

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

The Meeting in Public Session

July 24, 2019

The Members of the Woods Hole, Martha's Vineyard and Nantucket Steamship Authority met this 24th day of July, 2019, beginning at 9:30 a.m. in the Community Room in the Rear of the EMS Building at the Tisbury Fire Station, located at 215 Spring Street, Vineyard Haven, Massachusetts. All five Members were present: Chairman Robert R. Jones of Barnstable; Vice Chairman Marc N. Hanover of Dukes County; Secretary Kathryn Wilson of Falmouth; Moira E. Tierney of New Bedford (who arrived during discussion of the Woods Hole Terminal Reconstruction Project) and Robert F. Ranney of Nantucket.

Port Council President George J. Balco of Tisbury and Secretary Robert V. Huss of Oak Bluffs were also present, as was Dukes County Commissioner Leon Brathwaite and the following members of management: General Manager Robert B. Davis; Treasurer/Comptroller Mark K. Rozum; General Counsel Terence G. Kenneally; Communications Director Sean F. Driscoll; Director of Marine Operations Mark H. Amundsen; Vineyard Haven Terminal Manager Richard Clark; Director of Human Resources Janice L. Kennefick; Health, Safety, Quality and Environment Manager Angela M. Sampson; and Director of Engineering and Maintenance Carl R. Walker.

Video and Audio Recording of Today's Meeting:

Mr. Jones announced that Lynne Fraker was taking a video and audio recording of today's meeting in public session for Martha's Vineyard Community Television, also known as MVTV. Mr. Driscoll was making an audio recording of the meeting, as were Louisa Hufstader (representing the *Vineyard Gazette*) and Rich Saltzberg (representing the *Martha's Vineyard Times*).

Minutes:

Mr. Jones noted that he was in attendance at the day's first meeting of June 18, 2019 meeting and, as such, the minutes should reflect that he read the recording announcement, not Mr. Hanover.

IT WAS VOTED – upon Mr. Hanover’s motion, seconded by Mr. Ranney – to approve the minutes, as amended, of the Authority’s first meeting of June 18, 2019.

<u>VOTING</u>	<u>AYE</u>	<u>NAY</u>
Mr. Jones	10 %	
Mr. Hanover	35 %	
Ms. Wilson	10 %	
Mr. Ranney	35 %	<hr/>
TOTAL	90 %	0 %

Port Council’s Report:

Mr. Balco reviewed with the Members the topics covered at the Port Council’s June 18, 2019 meeting, which included:

- A review of the May business summary and the Authority’s financial performance to date, which was coming in very close to budgeted estimates. Mr. Balco said Mr. Davis estimated the break-even date to be around August 15, 2019.
- An update on the Woods Hole Terminal Reconstruction Project. Mr. Balco said work was scheduled to resume after Labor Day and continue through May 2020. Following several public meetings and input received by the Authority, various changes to the terminal design are now under consideration.
- The ongoing implementation of the recommendations contained in the comprehensive review of the Authority’s operations by HMS Consulting, Glostten Associates and Rigor Analytics.
- Preliminary discussion of the summer and fall 2020 operating schedules. While there were comments on some of the finer points of the schedules, overall there is very little change to the schedules from this year’s version. The Port Council made no vote on a recommendation, as the schedules need to be presented to the public before a vote is requested in September.
- The process for evaluating the general manager. Mr. Balco noted that the forms had been distributed to the Port Council members both in hard copy and electronically and were due to be reviewed at the Council’s next meeting.
- Mr. Balco related that Port Council Member Robert S.C. Munier of Falmouth brought up a recent news report he read about computer hacking and ransomware and the new trend of targeting small

governmental agencies such as the Authority. Mr. Balco said Mr. Davis responded that the Authority has a consultant working on this topic and ensuring the safety of its electronic systems.

