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Karyn E. Polito, Lieutenant Governor
Jamey Tesler, MassDOT Secretary & CEO
Steve Poflak, General Manager



MASSACHUSETTS BAY TRANSPORTATION AUTHORITY MEETING OF THE AUDIT AND FINANCE SUBCOMMITTEE

January 26, 2022 at 9:00 a.m.

This meeting was held virtually in accordance with the Order Suspending Certain Provisions of the Open Meeting Law issued by Governor Baker on March 12, 2020. Members participated remotely and had materials provided to them prior to the meeting. Public participation and comment occurred via written communication, voice message and live public comment through conference call.

This meeting was broadcast virtually.

BOARD MEMBERS PARTICIPATING: Chair Betsy Taylor, Director Scott Darling, and Director Mary Beth Mello

OTHERS PRESENT: General Counsel Marie Breen, Managing Attorney-Corporate and Regulatory Eileen Fenton, Noah Potash, Esq.

PRESENTERS PARTICIPATING REMOTELY: Assistant General Manager for Policy & Transit Planning Lynsey Heffernan, Director of Fare Policy & Analytics Steven Povich, Chief of Capital Transformation Angel Peña, Deputy Chief of Green Line Transformation Desiree Patrice, Rail & Transit Administrator Meredith Slesinger, Chief Financial Officer Mary Ann O'Hara, Director of Capital Planning Jillian Linnell, General Manager Steve Poflak

Call to Order by the Chair

Chair Taylor called the meeting of the Massachusetts Bay Transportation Authority ("MBTA") Audit and Finance Subcommittee to order at 9:06 a.m.

Noah Potash called the roll of the Members participating, being a quorum of

the MBTA's Audit & Finance Subcommittee:

Chair Taylor	Present
Director Darling	Present
Director Mello	Present

Chair Taylor turned to the approval of the minutes of the December 9, 2021 meeting.

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

VOTED: to approve the minutes of the December 9, 2021 Meeting of the Audit & Finance Subcommittee.

Chair Taylor	Yes
Director Darling	Yes
Director Mello	Yes

Assistant General Manager for Policy & Transit Planning Lynsey Heffernan and Director of Fare Policy & Analytics Steven Povich delivered a presentation on proposed FY Tariff Changes for Agenda Item 1. In response to a question from Director Mello, Ms. Heffernan confirmed that the proposed 5-day flex pass could be used on any 5 days over a 30-day period. Chair Taylor asked how staff confirm low-income status for the YouthPass. Ms. Heffernan explained that the YouthPass is administered with municipal regional partners who enroll young adults and direct them to provide evidence of their low-income status. Chair Taylor said the proposed Commuter Rail pass is excellent and asked staff to continue developing models regarding the shifting future of work. Chair Taylor also asked staff to provide a primer on means-tested fares in February.

Chief of Capital Transformation Angel Peña and Deputy Chief of Green Line Transformation Desiree Patrice Agenda Item 2, a proposed contract award to HDR for program management and construction management services for the Red Line and Orange Line Transformation Program. Ms. Patrice explained that three bids were received and HDR submitted the apparent low bid, in response to a question from Chair Taylor.

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

VOTED: To recommend that the Board authorize the General Manager of the Massachusetts Bay Transportation Authority, or his designee, to award and execute a contract with HDR Engineering, Inc., for Program Management/Construction Management (PM/CM) Services for the Red Line and Orange Line Transformation Program and to take any and all actions necessary or advisable to effectuate the Agreement, in a form approved by the General Counsel, in an amount not to exceed \$66,830,697.00.

Chair Taylor	Yes
Director Darling	Yes
Director Mello	Yes

For Agenda Item 3, Rail & Transit Administrator Meredith Slesinger presented a proposed extension of the Attleboro Agreement with Amtrak.

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

VOTED: To recommend that the Board authorize the General Manager, or his designee, to execute an agreement with Amtrak relating to the Attleboro Line, consistent with the terms of the attached Term Sheet, which is attached hereto as "Attachment A" and to take any and all actions necessary or advisable to effectuate the Agreement.

Chair Taylor	Yes
Director Darling	Yes
Director Mello	Yes

For Agenda Item 4, Chief Financial Officer Mary Ann O'Hara, Chief Procurement and Contract Administration Officer Jeff Cook, Deputy Chief of Contract Services Maureen McDonough, and Chief of Capital Support Christopher Brennan provided an overview of the Capital and Operating Contract Awards. Chair Taylor thanked staff for the presentation and asked them to forward the information to the full MBTA board.

Director of Capital Program Planning Jillian Linnell presented an overview of the Bipartisan Infrastructure Law ("BIL") for Item 5. Chair Taylor applauded staff's work in pursuing federal grants and thanked staff for including an appendix on grant applications. Director Mello echoed the Chair's comments and acknowledged the importance of the work given the amount of funding in BIL.

Ms. Linnell continued by presenting Item 6, an update on the FY23-27 Capital Investment Plan ("CIP"). Director Mello asked when applications for discretionary BIL funding would be programmed into the CIP. Ms. Linnell said that while staff prioritize applications for programs that are already included in the CIP, they plan to identify the vast majority of programs the MBTA would be eligible for funding and include these programs in the CIP this year. Chair Taylor said that it was important to stay open to new projects while also being clear on which projects are fully funded and which will require additional funding sources. Ms. Linnell agreed and noted that staff use a formal CIP change process.

General Manager Steve Poftak presented Item 7, the One-Time Investment Opportunities Plan. He explained that the plan was designed to take advantage of

revenues that became available due to the provision of federal relief funds. The General Manager reviewed key proposed investments, including safety improvements, acceleration of the bus agenda, providing local matching funds for federal formula funding, preservation of the existing capital program and other critical investments to improve the system. Chair Taylor endorsed the investments in safety, employee retention, and local matching funds, adding that she views bus electrification as a major priority. Director Darling said he supports the investment plan. In response to a question from Director Mello, General Manager Poftak confirmed that the funds set aside for additional federal formula funding include money for planned competitive grants. Director Mello emphasized the importance of having the resources to match competitive grants.

Chair Taylor asked for a motion to adjourn the meeting.

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

Chair Taylor	Yes
Director Darling	Yes
Director Mello	Yes

VOTED: to adjourn the meeting of the Audit & Finance Subcommittee at 10:30 a.m.

Documents relied upon for this meeting:

- January 26, 2022 Audit and Finance Subcommittee Agenda
- Minutes of the December 9, 2021 Audit & Finance subcommittee meeting
- FY23 Tariff Changes
- Monthly Contract Report
- CT – R19PS04 PM-CM Services for Red Line and Orange Line Transformation
- 20220119_BoardMBTA_AtteleboroAgreement

- BIL Update_01142022
- CIP Update_01142022
- One Time Investments_01142022