



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



**Joint Meeting with the MassDOT Board of Directors
And
Fiscal and Management Control Board
Transportation Board Room
September 16, 2019**

MEETING MINUTES

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

Quorum Present: Yes

Others Present:

General Manager Steve Poftak, Deputy General Manager Jeff Gonneville, Hope Patterson, Jody Ray, Owen Kane, Marie Breen, Michelle Kalowski, Dave Abdoo, David Panagore, Rob DiAdamo, Kat Benesh, Andy Paul, Erik Stoothoff and Steve Hicks

MassDot Board Members Present for the Joint Meeting:

Secretary Pollack, Director Betsy Taylor, Director Dean Mazarella, Director Joseph Sullivan, Director Brian Shortsleeve, Director Monica Tibbits-Nutt, Director Timothy King, Director Robert Moylan, Director Kathleen Murtagh and Director Chrystal Kornegay

At the call of Chair Joseph Aiello, a meeting of the Fiscal and Management Control Board (FMCB) was called to order at 1:08 p.m. at the State Transportation

Massachusetts Bay Transportation Authority

Ten Park Plaza, Boston, MA 02116

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 on July 22, 2019. During the July 23 meeting, the FMCB heard updates on the FY19 Capital Program where the MBTA exceeded \$1 billion in capital spending, the Bus Network Redesign program and the Foxboro Commuter Rail pilot.

During the August 12 meeting, the FMCB received a summary of the FY19 operating budget and the Pro Forma operating budget for FY19-24. Updates were also provided on a low-income fare feasibility study, the Green Line Extension, Commuter Rail performance and the Red/Orange Line Program.

Chair Pollack announced that Agenda Item 11 was a written update on Commuter Rail Performance and was included in the board books, as set forth in the attached document labeled, "Commuter Rail Performance Update, September 16, 2019."

Next, Chair Pollack called on Kat Benesh, Chief of Operations, Strategy and Oversight from the MBTA and Design Engineer Andy Paul from MassDOT to present Agenda Item 12, an update on the Emergency Access Ramp on the South Boston waterfront. Ms. Benesh began the presentation noting the emergency access ramp

was not safe for use under some conditions. Ms. Benesh said the MBTA and MassDOT Highway Division have been working together to develop and deliver a solution for Silver Line buses to safely use the ramp in order to provide Silver Line customers with improved service with shorter run times. MassDOT and the MBTA conducted an operations test to demonstrate use of the Emergency Access Ramp by Silver Line vehicles August 27-29 and based on the preliminary data, the recommendation was to advance design towards permanent implementation.

Mr. Paul discussed the safety challenges and concluded with some safety solutions and implementation times, schedule and next steps, as set forth in the attached document labeled, "South Boston Waterfront – Emergency Access Ramp Silver Line, September 16, 2019." Discussion ensued.

Next, Chair Pollack asked Rob DiAdamo, Executive Director of Commuter Rail and Assistant General Manager of Policy Laurel Paget-Seekins to present Agenda Item 13, an update on the Commuter Rail Schedule Changes for the Foxboro Pilot.

Mr. DiAdamo began with an overview of the fall schedule changes which included Old Colony late night service and the Foxboro Pilot. Mr. DiAdamo reviewed the public outreach process that ensured customers were aware of the changes and continued with specific details of the Foxboro Pilot including trains, capacity,

schedule changes and parking information, noting all changes would take effect on October 21, 2019.

Mr. DiAdamo next discussed service implications affecting Walpole, again stressing the aggressive marketing and outreach processes and the importance of safety awareness.

Ms. Paget-Seekins continued reviewing the Fairmount to Foxboro Reverse Commute Fare Pilot and its associated schedule and fares, and concluded discussing performance measures and data collection plan, as set forth in the attached document labeled, "Commuter Rail Fall Schedule and Foxboro Pilot, September 16, 2019." Discussion ensued.