Results of Operations:

Mr. Davis provided an update on the Authority's operations for May 2019. The Authority overall carried fewer passengers (down 0.4 %), and automobiles (down 1.3%), but more trucks (up 1.1%) than it did in May 2018. The net operating income for May 2019 was approximately \$1,163,000, which was \$1,051,000 lower than the amount anticipated in the 2019 budget. Operating revenues and other income were approximately \$11,190,000, which was approximately \$102,000 lower than budgeted, while total operating expenses and other expenses were \$10,027,000, or \$949,000 higher than budgeted.

Mr. Davis noted that, of the 2,277 trips made in May 2019 on both routes by the Authority's vessels, there were four (4) cancellations for mechanical reasons on the Vineyard route and two (2) on the Nantucket route.

Year-to-date, Mr. Davis said the Authority has a net operating loss of \$12,174,000, or approximately \$6,000 higher than the amount anticipated in the 2019 operating budget. Total operating revenues through May were up \$593,000, while operating expenses and fixed charges were \$599,000 higher than anticipated.

Mr. Davis noted that the fund balances were in relatively good shape.

Update on the Woods Hole Terminal Reconstruction Project:

Mr. Davis said the construction season wrapped up during the past month prior to the start of the summer operating schedule on June 19, 2019. Slip No. 3 is operational and has been used primarily for the *M/V Sankaty*, although there have been some occasions in which the *M/V Nantucket* has used it. Mr. Davis noted there are a few minor issues that need to be addressed, including the chains on the fendering system being too tight and the platforms on one of the monopiles being located on the wrong side for the freight boats, necessitating a bollard for the top of one of the monopiles. However, in general, the slip has been well received, he said.

Mr. Davis said Cashman is actively working on a platform for the south side of Current Slip No. 2 (the southernmost slip). Shortly after work resumes

after Labor Day, Mr. Davis said the passenger embarkation platform between the slips will need to be removed to accommodate the scheduled work on the middle slip. The ramps will be reused for the temporary passenger platform on the southern side. The temporary passenger tent, which will also need to be removed, will be placed into storage until a new location is identified for its use.

Mr. Davis said the project's engineers are still looking at options to address the north bulkhead. The plans for the fall construction call for the monopiles to be driven prior to the sheet pile for the bulkhead so that there is not a reoccurrence of the soil liquefaction that occurred at Slip No. 3.

Mr. Davis said Robert B. Our Co. completed installing all of the equipment for the sewer pump-out project. He said the system has been turned on and is operational, although some minor items need to be addressed, such as a ventilation fan in the equipment shed that needs to be installed to address the heat generated by the equipment.

Mr. Hanover said he is concerned about not having enough shelter for the Authority's customers at the slips and said having shelter at the site is essential. Mr. Davis said, when the tents were first installed, the Authority investigated having a roll-down shade to provide additional cover, but the state building code would then necessitate a much more substantial shelter. Mr. Davis said the oil storage shed adjacent to the southern slip causes a space issue as the company that picks up the Authority's waste oil needs access to that site; however, staff is continuing to look for a solution in that area.

A member of the audience suggested that if the tent was placed in front of the temporary terminal building that the Authority could provide staged loading and have personnel on hand to usher passengers over to the slip.

Status on the Implementation of the HMS Consulting Recommendations:

Mr. Davis provided an update on the implementations of the recommendations contained within the independent review of the Authority's operations performed by HMS Consulting, Glosten Associates and Rigor Analytics. He noted that project managers had been named for the seven (7) project implementation plans covering eight (8) of the recommendations contained in the comprehensive review.

- Safety Management System/Quality Management System: Ms. Sampson and her team have been reviewing submissions by vendors to provide the SMS and QMS systems; the Members will be receiving

staff's recommendation later in the meeting for consideration. Earlier this month, a meeting of captains and chief engineers was held, and the staff has received positive feedback about the implementation of the systems and word that the crews see the value in making the change.

