



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



**Fiscal and Management Control Board  
Transportation Board Room  
10 Park Plaza  
November 18, 2019  
12:00 p.m.  
*MEETING MINUTES***

**Present:** Chair Joseph Aiello, Director Monica Tibbits-Nutt,  
Director Chrystal Kornegay and Director Brian  
Shortsleeve

**Quorum Present:** Yes

**MassDOT Board Members Present for the Joint Portion:**

**Secretary Stephanie Pollack, Director Dean  
Mazzarella, Director Joseph Sullivan, Director Tim  
King, Director Betsy Taylor and Director Kathleen  
Murtagh**

**Others Present:** General Manager Steve Poftak, Deputy General  
Manager Jeff Gonneville, Hope Patterson, Marie  
Breen, Owen Kane, Michelle Kalowski, David  
Panagore, Todd Johnson, Mahour Rahimi, Jeff  
Cook, Joe Cheever, Rob DiAdamo, Joe Pavao, Mike  
O'Dowd

At the call of Chair Joseph Aiello, a meeting of the Fiscal and Management  
Control Board (FMCB) was called to order at 1:38 p.m. at the State Transportation

[Massachusetts Bay Transportation Authority](#)

[Ten Park Plaza, Boston, MA 02116](#)

[www.mbta.com](http://www.mbta.com)

Building, Transportation Board Room, 10 Park Plaza, Boston, Massachusetts joining the MassDOT Board of Directors (Board) meeting for Joint Board presentations.

Chair Pollack asked Chair Aiello of the Fiscal and Management Control Board (FMCB) to present Agenda Item 10, the report from the FMCB. Mr. Aiello highlighted a few of the highest priorities and developments since his last report in October 28.

During the October 28<sup>th</sup> meeting, the FMCB held a discussion with the Rail Vision Advisory Committee who shared their thoughts and perspectives on the future of rail transportation in the Commonwealth. The majority of the Committee members were united in wanting to move ahead with an electrified regional rail that offered more frequent service. In addition, the FMCB heard a presentation on headcount assumptions for the five-year Pro Forma and approved two contracts, a Kendall Station Inbound Headhouse Memorandum of Agreement and a South Coast Rail contract amendment.

Chair Aiello noted at the last meeting on November 4, the FMCB heard a presentation on debt service and revenue for the five-year Pro Forma. The FMCB also approved contracts for Natick Center Commuter Rail Accessibility improvements and a general engineering consultant contract. The FMCB also endorsed five resolutions regarding future rail transformation.

Next, Chair Pollack called on Project Manager Mike O'Dowd to present Agenda Item 11, the Allston Multimodal Project update. Mr. O'Dowd reported the

MEPA/NEPA Scoping Report was published on November 6 and a public meeting held on November 7 to introduce the report to the public, kicking off the scoping and process and the 37-day public comment period. The next public NEPA meeting will be on December 4 and public comment deadline is December 12.

Mr. O'Dowd next reviewed a MEPA/NEPA flow chart including timelines leading up to construction procurement. Mr. O'Dowd continued with discussion on the re-alignment Alternative Plan "3L" and the Soldiers Field Road Hybrid Throat area and the complexity involving the major utilities in the area.

Mr. O'Dowd next discussed the temporary Soldier's Field Road by-pass plan and SFR Hybrid Throat Area construction staging highlights and concluded with Charles River Bank and park treatment alternatives, as set forth in the attached document labeled, "I-90 Allston Interchange – A Multimodal Transportation Project, November 18, 2019." Discussion ensued.

Next, Chair Pollack called upon Executive Director of Commuter Rail Rob DiAdamo to present Agenda Item 12, the Commuter Rail Performance update. Mr. DiAdamo reviewed graphs on equipment availability, on-time performance, on-time performance within 5 minutes, and on-time performance within 10 minutes on all lines. Mr. DiAdamo noted that the worst-performing line was the Franklin line, followed by the Fitchburg and Providence lines. The Franklin line has had a large

number of mechanical failures and slippery rail was a major issue on the Fitchburg line.