Next, Chair Pollack introduced and welcomed Jennifer Tabakin, the new Program Manager of South Coast Rail and asked her to present Agenda Item 14, a discussion of the South Coast Rail Interagency Service Agreement (ISA). Ms. Tabakin reviewed some milestones and highlights of the South Coast Rail project and continued with an overview of the Joint Venture contract. Ms. Tabakin noted she was before the Joint Board to request authorization to approve and assign from MassDOT to the MBTA a Joint Venture Contract with VHB and HNTB and authorize the transfer of the unexpended funds of the Joint Venture contract, and to request the FMCB to accept the transfer, as set forth in the attached document labeled, "South Coast Rail ISA, September 22, 2019." Discussion ensued, and Ms. Tabakin

noted the South Coast Rail project would continue to be updated during the Joint Board meetings.

On motion duly made and seconded, it was:

VOTED:

That the Board of Directors hereby authorizes the Department, through the Secretary or her designee, to execute a certain Interdepartmental Service Agreement (ISA) with the Massachusetts Bay Transportation Authority (MBTA) for the South Coast Commuter Rail Program and hereby approves the transfer of \$141,500,000.00 to the MBTA.

FURTHER VOTED;

That the Board of Directors authorizes and approves the assignment from MassDOT to the MBTA, a certain contract between MassDOT and VHB/HNTB.

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

VOTED:

That the Fiscal and Management Control Board (FMCB) hereby authorizes the Massachusetts Bay Transportation Authority (MBTA), through the General Manager or his designee, to execute a certain Interdepartmental Service Agreement (ISA) with the Massachusetts Bay Transportation Authority (MBTA) for the South Coast Commuter Rail Program and hereby accepts the transfer of \$141,500,000.00 to the MBTA.

FURTHER VOTED;

That the FMCB authorizes and accepts the assignment from MassDOT to the MBTA, a certain contract between MassDOT and VHB/HNTB.

Next was the final Joint Board action, Agenda Item 15, a discussion of MBTA Capital Support. Chair Pollack reviewed the necessity of the forthcoming action that passed \$60,000,000 from MassDOT to the MBTA. The Chair noted this would increase the existing contract with the MBTA to fulfill the FY20 share of the Commonwealth's investment from the State Bond Cap as was programmed in the board approved CIP, as set forth in the attached document labeled, "MassDOT Board Vote - \$60M in Capital Support for MBTA, September 16, 2019."

On motion duly made and seconded, it was:

VOTED:

That the members of the Board of Directors of the Massachusetts Department of Transportation ("MassDOT") hereby approve and authorize the Department through the Secretary, or her designee, to execute an interagency service agreement ("ISA") with the Massachusetts Bay Transportation Authority ("MBTA") in the total amount of \$60,000,000.00 to increase the existing contract (#101429) with the MBTA to fulfill the FY20 share of the Commonwealth's investment from the State Bond Cap as was programmed in the Board-Approved FY20-24 CIP.

On motion duly made and seconded, it was:

VOTED:

That the members of the Fiscal and Management Control Board hereby approve and accept the interagency service agreement ("ISA") with the Massachusetts Department of Transportation to the Massachusetts Bay Transportation Authority (MBTA) in the total amount of \$60,000,000.00 to increase the existing contract (#101429) with the MBTA to fulfill the

FY20 share of the Commonwealth's investment from the State Bond Cap as was programmed in the Board-Approved FY20-24 CIP.

On motion duly made and seconded, it was:

VOTED: To adjourn the MassDOT Board of Directors meeting at 1:55 p.m.

Secretary Pollack welcomed any MassDOT Directors who wished to remain for the FMCB portion of the meeting to hear the General Manager's report relative to the Red Line derailment. Director Sullivan and Director Mazzarella remained at the table.

Chair Aiello requested a five-minute recess prior to opening the public comment session of the FMCB only portion of the meeting.

The FMCB returned from recess at 2:06 p.m.