- Learning Management System: Ms. Kennefick and her team are meeting weekly with Marine Learning Systems and continuing to populate the system with as much data as possible. The goal is to get a pilot of the system live this summer, although portions of the materials are already being used for new hire orientations.
- Mission Statement: Mr. Driscoll and his team have started hosting a series of public outreach sessions (including 2 p.m. to 4 p.m. that day in the same room as the Board meeting and 2 p.m. to 4 p.m. on Tuesday, July 30, 2019, at the Authority's administrative offices in Falmouth) and have created a page on the Authority's website for individuals to provide their comments. The team anticipates presenting a draft of the mission statement to the Board in September; the strategic planning and performance metric projects will follow the completion of the mission statement. Mr. Driscoll noted that comments would be accepted through August 23, 2019.
- Engineering Resources: Ms. Kennefick and Mr. Amundsen have been interviewing candidates for the project engineer, assistant vessel maintenance manager, port engineer, and assistant port engineer positions, as well as for the vacant port captain position.

Presentation of Preliminary 2020 Summer and Fall Operating Schedules:

Mr. Davis presented the preliminary draft of the 2020 Summer and Fall Operating Schedules, which cover the period from May 15, 2020 through January 3, 2021. Mr. Davis noted that the proposed schedules are similar to the schedules run this year during the same periods.

- The early summer schedule from May 15, 2020 through June 16, 2020 starts on the same date as this year's schedule but ends three (3) days earlier.
 - On the Vineyard route, it is proposed that there is no change in the sailing times, quantity of available trips or vessel crewing. The vessels and dates for the "spruce up" repair periods will be finalized at a later date.
 - On the Nantucket route, the *M/V Gay Head* would be tripled crewed and operate three (3) round trips Monday through Friday and two (2) round trips on Saturdays and Sundays,

with the ability to provide an optional trip on Saturdays and Sundays if needed.

- The schedule from June 17, 2020 through September 8, 2020 would start three (3) days earlier than this year's schedule.
 - On the Vineyard route, it is proposed that there is no change in the sailing times, quantity of available trips or vessel crewing.
 - On the Nantucket route, it is proposed that there is no change in the sailing times, quantity of available trips or vessel crewing compared to 2019, with the exception that the *M/V Gay Head* would serve as the primary freight vessel as the *M/V Katama* will have a scheduled dry-docking.
- The schedule from September 9, 2020 through October 20, 2020 would be similar to this year's schedule, except it will end three (3) days earlier.
 - On the Vineyard route, it is proposed that there is no change in the sailing times, quantity of available trips or vessel crewing.
 - On the Nantucket route, it is proposed that there is no change in the sailing times, quantity of available trips or vessel crewing compared to 2019.
 - Mr. Davis pointed out that, during the schedules from May 15, 2020 through October 20, 2020, the staff is proposing that the 5:30 a.m. trip from Woods Hole operate in the same manner that it is during this years' schedule.
- The schedule from October 21, 2020 through January 3, 2021 would be similar to this years' schedule, except it will start three (3) days earlier.
 - On the Vineyard route, it is proposed that there is no change in the sailing times, quantity of available trips or vessel crewing.
 - On the Nantucket route, it is proposed that there is no change in the sailing times, quantity of available trips or vessel crewing compared to 2019. However, since the *M/V Eagle* will be undergoing its scheduled dry-docking, the *M/V Nantucket* will be running in its place. As a result of the lower capacity of the *M/V Nantucket* versus the *M/V Eagle*, it is proposed that the *M/V Woods Hole* would serve as the freight vessel during this entire schedule period.

Mr. Davis noted that the staff was continuing to examine some of the time periods in which construction will be ongoing as part of the Woods Hole Terminal Project and evaluate whether or not the reservation-only periods will need to be expanded to not only better manage traffic flow but expectations as to when individuals can get their vehicles on a ferry. Mr. Davis said, if that were to be the case, staff would also reexamine the Blue Line and expanding the number of cars taken under that program, as well as adding options for preferred spaces. Mr. Davis said staff would present that recommendation when the final versions of the schedules were presented in September. In response to a question from Mr. Hanover, Mr. Davis confirmed that staging issues were the primary reason for the consideration of expanding reservation-only periods.

Analysis of Rates Versus Cost of Services for 2018:

Mr. Rozum presented the Analysis of Rates Versus Cost of Services for 2018 report to the Members, noting that the staff broke down how much it costs to transport a car to each island and where that money goes.

