



MINUTES

Meeting of the Massachusetts Bay Transportation Authority Board of Directors

May 26, 2022 AT 10:00 A.M.

This meeting was held virtually in accordance with the law signed by the Governor permitting public bodies to continue to hold meetings remotely. 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
REMOTELY:**

Chair Betsy Taylor, Director Robert Butler, Director Scott Darling, Director Thomas Koch, Director Travis McCready, Director Mary Beth Mello, Secretary Jamey Tesler

**Others Presenting
and/or Participating for
Various Portions of the
Meeting:**

General Manager Steve Poflak, Chief Safety Officer Ron Ester, Chief Procurement and Contract Administration Officer Jeff Cook, Director of Vehicle Engineering Bill Wolfgang, Deputy Chief Real Estate Officer David Lepore, MBTA Advisory Board Executive Director Brian Kane, Director of Capital Program Planning Jillian Linnell, Director of Labor Relations Ahmad Barnes, Director of In-Station Customer Experience and Training Janice Lewis, Treasurer Pat Landers, Director of System Installation David Perry, Chief Environmental Health and Safety Officer Nancy Prominski

Others Present:

General Counsel Marie Breen, Chief Counsel Kevin Scanlon, Managing Attorney- Corporate & Regulatory Eileen Fenton, and Noah Potash, Esq.

OPEN OF MEETING

Call to order by the Chair

Chair Betsy Taylor called the meeting of the Massachusetts Bay Transportation Authority ("MBTA") Board to order at 10:03 a.m. Noah Potash

called the roll of the MBTA Board of Directors participating remotely, being a quorum of the MBTA Board:

Chair Taylor	Yes
Director Butler	Yes
Director Darling	Yes
Director Koch	Yes
Director McCready	Yes
Director Mello	Yes
Secretary Tesler	Yes

Before turning to public comment, Chair Taylor laid out priorities for the year. She declared that safety is the top priority, emphasized that a continuous focus on safety is needed, and said the Board welcomes findings and recommendations from the FTA. The Chair also said that it will be important to continue investing \$2 billion per year in infrastructure and to avoid deferred maintenance. Finally, she stressed the importance of engaging with all stakeholders to develop secure and reliable funding sources. Directors Mello, Butler, Darling, and Koch agreed with these priorities. Director McCready agreed and emphasized that it was important that everyone in the MBTA prioritize safety. He also spoke about the need for long-term structural budget integrity. Director Tesler agreed with the rest of the Board and said he also welcomes FTA input.

Public Comment

Caitlin Allen Connolly of A Better City discussed the need for safety improvements at the MBTA.

Aaron Francoso of the Conservation Law Foundation expressed appreciation

for the Climate Resiliency discussion and the Bus Network Redesign, while also raising concerns about particular bus routes.

Rowan Delabar of the F40PH Preservation Society asked the Authority to donate F40PH locomotives currently scheduled for disposal.

REPORTS

1. Report from the General Manager

General Manager Steve Poftak presented his report. He began with a review of ridership trends, before discussing commuter rail matters and the Bus Network Redesign. The General Manager reviewed the response to the recent Orange Line brake issue and provided updates on Blue Line work, federal grant applications, the Service Delivery Policy, and the US Open. He also discussed the FTA Safety Management Inspection. Director Mello said that the response to the Orange Line bolt issue was a perfect example of the Safety Management System (SMS) in action. Mr. Poftak noted that the new Orange Line and Red Line cars are still early in the vehicle acceptance process and said staff were taking every opportunity to confirm those vehicles' safety. Responding to a question from Director Butler, Mr. Poftak confirmed that an MBTA team is following up with the manufacturer with changes to the QA/QC process.

Director McCreedy asked for future Ridership presentations to include ridership scenario projections, rather than just the pre-Covid baseline. He also asked for an analysis of the budgetary/human resources impact of the Bus Network

Redesign. Finally, Director McCready asked for information on how the Blue Line and Bus Network Redesign would accommodate the Suffolk Downs development. Secretary Tesler echoed Director Mello's comments on the Orange Line vehicles and said it was important to provide details on the issue. He added that it would be helpful to present more information to the Board on how operational challenges are aligning with the Service Delivery Policy and emphasized how recent federal grants will support maintaining a state of good repair.

Note: Director Darling left the meeting at 11:00 a.m.