Mr. DiAdamo next discussed slippery rail performance and the expedited hiring of new assistant conductors to further improve customer experience, performance reliability and fare collection.

Mr. DiAdamo concluded his presentation with a discussion of the Commuter Rail revenue share initiative, the first in the United States and in operation since July 2017 managed through a joint board by MBTA and Keolis, as set forth in the attached document labeled, "FMCB Commuter Rail Update, November 18, 2019." Discussion ensued.

On motion duly made and seconded, it was:

**VOTED: to adjourn the MassDOT Board of Directors at 2:28 p.m.**

Chair Aiello requested a five-minute recess prior to the beginning of the FMCB meeting.

The FMCB returned at 2:35 p.m.

Next, Chair Aiello opened the public comment period for FMCB Agenda Items 13 – 20.

The first speaker Marilyn McNabb commented on the RIDE Call Center.

The next speaker was Sharon Hinton who commented on The Ride wait time, scheduling, complaint line and the need for better communication.

Next, Stacy Rubin, Mela Miles and Jarred Johnson collectively commented on the recent Rail Vision decision and the effect on low-income riders, increase in service, snow/ice clearing in bus shelters and on pedestrian bridges and increased capacity.

The public comment session concluded at 2:49 p.m.

Chair Aiello called on General Manager Poftak to present Agenda Item 13, the Report from the General Manager. Mr. Poftak discussed the Safety Counts Award Ceremony, his visit to Charlestown with third shift employees, and reviewed the Red Line weekend work and subsequent diversions, as set forth in the attached document labeled, "Report from the General Manager, November 18, 2019."

Mr. Poftak was pleased to inform the Board that the MBTA Retirement Fund voted to invest \$25M into a PRIM private equity fund, the second such investment the T fund has made with the larger state fund. Discussion ensued.

Director Shortsleeve suggested the Board propose a resolution on the transfer of the remaining funds from the MBTA Retirement Fund to PRIM.

On motion duly made and seconded, it was:

**WHEREAS, The Massachusetts Bay Transportation Authority Retirement Fund (the “Fund”) is a private trust created in 1948 to provide retirement benefits for the transit workers and other employees of the MBTA; and**

**WHEREAS, the Fiscal and Management Control Board (the “FMCB”) recognizes that it is in the best interest of both the Authority and its employees to ensure that the pensions earned by active and retired members, and their beneficiaries, remain secure; and**

**WHEREAS, The MBTA Retirement Fund Board (the “Fund Board”) is responsible for determining investment objectives, strategies, and policies of the Fund; and**

**WHEREAS, In or about September 2019, the Fund Board authorized a \$20 million hedge fund investment to be made through the Pension Reserves Investment Management Trust (“PRIT”), which marked the Fund's first investment through PRIT since passage of legislation allowing the Fund to invest with the state's retirement system; and**

**WHEREAS, In or about November 2019, the Fund Board authorized an additional \$25 million private equity investment to be made through the PRIT; and**

**WHEREAS, The PRIT has a long history of producing positive returns, weathering many volatile economic and market cycles due to its strict adherence to its investment disciplines and long-term investment focus; now**

**THEREFORE, BE IT RESOLVED, That the Fiscal and Management Control Board hereby recommends that within the next two years, the MBTA Retirement Fund Board shall invest 100% of the Fund’s assets through the Pension Reserves Investment Management Trust.**

Next, Chair Aiello called upon Hope Patterson, Deputy Director of Stakeholder Engagement to present Agenda Item 14, the FMCB Public Schedule. Ms. Patterson reviewed upcoming agenda items with the Board, as set forth in the

attached document labeled, "FMCB Public Schedule, November 18, 2019."  
Discussion ensued.

Chair Aiello next called on David Panagore, Chief Administrative Officer to present Agenda Item 15, a discussion of Pro Forma: Purchased Services & Materials.