- On the Martha's Vineyard route, the cost of vessel operations and indirect non-vessel costs increased by \$7,053,346 during 2018 versus 2017, a 13.8% increase. Mr. Rozum noted that some of the increase was due to one-time costs while other reasons included additional vessel fuel oil expense and the addition of the *M/V Sankaty* to the summer schedule.
 - The Authority operated 742 more trips between Woods Hole and Martha's Vineyard in 2018 compared to 2017.
 - The average revenue per standard fare automobile was \$64.43, while the average revenue per excursion fare automobile was \$19.81.
 - The average standard-fare car covered 97.4% of the cost of travel, while the average excursion-fare car covered 29.9% of the cost of travel. The average truck covered 86.8% of the cost of travel.
- On the Nantucket route, the cost of vessel operations and indirect non-vessel costs increased by \$381,147 during 2018 versus 2017, an increase of 1.2%.
 - Overall, the Authority added 70 trips to the Nantucket schedule in 2018, not including *M/V Iyanough* trips.
 - The average revenue per standard-fare automobile was \$192.38, while the average revenue per excursion-fare automobile was \$53.71.

- The average standard-fare car covered 147.1% of the cost of travel, while the average excursion-fare automobile covered 41.1% of the cost of travel. The average truck covered 89% of the cost of travel.

In response to a question from Mr. Hanover, Mr. Davis noted that, regarding the excursion automobile fares, since a portion of that cost includes passenger tickets, the study has consistently allocated a portion of the fare received to passenger revenue totals and the rest to automobile revenue totals.

Authorization of Changes in the List of Authorized Check Signers:

Mr. Rozum noted that four (4) individuals are currently authorized to sign checks and/or authorize wire transfers. Historically, the treasurer/comptroller, the assistant treasurer, the accounting manager and one of the internal auditors have been the individuals authorized to sign. With the naming of Mr. Rozum as treasurer/comptroller, he will be added to the list of authorized signers and Mr. Davis, who was temporarily serving in that role, will be removed. Internal Audit Manager Kelly C. Conrad will also be added to the list, bringing the total number of authorized check signers to five (5), which Mr. Rozum said will be an assistance to staff when they need two (2) signatories on a check.

IT WAS VOTED – upon Mr. Hanover’s motion, seconded by Ms. Tierney – to approve adoption of the provided resolutions relative to the authorized signers on the Authority’s bank accounts, as proposed in Staff Summary #A-637, dated July 19, 2019.

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

Approval of Contract No. 12-2019, Supply and Deliver Two (2) Remanufactured MTU 12V4000 M70 Engines for the *M/V Iyanough*:

Mr. Davis said the Nos. 1 and 2 MTU 12V4000 M70 diesel engines aboard the *M/V Iyanough* will have accumulated slightly more than the recommended running hours for a major overhaul at the end of the 2019 season. The Authority's maintenance staff at the Fairhaven Repair Facility will perform the removals and reinstallation work with the assistance of an MTU-certified technician; the bid also includes labor for the Nos. 1 and 2 engines to be assembled and dynamometer-tested by MTU-certified technicians at an approved MTU facility, Mr. Davis noted.

The bid estimate for each engine was \$525,000 without core charges for a total of \$1,050,000, with an expected credit of \$257,500 for the used cores, Mr. Davis said. Drawings and specifications were sent to two (2) vendors; the sole response was from Stewart & Stevenson Power Products LLC of Marlborough, Massachusetts.

Mr. Hanover noted that the responsive bidder was the same company that performed similar work on the Nos. 3 and 4 engines and asked if the issues with those engines had been resolved to the Authority's satisfaction. Mr. Walker noted the negotiations regarding the claim concerning the No. 3 engine were ongoing, but the other engines were operating as designed.

In response to a question from Mr. Jones, Mr. Walker noted that, during the last engine overhaul, the short blocks were built on site. This time, they will be completely remanufactured from Stewart & Stevenson and tested on a dynamometer at a full load before being placed in the vessel. The work includes a one-year parts and labor warranty.