2. Audit & Finance Subcommittee Report

Chair Taylor reported on the activities of the Audit & Finance Subcommittee. She discussed the subcommittee's recommendations that the MBTA enter into a Fuel Hedge and approve the FY23-27 Capital Investment Plan. She also noted that the subcommittee had received presentations on Own Source Revenue and the Q3 Operating Results.

3. Planning, Workforce Development, and Compensation Subcommittee Report

Director Koch reported on the Planning, Workforce Development, and Compensation subcommittee, explaining that the subcommittee received detailed updates on the Equal Employment Opportunity Program and on Safety Positions at the MBTA.

4. Safety, Health, and Environment Subcommittee Report

Director Butler summarized the most recent Safety subcommittee meeting. Director Butler said received updates on the FTA Safety Management Inspection and the NTSB Preliminary Findings for the Red Line Incident. He added that they discussed the MBTA's Climate Change strategy and Electric Bus Procurement. Chief Safety Officer Ron Ester delivered a presentation on the Safety Data Analysis Report ("SDAR").

PRESENTATIONS AND ACTIONS

5. Approval of Minutes

Chair Taylor requested a motion to approve the minutes of the April 28, 2022 MBTA Board Meeting.

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

VOTED: To approve the minutes of the MBTA Board Meeting held on April 28, 2022.

Chair Taylor	Yes
Director Butler	Yes
Director Koch	Yes
Director McCready	Yes
Director Mello	Yes
Secretary Tesler	Yes

6. Proposed Warehouse Lease with Ajax United Drive LLC

Chief Procurement and Contract Administration Officer Jeff Cook presented a proposed contract for Warehouse Space Expansion. Deputy Chief Real Estate Officer David Lepore discussed market conditions impacting the lease. In response

to a question from the Chair, Director of Vehicle Engineering Bill Wolfgang discussed the system for tracking capital spares and other materials. Mr. Cook noted that the warehouse expansion will allow for tracking of additional information. Director Butler and Mr. Cook discussed the future purchase or construction of a warehouse.

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

VOTED: to authorize the General Manager, or his designee, to execute a contract with Ajax United Drive LLC in an amount not to exceed \$32,105,334.00, in a form approved by the General Counsel, with a term to begin upon execution and to provide Warehouse Space Lease for the period August 1, 2022 through July 30, 2032.

Chair Taylor	Yes
Director Butler	Yes
Director Koch	Yes
Director McCready	Yes
Director Mello	Yes
Secretary Tesler	Yes

7. Proposed Contract Award of the overhaul of 60 New Flyer forty-foot Hybrid Buses

Mr. Wolfgang presented a proposed contract for the overhaul of 60 New Flyer forty-foot Hybrid buses. In response to questions from Director McCready, Mr. Wolfgang said that Midwest Bus Corporation is based in Michigan and does not have a Massachusetts facility. Director Butler asked if the overhaul could be conducted in-house. Mr. Wolfgang said that although the MBTA has done some overhauls in-house, significant hiring would be needed to carry out this overhaul. Director Butler expressed his preference for doing the work in-house, and Director McCready added that it would be ideal to conduct the overhaul in

Massachusetts. Director Mello noted that because this contract is federally funded, there are restrictions on the bidding process. Director Butler asked how many entities were considered and Mr. Wolfgang said that out of the six overhaulers, two provided proposals. Director Butler asked if there were any issues with the previous overhauls by Midwest Bus Corporation and Mr. Wolfgang said that there were no major issues. Director Mello asked about the DBE goal for this project and Mr. Wolfgang said it was 17%.

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

VOTED: to authorize the General Manager & CEO, or his designee, to award and execute Formal Contract No. 719 to Midwest Bus Corporation (MBC) for the overhaul of 60 New Flyer forty-foot Hybrid Buses, including contract Option 1 (Additional Corrosion Protection Application), Option 2 (Engine Extended Warranty), Option 4 (New Destination Signs), and Option 5 (Increased Capacity Energy Storage System with Geofencing), for a total delivered amount not to exceed \$36,594,263.40.