Chair Aiello noted for the record that the next few agenda items would be taken out of order.

Chairman Aiello called on General Manager Steven Poftak to present Agenda Item 16, the Report of the General Manager. The General Manager asked Deputy General Manager Jeff Gonnevillle to begin the Report and provide an update on the Red Line derailment. Mr. Gonnevillle revealed that after a scientific investigation the cause of the derailment on June 11, 2019 was due to a fracture in the axle of car

1602. Engineers attributed the fracture to poor electrical connectivity between the ground bush and ground ring that surround the axle. The surface of the ground ring was pitted, not smooth, which caused electrical sparks to form which over time hardened the steel axle causing it to become brittle and crack.

Mr. Gonneville indicated that the derailment was not due to the age of the axle, a material flaw or defect in the axle, or a failure of bearings that allow the axle to rotate.

Mr. Gonneville reviewed preliminary corrections on all transit fleets and said that going forward all ultra-sonic inspections of rail cars would be changing from every two years to yearly, and that regular inspections would include close examination of the ground ring assembly for any damage that could emanate out to the axle or other parts. Lengthy discussion ensued.

Mr. Gonneville concluded his portion of the GM's report with an update of service resumption on the Red Line.

Chair Aiello noted that he would return to the remainder of the GM's Report and opened up the public comment period at 2:45 p.m. for items appearing on the agenda.

The first speaker, Jarred Johnson from Transit Matters commented on the Allston-I 90 Project mitigation.

Next, John Walkey, on behalf of Carmen Romero, commented on improvement in language access and the quality of translation. Mr. Walkey, on behalf of Chris Machi from Air Inc., commented on Massport projects and mitigation.

Next, Marilyn McNabb commented on paratransit vehicles

Next, Louise Baxter from the T Riders Union commented on Braintree and Broadway Red Line service, bus schedule changes and low income fares.

The last speaker was Wig Zamore from Somerville who commented on transportation needs.

The public comment period closed at 2:58.

Chair Aiello next discussed the work of the Safety Review Panel and the reason this process was so important. He said new investments would create a more reliable, modern and efficient system, adding that safety needed to be a priority with a premier safety culture. With the current acceleration program and investments in vehicles, tracks and signals, along with new safety efforts, the MBTA can rebuild trust with its customers.

The Chair noted that as the MBTA invested in the system, the federal government has separately launched a process to update federal safety management systems for transit systems across the country. He said the MBTA is not seeking to meet these standards, but to exceed them.

Chair Aiello discussed the three phases of the Safety Panel's work: 1) assessing the current safety culture; 2) analysis and recommendations; and 3) strategy and alignment. Chair Aiello continued with an overview of work conducted to date, as set forth in the attached document labeled, "MBTA Safety Panel Review Update, August 26, 2019."

Chairman Aiello asked General Manager Poftak to continue with the General Manager's report. Mr. Poftak updated the Board on the new Orange Line train set that came into service on August 14. Mr. Poftak discussed the re-opening of the Wollaston station, making the Red Line 100% accessible people of all abilities, the Chelsea Commuter Rail Station groundbreaking on September 23, weekend work and diversion update.

Mr. Gonnevillle concluded the General Manager's presentation with a discussion of the Ride Software Go-live process, including accomplishments and risks, as set forth in the attached document labeled, "Report from the General Manager and Deputy General Manager, September 16, 2019."

Chair Aiello next called upon Hope Patterson, Deputy Director of Stakeholder Engagement to present Agenda Item 17, the FMCB Public Schedule. Ms. Patterson reviewed upcoming agenda items with the Board, as set forth in the attached document labeled, "FMCB Public Schedule, September 16, 2019." Discussion ensued.