Mr. Jones asked if it would make more sense to purchase a new engine, to which Mr. Walker replied that MTU M70 engines are no longer available new for purchase. Such an item would be a special manufacturing contract and would include an upcharge of 30% to 40%. Remanufactured engines are technically new and are manufactured to original factory specifications, he added. Mr. Hanover asked if the core would be new, to which Mr. Walker replied that it may be depending on the availability; if not, it will be certified as new and will include a new block and crank. The life expectancy of the engines is six (6) to seven (7) years before requiring an overhaul, Mr. Walker said.

Ms. Wilson asked why the other vendor did not submit a bid, to which Mr. Walker stated that both vendors are, in essence, part of the same company but are different divisions. He said the company might not have bid knowing that the Authority was in another region.

IT WAS VOTED – upon Mr. Ranney’s motion, seconded by Ms. Tierney – to authorize the general manager to award Contract #12-2019, Supply and Deliver Two (2) Remanufactured MTU 12V4000 M70 Engines for the M/V Iyanough, to the lowest eligible and responsible bidder, Stewart & Stevenson Power Products LLC of Marlborough, Massachusetts, for a total contract price of \$1,316,357, as proposed in Staff Summary #E 2019-5, dated July 18, 2019.

<u>VOTING</u>	<u>AYE</u>	<u>NAY</u>
Mr. Jones	10 %	
Mr. Hanover	35 %	
Ms. Wilson	10 %	
Ms. Tierney	10 %	
Mr. Ranney	35 %	_____
TOTAL	100 %	0 %

Contract No. 03-2019, To Assist the Steamship Authority in Transitioning to a Process-Based Approach to Management, Including the Development and Implementation of a New Safety Management System (SMS) and Quality Management System (QMS):

Mr. Davis said the Request for Proposals (“RFP”) was issued on February 15, 2019 to assist the Authority in transitioning to a process-based approach to management, including the development of an SMS that would be ISM code-compliant as well as a QMS that would be ISO 9001 code-compliant. Both systems were recommended by HMS Consulting, Glosten Associates and Rigor Analytics in the report they issued regarding their comprehensive review of the Authority’s operations.

Prior to the issuance of the RFP, Mr. Davis said the Authority had entered into a second contract with HMS to assist the Authority in implementing the report’s recommendations. As part of that contract, HMS agreed to assist in evaluating the proposals received for this RFP and, in turn, both HMS and Glosten Associates declined to submit a response to the RFP.

Mr. Davis said four (4) responses were received by the May 7, 2019 deadline and were evaluated on the basis of criteria other than price by Mr. Amundsen, Ms. Sampson and with the assistance of Messrs. Davis and Kenneally, Procurement Officer Peggy Nickerson, and individuals from HMS Consulting and Glostén. The four responsive firms and the results of their evaluations are as follows:

- Safety Management Systems LLC was evaluated as being **highly advantageous** to the Authority. The proposal evidenced SMS LLC's understanding of the project as a whole, including its complexity and implementation issues, and clearly referenced the RFP's specifications and other requirements.
- Martin Ottaway was evaluated as being on the "higher end" of **advantageous** to the Authority but its experience in implementing SMS/ISM/ISO 9001 and ISO 14001 in comparison to other proponents was lacking.
- Marine Safety Consultants Inc. was evaluated as being **advantageous** to the Authority, but the firm showed an apparent inexperience with implementing ISO 9001/ISM on ferries and roll-on/roll-off vessels.
- RPS Group Inc. was evaluated as being **advantageous** to the Authority, but the firm also showed an apparent inexperience with implementing ISO 9001/ISM on ferries and roll-on/roll-off vessels.

After the preparation of the above evaluations, the proponents' financial proposals were opened, which were presented as follows:

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|----------------------------------|-----------|
| ▪ Safety Management Systems LLC | \$585,526 |
| ▪ Martin Ottaway | \$248,650 |
| ▪ RPS Group | \$231,000 |
| ▪ Marine Safety Consultants Inc. | \$169,980 |

Mr. Davis noted that the Authority's cost estimate for the contract was \$575,000 based, in part, upon the estimates contained in the HMS comprehensive report's recommendations.