Chair Taylor	Yes
Director Butler	Yes
Director Koch	Yes
Director McCreedy	Yes
Director Mello	Yes
Secretary Tesler	Yes

8. MBTA Advisory Board CIP Budget Analysis

Brian Kane, Executive Director of the MBTA Advisory Board, presented the MBTA Advisory Board's CIP Budget Analysis. He explained that the Advisory Board is broadly supportive of the Plan but added that they are concerned about the MBTA's revenue sources and emphasized that spending must make a difference on safety issues.

9. Final Capital Investment Plan Presentation

Director of Capital Program Planning Jillian Linnell presented the final FY23-27 Capital Plan. Director Koch noted, in his capacity as chair of the Advisory Board, that he was pleased to see important programs included. Director Mello thanked Ms. Linnell for her work. Director McCreedy echoed Director Mello’s comments and applauded staff for considering comments from the public. Secretary Tesler noted that the plan funds over 500 projects, over 450 of which involve safety.

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

VOTED: to approve the Fiscal Year 2023-2027 Capital Investment Plan (“CIP”), as presented at the May 26, 2022 meeting of the MBTA Board of Directors and as attached hereto as Appendix A, and to authorize the General Manager, in the name of and on behalf of the Massachusetts Bay Transportation Authority, to take any steps he deems necessary and appropriate to provide notice to the Legislature and the public of the CIP, pursuant to M.G.L. c. 161A, §5.

Chair Taylor	Yes
Director Butler	Yes
Director Koch	Yes
Director McCreedy	Yes
Director Mello	Yes
Secretary Tesler	Yes

10. Local 453 Contract Authorization

Director of Labor Relations Ahmad Barnes presented a proposed collective bargaining agreement with Local 453 for authorization.

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

VOTED: that the General Manager is hereby authorized to enter into a Collective Bargaining Agreement with the OPEIU Local 453 for the term

from July 1, 2021, to June 30, 2023, and to execute any necessary or ancillary documents in the name and on behalf of the Massachusetts Bay Transportation Authority to effectuate this Agreement.

Chair Taylor	Yes
Director Koch	Yes
Director McCready	Yes
Director Mello	Yes
Secretary Tesler	Yes

11. In-Station Customer Services Operations Contract

Director of In-Station Customer Experience and Training Janice Lewis and Jeff Cook presented a proposed contract for In-Station Customer Services Operations. In response to a question from Director Butler, Mr. Cook clarified that the Transit Ambassadors would report out-of-service elevators and escalators, not carry out inspections. Director Butler asked whether these contract employees would receive benefits and Mr. Cook said he would find that information. Director McCready asked where MyDatt is located and what the diversity makeup of the 200 contract employees would be. He also asked about MyDatt's margin on the contract, the workforce skills and training of the employees, and expressed surprise that there weren't more responses from companies on a contract of this size. Mr. Cook said that the firm will basically be hiring individuals on behalf of the MBTA and that most firms do not provide that service. Mr. Cook referred back to the presentation for MyDatt's profit on the contract. Director McCready noted that it is a low margin business and reiterated surprise at the size of the contract and the lack of additional bids. Mr. Cook said the bid went out to over 200 firms and that they received concerns about liability

and the scale of the contract. He noted that with benefits and a \$20 per hour wage, MyDatt's services will still be below what the overall MBTA cost would be. Director McCready reiterated his question about the diversity of staff, stating that the 15% DBE goal is rather low. Ms. Lewis noted that the current workforce is 80% employees of color and 70% for supervisors. She added that the contract employees will be required to take MBTA safety and accessibility training. Director McCready asked whether the contractor is simply providing staffing and Ms. Lewis noted that MyDatt would also be providing some training. Chair Taylor asked why this was being done externally rather than hiring new employees directly. Mr. Cook said that staff reviewed outsourcing in 2017 and offered to return with more detailed information on why it was concluded that outsourcing made more sense. General Manager Poftak noted with hundreds of positions open and prioritizing adding safety personnel and bus operators, it would be difficult for the MBTA to internally stand up another function, especially without diluting hiring efforts in safety and bus ops. Secretary Tesler said he supported tabling the proposal to fully explore the issues raised. Director Koch asked if contract employees would be full-time and how they would be held accountable for things they are supposed to report. Director Mello asked about the timing on the contract and Mr. Cook said that the current contract expires June 30th but could potentially be extended. Director Butler noted that MyDatt is based in Tennessee and asked how they will hire 200 individuals in Massachusetts and who would cover worker's compensation. Chair Taylor tabled the item.