Mr. Panagore prefaced his presentation with an overview of what a pro forma was and the goal of the presentation, a review of assumptions related to purchased services (Commuter Rail, The RIDE, Ferry and Local Service Subsidy) and materials, supplies and services (M & S). He noted that achieving safety, reliability and service goals associated with major investments in the MBTA's Capital Investment Plan required adjustments to purchased services contracts and greater M & S needs to support the day-to-day operations necessary to achieve these goals. Major initiatives discussed were the Red & Orange Line Improvement Programs, Green Line Extension, AFC 2.0, PTC/ATC and South Coast Rail.

Mr. Panagore concluded with next steps, including providing a comprehensive 5-year pro forma in January 2020, continuing to refine pro forma assumptions as part of the overall FY20 and 21 budget process, provide budget updates and impact of FY20 initiatives in December 2019, Safety Panel upcoming recommendations budget impact and the overall review of capital projects, as set forth in the attached document labeled, "Pro Forma: Assumptions, Purchased

Services and Materials, Supplies, & Services FY19-FY24, November 18, 2019.”

Discussion ensued.

Next, Chair Aiello called on Chief Operating Officer Todd Johnson to present Agenda Item 16, a discussion on winter preparations. Mr. Johnson prefaced his presentation with a Winter 2018/2019 season recap, discussing the challenging post storm freezing conditions in the months of January and February, the pre-deployment of snow fighting equipment in selected stations, and concluded with lessons learned.

Mr. Johnson continued with a discussion on the infrastructure preparation for the upcoming season such as the system-wide tree management program; full adoption of the Railroad Operations Emergency Operations Center; continued successful implementation of remote interlocking monitoring of switch heaters, third rail heater and trip heaters; and generator pre-deployment to specific locations prone to commercial power outages.

Mr. Johnson discussed management changes with a focus to improve efforts from FY19 lessons learned and improve the response to Level 1 and 2 storm events.

Mr. Johnson continued with the announcement of new storm schedules for the Green Line, a new internal communication plan for operators during reduced schedules, a revised 2019/2020 Snow and Ice Plan and a full system-wide drill planned for mid-December.

Mr. Johnson concluded with a discussion of the new public information strategy for customers, an updated winter webpage and the direct access to digital ad screens, as set forth in the attached document labeled, "Operations Winter Preparedness, November 18, 2019." Discussion ensued.

Next, the Chair called on Jeff Cook, the Chief Procurement and Contract Administration Officer and Senior Director of Engineering and Maintenance Joe Cheever, to present Agenda Item 17, the Station Cleaning Contract.

Mr. Cheever discussed the lengthy competitive procurement process and reviewed the benefits of the new contracts and keys to success in executing a strong, performance-based contract, going beyond janitorial services for a higher level of cleanliness. Mr. Cheever noted that the two vendors selected would be responsible for both core and non-core stations and facilities, as set forth in the attached document labeled, "Station Cleaning Contracts, November 18, 2019." Discussion ensued.

Director Tibbits-Nutt expressed concern on adequate staffing to obtain performance targets and Chair Aiello had questions about provisions being included in the contracts to maintain good workplace conditions and a healthy and safe workforce environment.

The Board agreed to defer approval of the contracts until the next FMCB meeting after they received further clarification and information on their concerns and requests.

Mr. Cook concluded the presentation by complimenting Mr. Cheever and his staff on doing a terrific job with the RFP, especially the training supplied.

Director Shortsleeve departed the meeting at 3:14 p.m.

Next, Chair Aiello called on Mahour Rahimi, Deputy Director of Paratransit Operational Strategy to present Agenda Item 18, an update on The RIDE. Ms. Rahimi provided the Board with an overview since the last Board vote in September. At that time, the Board approved awards to National Express, MV Transportation and Veterans Transportation. Ms. Rahimi said while The Ride team moved forward to complete the contracts and plan for implementation, MV Transportation withdrew their bid. The Committee reconvened to review the remaining scenarios and unanimously recommended National Express for 50% and Veterans Transportation for 50% as two separate contracts for a best-value trade-off, as set forth in the attached document labeled, "The RIDE Dedicated Service Provider Procurement, November 18, 2019." Discussion ensued.