Following the review of the financial proposals, Mr. Davis said the evaluation team reviewed the consulting proposals to determine if SMS LLC's proposal was worth the additional cost, and the consensus was that it was due to the additional detail and the likelihood that SMS has a better understanding of the scope of work and complex development and implementation issues than the other submissions.

In response to a question from Mr. Jones, Mr. Davis said it is anticipated that the implementation of the SMS will take twelve (12) months to eighteen (18) months, and then another six (6) months for the initial certification of the system by a designated classification society. Mr. Davis further stated that the SMS would be implemented first and that representatives of SMS LLC would be on site working with staff and vessel crews as part of the process.

Mr. Amundsen said the first step will be an initial gap analysis in which SMS LLC staff will be visiting the vessels and the Authority's offices to perform an evaluation prior to developing new protocols and procedures. Ms. Sampson said subsequent phases will include audits of the vessels and shoreside operations, including compliance with, among other items, Occupational Health and Safety Administration (OHSA) regulations. The certification process will be carried out by the American Bureau of Shipping (ABS), and SMS LLC will have the opportunity to participate in that process as well.

Ms. Tierney asked if the proposal had been vetted by the Port Council, to which Mr. Davis replied that procurement matters were not typically presented to that body before coming to the Board. Ms. Tierney asked if the Board should consider the gap in the prices and added that she felt the Board may have been hasty in its decision to enter into the second contract with HMS Consulting. Ms. Sampson stated that the gap in the prices were , in the review team's opinion, attributable to the lower estimate of man hours needed to perform the work in the proposal from the second choice for the contract, Martin Ottaway. Additionally, Martin Ottaway does not specialize in the architecture of SMS and QMS from the ground up, whereas SMS LLC's specialty is implementing these systems from "ground zero."

Mr. Jones inquired as to the costs of additional training and associated services required for the new systems, to which Mr. Davis replied it is anticipated to cost \$50,000 to \$75,000 a year. Mr. Davis added said there will be times in which the Authority will bring vessel crews in during the off-season when there is greater availability of replacement crews. Part of the training will be done on-board the vessels as well, he said. Overall, there will be a learning curve on the systems and it will take some work to identify issues before they become a problem, but Mr. Davis said he is encouraged by the responses received thus far throughout the organization. Mr. Jones said he was glad the Authority was making this step forward and filling in the gaps the organization had set out to address following the HMS report.

IT WAS VOTED – upon Mr. Hanover's motion, seconded by Mr. Ranney – to authorize the general manager to award Contract No. 03-2019, To Assist the Steamship Authority

in Transitioning to a Process-Based Approach to Management, Including the Development and Implementation of a New Safety Management System (SMS) and Quality Management System (QMS), to Safety Management Systems LLC of Portland, Maine, the responsible, responsive and eligible proponent who submitted the most advantageous proposal for the contract, for a total contract price of \$585,526, as proposed in Staff Summary #GM-725, dated July 22, 2019.

<u>VOTING</u>	<u>AYE</u>	<u>NAY</u>
Mr. Jones	10 %	
Mr. Hanover	35 %	
Ms. Wilson	10 %	
Ms. Tierney	10 %	
Mr. Ranney	35 %	<hr/>
TOTAL	100 %	0 %

Annual Evaluation of General Manager Parameters:

Mr. Kenneally then reviewed with the Members the process for the annual evaluation of the general manager, noting that, last year, they approved ten (10) goals for Mr. Davis' 2018-2019 year. The forms for the evaluation are similar to those used in prior years, but Mr. Kenneally noted he would provide the forms electronically as well to those who needed them. Mr. Kenneally then asked the Members to return the forms to himself as well as Mr. Jones, who will jointly be the conduit for the resulting evaluations and who will make them available for the Board's meeting in August.

Mr. Hanover's Comments:

Mr. Hanover then suggested that the Members and Port Council members be issued iPads as the Authority was wasting an enormous amount of paper to produce the Board packets and the information comes out slowly. To wit, Mr. Hanover said he made several attempts in the last week to find his Board packet, most of them unsuccessful. Mr. Hanover said he was on the Board of a bank that accomplished this and it was very successful, and he would like to recommend it for the Authority.