Next, Erik Stoothoff presented Agenda Item 18, an update on the Red-Blue Line Connector Update. Mr. Stoothoff provided a brief update on the status of re-engagement of the Red-Blue Line connections, noting the MBTA has engaged a consultant to refresh past studies and define the limits of the tunnel and station that would be used as a tool for a more advance project evaluation. Mr. Stoothoff reported a Charles River Working Group had been established to keep all stakeholders informed of ongoing infrastructure investments and that the consulting firm AECOM was hired to evaluate the feasibility and cost of the project, as set forth in the attached document labeled, "Red-Blue Line Connector Study, September 16, 2019." Discussion ensued.

Next, Chair Aiello asked MBTA General Counsel Michelle Kalowski to present Agenda Item 19, a discussion of delegation of authority. Ms. Kalowski summarized the details noting this action superseded all prior delegation of authority of the General Manager. Discussion ensued.

On motion duly made and seconded, it was:

VOTED:

The Fiscal Management Control Board ("Board") hereby delegates to the General Manager, or his designee, the authority to employ, retain and supervise managerial, professional and clerical staff, as necessary to carry out the work of the Massachusetts Bay Transportation Authority (the "Authority" or "MBTA"); provided, however that the General Manager or his designee shall consult with the Board on the hiring or termination of certain key staff, including the Deputy General Manager and the Chief of Police.

VOTED:

The General Manager, or his designee, is authorized to execute in the name of and on behalf of the MBTA, all professional services contracts with a value of \$5,000,000 or less; provided, however, that any change orders, extra work orders or amendment to any such contract that increase the initial professional services contract above \$5,000,000, shall require approval of the Board; and further, that any change orders, extra work orders and amendments to any such contract that increase a professional services contract with an initial value of more than \$5,000,000 by twenty five percent or more shall require approval of the Board.

VOTED:

The General Manager, or his designee, is authorized to execute in the name of and on behalf of the MBTA, all dispositions and acquisitions of real estate with a value of \$5,000,000 or less; provided, however, that the Board shall approve any sale of fee simple real estate with a value of greater than \$1,000,000.

VOTED:

Except for professional services contracts and dispositions and acquisitions of real estate identified above, the General Manager, or his designee, is authorized to execute in the name of and on behalf of the MBTA, all contracts, instruments, and other agreements with a value of \$15,000,000 or less, including permits, licenses, grant applications and approvals, employment agreements, construction contracts, purchase orders and contracts for the purchase of goods and materials, requests for reimbursements, including, but not limited to, reimbursements from federal agencies, agreements with other political subdivisions, commissions, authorities, and agencies; provided, however, that any change orders, extra work orders, amendments to any such agreements or instruments that increase the initial contract amount above \$15,000,000 shall require approval of the Board; and provided further, that any change orders, extra work orders and amendments that increase a contract or other agreement with an initial value of more than \$15,000,000 by twenty five percent or more shall require approval of the Board.

VOTED:

Notwithstanding the above, the General Manager, or his designee, is temporarily authorized to execute in the name of and on behalf of the MBTA, contract amendments and change orders in support of the MBTA's Capital Acceleration plan, and each contract amendment and change order shall not exceed \$15,000,000. This temporary delegation shall expire on December 31, 2019 and may include contract amendments and change orders in support of the 2019 and 2020 capital programs.

VOTED:

In the event that the General Manager recuses himself from participating in a particular matter in accordance with the Massachusetts Conflict of Interest Law (M.G.L. ch. 268A), the General Manager shall notify the Board in addition to his appointing authority and the Chairman of the Board shall appoint a MBTA staff person to act on the General Manager's behalf.

FURTHER VOTED:

The prior delegations of the Board dated August 1, 2016; January 23, 2017; October 2, 2017; September 17, 2018; and August 12, 2018, are hereby superseded by this Delegation of Authority Vote.

Chairman Aiello next called upon Jody Ray, Assistant General Manager of Commuter Rail to present Agenda Item 20, a discussion of four General Engineering Contracts for Railroad Operations. Mr. Ray provided an overview of the four contract amendments to existing contracts with STV, Jacobs, HNTB and VHB. The original contracts were initially executed in 2015, and each has been amended at least twice over the ensuing years. Mr. Ray was seeking Board approval of all of the contracts whose terms would be extended through the end of 2020, as set forth in the attached document labeled, "General Engineering Contracts, September 16, 2019."