On motion duly made and seconded, it was:

**VOTED:**

**That the Fiscal and Management Control Board (the “FMCB”) hereby authorizes the General Manager or his designee to execute a contract, on behalf of the Authority, with Veterans Transportation, LLC in an amount not to exceed \$307,254,440.00, in a form approved by the General Counsel, with a term to begin upon execution and to provide dedicated paratransit service for The RIDE for the period January 1, 2020 through June 30, 2025.**

**FURTHER VOTED:**

**That the General Manager is hereby authorized to take any steps deemed necessary and desirable, to extend the above-referenced contract pursuant to two one-year option periods described in said contract, that may be unilaterally exercised by the Authority, for the period July 1, 2025 through June 30, 2026, at an annual cost not to exceed \$63,174,379.00 for Option Year One and for the period July 1, 2026 through June 30, 2027 at an annual cost not to exceed \$66,714,771.00 for Option Year Two.**

Next, Chair Aiello called on Mr. DiAdamo to present Agenda Item 19, a contract Franklin Commuter Rail Double Track. Mr. DiAdamo provided an overview of the proposed contract amendment to the Keolis Commuter Services existing Franklin Double Track and Signal Project PI for acceleration of installation of a second track and related signal infrastructure beyond Norfolk. Mr. DiAdamo said the contract would improve operational flexibility, on-time performance and capacity on the Franklin Commuter Rail Line, as set forth in the attached document labeled, “Franklin Double Track, November 18, 2019.” Discussion ensued

On motion duly made and seconded, it was:

**VOTED:**

**That the General Manager, or his designee, is hereby authorized to award and execute in the name of and on behalf of the Massachusetts Bay Transportation Authority (the “MBTA”), and in a form approved by the General Counsel, to enter into a contract with Keolis Consulting Services for the infrastructure improvements under Phase 2 of the Franklin Line improvements and the preliminary design of Phase 3 of the Franklin Line improvements for a cost not to exceed \$30,000,000.00.**

Chair Aiello next called on Joe Pavao, Senior Director from the Office of Chief Engineer to present Agenda Item 20, the General Engineering Contract. Mr. Pavao outlined the purpose of the GEC’s that would provide the Office of the Chief Engineer with the design capacity to accelerate scoping and pre-design of projects to support delivery of the Capital Improvement Program. Mr. Pavao noted these contracts would be used to provide conceptual-level designs to fully define projects for execution by Capital Delivery, as set forth in the attached document labeled, “General Engineering Contracts, November 18, 2019.” Discussion ensued.

On motion, duly made and seconded, it was:

**VOTED:**

**That the General Manager, or his designee, is hereby authorized to award and execute in the name of and on behalf of the Massachusetts Bay Transportation Authority (the “MBTA”), and in a form approved by the General Counsel, MBTA Contract Nos. Z94PS03 through Z94PS09 for General Engineering Consulting Services to support the Office of the Chief Engineer with AECOM Technical Services, Inc.; HNTB**

**Corporation; Jacobs Engineering Group, Inc.; Simpson, Gumpertz & Heger, Inc.; STV Incorporated; VHB; and WSP USA Inc. for an amount not to exceed \$8,570,000.00 for each contract for the duration of five (5) years from the issuance of the Notice to Proceed (NTP).**

On motion, duly made and seconded, it was voted by roll call:

Chair Aiello	Yes
Director Tibbits-Nutt	Yes
Director Kornegay	Yes

**VOTED:**

**To enter into Executive Session at 4:39 p.m. for a discussion of strategy related to litigation, real estate and collective bargaining.**

**Documents relied upon for this meeting:**

I-90 Allston Interchange – A Multimodal Transportation Project, November 18, 2019  
FMCB Commuter Rail Update, November 18, 2019  
Report from the General Manager, November 18, 2019  
FMCB Public Schedule, November 18, 2019  
Pro Forma: Assumptions, Purchased Services and Materials, Supplies, & Services FY19-FY24  
Operations Winter Preparedness, November 18, 2019  
Station Cleaning Contracts, November 18, 2019  
The RIDE Dedicated Service Provider Procurement, November 18, 2019  
Franklin Double Track, November 18, 2019  
General Engineering Contracts, November 18, 2019