12. Fuel Hedge

Treasurer Pat Landers presented a proposed Energy Hedge for Fiscal Year 2023. Chair Taylor said that the Audit & Finance subcommittee recommended the fuel hedge and added that it should reduce the volatility of fuel expenses.

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

VOTED: to authorize the Chief Financial Officer or Treasurer:

- **To enter into one or more hedges, with terms expiring no later than June 30, 2023, as determined to be necessary or appropriate, to hedge the MBTA's financial risks related to the price of diesel fuel, provided that such hedges shall be procured via competitive bid process and shall hedge not more than 10 million gallons; and**
- **To execute any and all documents, certificates and other instruments necessary or desirable to effectuate the transactions contemplated by the foregoing vote.**

Chair Taylor	Yes
Director Butler	Yes
Director Koch	Yes
Director McCreedy	Yes
Director Mello	Yes
Secretary Tesler	Yes

13. Proposed Contract Award of AFC 2.0 Site Installation for Transit On-Call

Director of System Installation David Perry presented a proposed contract for AFC 2.0 Site Installation for Transit On-Call. Chair Taylor asked for a presentation on the entire AFC 2.0 project at the next Board meeting.

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

VOTED: to authorize the General Manager, or his designee, to award and execute MBTA Construction Contract No. Z90CN01: AFC 2.0 Site

Installation for Transit On-Call with McDonald Electrical Corporation, in a form approved by the General Counsel, in the amount of \$24,809,909.56.

Chair Taylor	Yes
Director Butler	Yes
Director Koch	Yes
Director McCready	Yes
Director Mello	Yes
Secretary Tesler	Yes

14. Appointment of MBTA Retirement Fund Board Member and Alternate

General Manager Poftak discussed the proposed appointment of Paul Todisco to fill a vacancy on the MBTA Retirement Fund Board of Trustees and to appoint Chief Administrative Officer Dave Panagore as an alternate member. Chair Taylor said that as a member of the Retirement Fund Board, she supports filling these vacancies.

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

VOTED: to appoint Paul Todisco to the Massachusetts Bay Transportation Authority Retirement Fund Board of Trustees.

Chair Taylor	Yes
Director Butler	Yes
Director Koch	Yes
Director McCready	Yes
Director Mello	Yes
Secretary Tesler	Yes

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

VOTED: to appoint David Panagore to the Massachusetts Bay Transportation Authority Retirement Fund Board of Trustees as an alternate member.

Chair Taylor	Yes
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Director Butler	Yes
Director Koch	Yes
Director McCreedy	Yes
Director Mello	Yes
Secretary Tesler	Yes

15. Climate Resiliency Planning

Chief Environmental Health and Safety Officer Nancy Prominski presented on Climate Resiliency Planning, discussing the Authority's plans for dealing with climate impacts and reducing emissions. Director Mello said that she appreciated the update and that the mapping feature provides good data to support decision making.

Adjournment

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

VOTED: to adjourn at 12:59 p.m.

Chair Taylor	Yes
Director Butler	Yes
Director Koch	Yes
Director McCreedy	Yes
Director Mello	Yes
Secretary Tesler	Yes

Documents relied upon for this meeting:

- May 26, 2022 Agenda
- Minutes of the April 28, 2022 MBTA Board Meeting
- Report from the General Manager
- Safety Data Report
- 4.28.2022 MBTA Board Meeting Minutes
- WarehouseExpansion51322jc
- WarehouseStaff Summary
- Overhaul of 60 New Flyer Forty-Foot Hybrid Buses Board Presentation
- Overhaul of 60 New Flyer Forty-Foot Hybrid Buses Staff Summary
- MBTA 2023-2027 Capital Improvement Plan Oversight Report

- May Board_Final FY23-27 CIP_05182022updated
- Local 453 Contract Authorization 5-26-2022 BOD Public Session
- BBBInStationCustomerServiceRep51322final
- BBBInStationCustomerServiceStaffSummary51322ML4.29final2
- MBTA Energy Hedge Presentation VF 5.19.22
- AFC 2.0 On-Call Z90CN01_MBTA Board Presentation Deck_V4
- AFC 2.0 On-Call 2022-05-20_Staff Summary.V4
- Retirement Fund Board Appointments
- Paul Todisco's Resume 2022
- Climate Change Resiliency Overview for Board 5.26.22