Mr. Hanover also discussed an incident involving one of his friends in which the friend's wife was departing one of the Authority's vessels in Woods Hole on June 27, 2019 and his wife collapsed. Mr. Hanover said the Authority's staff was outstanding in their response, starting CPR and maintaining her health until an ambulance arrived. She is at home now and doing much better, and Mr. Hanover said he wished to express his gratitude to the staff. Mr. Hanover said he knew one of the staff to be "Ally", but he did not have her full name or the rest of the staffs' names who assisted. Mr. Davis said he would determine who was involved in the incident to make sure they were recognized.

IT WAS VOTED – upon Mr. Hanover's motion, seconded by Ms. Tierney – to send a commendation letter to the employees involved in the June 27, 2019 incident referenced by Mr. Hanover.

<u>VOTING</u>	<u>AYE</u>	<u>NAY</u>
Mr. Jones	10 %	
Mr. Hanover	35 %	
Ms. Wilson	10 %	
Ms. Tierney	10 %	
Mr. Ranney	35 %	<hr/>
TOTAL	100 %	0 %

Public Comment:

Noli Taylor of Aquinnah, who stated she was a member of the Martha's Vineyard Commission's climate action task force as well as the Island Grown Initiative and ICAN, thanked Messrs. Hanover, Rozum and Driscoll for their recent discussions on the efforts of the Authority to consider climate change in their operations. Ms. Taylor said there was a large and growing number of Vineyard residents who were concerned about the issue and consider the Authority a critical partner in preparing for the future.

Ms. Taylor then introduced Emily Gazzaniga as a student who has been working to increase the awareness of environmental concerns among students on the island. Ms. Gazzaniga stated that the future of the climate and environment are important to the Vineyard, especially as a coastal community, and with the Authority being the leading method of transport for the islanders, the question of electrifying the fleet has been raised by many. Ms. Gazzaniga stated that, based on her investigation on the Authority's website, it appears that it burns about 3,000,000 gallons of fuel a year and said converting to ferries powered by renewable resources would be beneficial in the long term.

Mr. Jones noted that this was a hot topic and an extremely costly one, but it is where the industry is headed and, when the Authority gets a new boat, it is something that will need to be examined against the cost of the vessel as a whole. The electrification of the Authority's bus fleet is another issue that will be very timely as new buses are added to the fleet on an approximately yearly basis.

Ms. Gazzaniga then asked if there was anything that could be done to speed up the process; Ms. Taylor added that she would like the Board to commission a feasibility study concerning converting the Authority's existing ferries to plug-in hybrids and to develop a sustainability action plan to help make the Authority's future more "green." Mr. Amundsen said he has been reviewing the initial plans for an electric vessel that would be along the lines of the *M/V Governor* but stated that the batteries are in an elementary stage of development and that it would require a lot of in-house development to use such a vessel. Electric vessels are clearly on the horizon, he said, and hopefully will be able to be incorporated into plans but the cost for retrofitting an existing vessel is very difficult to overcome.

Mr. Brathwaite suggested that the Authority could survey other ferry operators to see what their plans were; Mr. Jones said he got such information thanks to his yearly attendance at the Passenger Vessel Association conference. Mr. Davis noted that Europe, in general, was further along in this regard than the United States. The United State Coast Guard was likely to have issues with the safety of storing lithium batteries and the question of the infrastructure to charge the batteries was of great importance. Mr. Davis said he believed that Washington State Ferries was considering retrofitting some of its vessels (albeit with the assistance of state funds) and the issue would be one to watch as the Authority considered what its next vessel would be.

Peter Stam of Vineyard Haven said the volume of the whistle on the *M/V Island Home* was extremely loud and unnecessarily so, especially early in the morning. He noted that the vessels have an electric air horn and he requested, at least before 9 a.m. and after 6 p.m., that it be used in lieu of the steam whistle. Mr. Stam also noted that the whistle frightens his granddaughter when she visits and that the electric horn would be sufficient to warn boats of the vessel's departure.