On motion duly made and seconded, it was:

VOTED:

That the General Manager, or his designee, is hereby authorized to execute in the name of and on behalf of the Massachusetts Bay Transportation Authority, and in a form approved by the General Counsel, an amendment to General Engineering Contract No. RROPS20 with VHB Inc. for a sum not to exceed \$1,000,000.00 with a termination date of December 31, 2020;

FURTHER VOTED:

That the General Manager, or his designee, is hereby authorized to execute in the name of and on behalf of the Massachusetts Bay Transportation Authority, and in a form approved by the General Counsel, an amendment to General Engineering Contract No. RROPS17 with HNTB Corporation for a sum not to exceed \$1,000,000.00 with a termination date of December 31, 2020;

FURTHER VOTED:

That the General Manager, or his designee, is hereby authorized to execute in the name of and on behalf of the Massachusetts Bay Transportation Authority, and in a form approved by the General Counsel, an amendment to General Engineering Contract No. RROPS18 with Jacobs Engineering Inc. for a sum not to exceed \$2,000,000.00 with a termination date of December 31, 2020;

FURTHER VOTED:

That the General Manager, or his designee, is hereby authorized to execute in the name of and on behalf of the Massachusetts Bay Transportation Authority, and in a form approved by the General Counsel, an amendment to General Engineering Contract No. RROPS19 with STV Incorporated for a sum not to exceed \$2,000,000.00 with a termination date of December 31, 2020;

Next, Chair Aiello called on Steve Hicks, Chief Mechanical Officer to present Agenda Item 21, a consulting contract to support procurement of specialized work

vehicles. Mr. Hicks was seeking Board approval for a contract with LTK Engineering Services for \$4,061,930.62 that would provide project management and engineering services in support of the necessary procurement of eight subway work cars, as set forth in the attached document labeled, "Consulting Contract to Support Procurement of Specialized Work Vehicles, September 16, 2019." Discussion ensued.

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 Consulting Contract No. V93PS01: Project Management and Engineering Services in Support of Procurement of Subway Work Cars with LTK Engineering Services for an amount not to exceed \$4,061,930.62.

Mr. Hicks remained at the podium to present Agenda Item 22, a discussion of the Green Line Type 8 Truck Overhaul Procurement. Mr. Hicks was seeking Board approval for a contract with ORX Railway Corporation for \$18,241,367.40 for the overhaul of 95 center trucks and spares, overhaul of 24 motor trucks for assessment and supply four carsets of temporary trucks to increase the available fleet, as set forth in the attached document labeled, "Green Line Type 8 Truck Procurement, September 16, 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, a contract with ORX Railway Corporation for the Overhaul of Green Line Type 8 Truck Assemblies Corporation for an amount not to exceed \$18,241,367.40.

On motion duly made and seconded, it was:

VOTED: to adjourn at 3:31 p.m.

Documents relied upon for this meeting:

Commuter Rail Performance Update, September 16, 2019
South Boston Waterfront – Emergency Access Ramp Silver Line, September 16, 2019
Commuter Rail Fall Schedule and Foxboro Pilot, September 16, 2019
South Coast Rail ISA, September 22, 2019
MassDOT Board Vote - \$60M in Capital Support for MBTA, September 16, 2019
MBTA Safety Panel Review Update, August 26, 2019
Report from the General Manager and Deputy General Manager, September 16, 2019
FMCB Public Schedule, September 16, 2019
Red/Blue Line Connector Study, September 16, 2019
General Engineering Contracts, September 16, 2019
Consulting Contract to Support Procurement of Specialized Work Vehicles, September 16, 2019
Green Line Type 8 Truck Procurement, September 16, 2019