 2018

Memo in support of 1% increase in Administrators' salaries

Debt Issuance and Management Policy, April 23, 2018

Interest Rate Swap Management Policy, April 23, 2018

Fixed Rate Refunding and Swap Termination Update, Debt Policy and Swap Policy Amendments, April 23, 2018

Allston I-90 Interchange Improvement Project, Rail and Transit Elements, April 23, 2018

Water Transportation Study and Regional Ferry Update, April 23, 2018

Massport-MBTA Collaborations, April 23, 2018

Statement of Antonio DiMambro

Statement of Fred Salvucci

Statement from members of the I-90 Allston Interchange Project Task Force

Statement of A Better City (Richard Dimino and Thomas Nally