Mr. Davis also noted that the Authority had a 20-year employee, Antero "Rocky" Rodrigues, retiring this week. Mr. Rodrigues works out of Hyannis and Mr. Davis said he wanted to point out his retirement and wish him well.

At approximately 10:53 a.m., Mr. Jones said he would entertain a motion to go into executive session to discuss and approve the minutes of the Authority's

meeting in executive session on June 18, 2019; to discuss the Authority's strategy with respect to pending litigation; to consider the purchase, exchange, lease or value of real property; and to discuss the Authority's strategy with respect to collective bargaining matters, because a public discussion of these matters may have a detrimental effect on the Authority's negotiating and bargaining positions. These matters include:

- The litigation with D.D.S. Industries, Inc., G&R Construction, Inc., and/or Berkley Insurance Company regarding Contract No. 16-2016, Construction of New Administrative Offices;
- The litigation "In re: Woods Hole, Martha's Vineyard and Nantucket Steamship Authority; Civil Action No. 17-cv-12473-NMG; U.S. District Court for the District of Massachusetts;"
- The potential for lease or acquisition of real property;
- Negotiations with SEIU Local 888 for a new collective bargaining agreement for the Authority's Reservation Clerks and other Customer Service Department employees; and
- Anticipated Negotiations with the Unions (Teamsters Union Local 59, SEIU Local 888 and MEBA) of All the Authority's Represented Employees Regarding the Implementation of the Massachusetts Paid Family and Medical Leave Act and the contributions to be paid by the Authority and its employees under that Act beginning October 1, 2019.

The public disclosure of any more information with respect to these matters would compromise the purposes for which the executive session is being called. Mr. Jones further noted that, after the conclusion of the executive session, the Board would not reconvene in public.

IT WAS VOTED – upon Ms. Tierney's motion, seconded by Mr. Ranney – to enter into executive session to discuss and approve the minutes of the Authority's meeting in executive session on June 18, 2019; to discuss the Authority's strategy with respect to pending litigation; to consider the purchase, exchange, lease or value of real property; and to discuss the Authority's strategy with respect to collective bargaining matters.

<u>VOTING</u>	<u>AYE</u>	<u>NAY</u>
Mr. Jones	10 %	
Mr. Hanover	35 %	
Ms. Wilson	10 %	
Ms. Tierney	10 %	
Mr. Ranney	<u>35 %</u>	_____
TOTAL	100 %	0 %

A TRUE RECORD

KATHRYN WILSON, Secretary

**Documents and Exhibits Used at the
July 24, 2019 Meeting in Public Session of the
Woods Hole, Martha's Vineyard and Nantucket Steamship Authority**

1. July 24, 2019 Meeting Memorandum, dated July 19, 2019.
2. Video and audio recording announcement.
3. Minutes of the first meeting in public session of June 18, 2019 (draft).
4. Minutes of the July 10, 2019 meeting of the Port Council (draft dated July 19, 2019).
5. Business Summary for the Month of May 2019.
6. Staff Summary #OPER 2019-5, Preliminary Version of Proposed 2020 Summer & Fall Operating Schedules, dated July 16, 2019.
7. Staff Summary #A-636, 2018 Analysis of Rates Versus Cost of Service, dated July 15, 2019.
8. Staff Summary #A-637, Authorization of Changes in the List of Authorized Check Signers, dated July 19, 2019.
9. Staff Summary #E 2019-5, Contract #12-2019, Supply and Deliver Two (2) Remanufactured MTU 12V4000 M70 Engines for the *M/V Iyanough*, dated July 18, 2019.
10. Staff Summary #GM-725, To Assist the Steamship Authority in Transitioning to a Process-Based Approach to Management, Including the Development and Implementation of a New Safety Management System (SMS) and Quality Management System (QMS), dated July 22, 2019.
11. Memo from Janice L. Kennefick and Terence G. Kenneally to the Authority Members and Port Council Members regarding the Performance Evaluations of the General Manager, dated July 5, 2019.
12. Statement to be read prior to going into executive session.