



Deval L. Patrick, Governor  
Richard A. Davey, Secretary & CEO



## MINUTES

### MassDOT BOARD MEETING OF JULY 16, 2014

At the call of the Chair, a Meeting of the Board of Directors of the Massachusetts Department of Transportation was held at the Lawrence Public Schools Building, 255 Essex Street, Lawrence, MA 01841 on Wednesday, July 16, 2014.

Those present were: Messrs. Jenkins, Blue, Bonfiglio, Davey, Macdonald, Miss Loux and Mr. Whittle being the Board of Directors of the Massachusetts Department of Transportation.

Also present were Frank DePaola, Administrator-Highway Division; Celia Blue, Assistant Secretary and Registrar of Motor Vehicles; Dr. Beverly Scott, General Manager, Chris Willenborg, Aeronautics Administrator, Jeffrey Simon, Assistant Secretary for Real Estate and Asset Management; Cyndi Roy-Gonzalez, Assistant Secretary for Communications; Faye Boardman, MassDOT Chief of Staff, Jon Davis, Chief Financial Officer-MBTA; Dana Levenson, Chief Financial Officer-MassDOT; Paige Scott Reed, General Counsel and Owen Kane, Senior Counsel to the Board.

The Chairman, Mr. Jenkins, presided.

Chairman Jenkins called the Open Meeting to Order and presented the order of business.

The first speaker was Roxana Rivera. She is the district leader for SEIU. She spoke regarding the impending cuts to the cleaning staff. She stated that this will impact the workers as well as passengers. These cuts are coming after a 5% cut in staff that was already implemented. She is concerned with the cuts and burdens that will happen with the implementation of the new cleaning contract. She is also in support of implementing the youth pass program.

Next Mayor Daniel Rivera spoke. Mayor Rivera welcomed the MassDOT Board and thanked them for coming to Lawrence. He discussed Chapter 91A monies given to Lawrence and the projects it will be used for and the relocation of the RMV Branch into Downtown Lawrence. Mayor Rivera is dedicated to continue to work with the Commonwealth and MassDOT to improve Lawrence.

Chairman Jenkins continued public comment.

The next speaker was Jorge Rivera. Mr. Rivera is a part of the group of janitors that work for the MBTA that will lose his job with the new contracts. He would like the Board and the MBTA to work to save the 100 jobs that are going to be lost.

The next speaker was David Jenkins, director of the Roxbury Environment Empowerment Project. He was there to support the idea of a Youth Pass and reiterate the need to keep public transit affordable for the youth of Boston. Since the last Board meeting he met with Secretary Davey and General Manager Dr. Scott and he believes that steps are being taken to come together around the issue of youth affordability. He also supports the MBTA janitors and hopes that the MBTA will work with them to save jobs.

Chairman Jenkins closed public comment period.

Next was approval of the minutes for March 12, May 14 and June 18, 2014.

**On motion duly made and seconded, it was;**

**VOTED: to approve the minutes of March 12, 2014.**

**On motion duly made and seconded it was;**

**VOTED: to approve the minutes of May 14, 2014.**

**On motion duly made and seconded, it was;**

**VOTED: to approve the minutes of June 18, 2014.**

Next Secretary Davey gave his report. (full report attached)

Next were the reports from the Administrators.

The next presentation was from Administrator Frank DePaola. Administrator DePaola updated the end results of FY14. The Capital construction program has expended \$979,204,989 on capital construction work on the highway system. This is down from the \$1.1 billion due to delay from the passage of the Transportation Bond Bill. For FY15 they are projecting a little more spending at \$1.4 billion which translates into jobs. They estimate every billion spent is translated into 20,000 direct hire construction jobs. He ended by updating the Board on the All Electronic Tolling (AET) conversion on the Tobin Bridge. As of midnight Sunday, going into Monday morning, MassDOT anticipates switching over to the all electronic tolling format to the Tobin Bridge.

Next Chris Willenborg, Aeronautics Administrator gave his report. Mr. Willenborg reported that they had a very successful Aircraft Owners and Pilots Association fly-in at the Plymouth Airport. They had over 500 airplanes fly in and over 4,000 attendees. There were a lot of safety workshops and exhibits. Next he updated the Board on the big two runway projects. The Barnes Regional Airport runway is finished. The Marshfield Municipal Airport runway re-opened last month after being closed for three months. The New Bedford Regional Airport just started and the project is anticipated to be finished in October. He ended with recognizing Mike Miller the airport manager for the Lawrence Municipal Airport.

General Manager Scott announced the safety campaign they just launched; "Take five for safety". This is to generate awareness amongst

employees with safety. Under Customer Service, this month marked the start of Keolis as the new Commuter Rail operator. A regular feature under this new contract will be regular reports to the Board of Directors. She acknowledged the great job the team did with Independence Day celebrations. The General Manager gave accolades to Jonathan Davis and the Budget department for closing the FY14 books on or under budget. The MBTA Futures, Charting the Path of Transit Excellence study is under way with an RFP being sent out. This focuses on self improvement and looking toward the future. The General Manager ended with an update from Hyundai Rotem. There are only two cars left to be put in service.

Next Rachel Bain did a presentation on the Office of Performance Management and Innovation. Ms. Bain went through the history of the office. The office was established under the acts of 2009, Chapter 25, Section 6A for a culture change for Performance Management at MassDOT. The cascade effort in Performance Management is exactly the result OPM&I intended when it started. In the future OPM&I will have to change its tactics to capitalize on the great work being done throughout the organization. The goals and metrics have to evolve as the organization matures. Going forward the Performance and Accountability report will be published on a quarterly basis. They are also working towards publishing an interactive Dashboard online that refreshes each quarter and is available to the public to get into any particular performance metric. Her office will continue to collect data. In the next six months the office is going to work on adding more innovation. She ended with discussing the big data and open data

sphere. MassDOT has sponsored two data challenges in an effort to capitalize on a trending community of civically minded hackers. MassDOT is growing up and they need to be trendsetters. They are also looking at open data sustainability. Currently the MBTA has over 90 Apps that was created with open data and if the data doesn't continue to stay open all of those apps go dark. The Secretary added the goal is to have Ms. Bain to come to the Board quarterly. Ms. Bain asked for feedback on her report and she will be back in October.

Next Registrar Blue gave her report. The Registrar gave a presentation on ALARS. She went through the overall accomplishments of the project. Task order one has been completed. They have really tightened up the scope, schedule and cost allocation. Task Order Two is around customer relationship management. They are looking to implement the call interaction traction and case management, new Web account, new security solutions, and they will basically know every time a customer contacts the RMV. Task Order Three, the medical affairs, issues the disability placards. They will introduce web-based registration. Task Order Four is for e-citation acceptance, vehicle registration and sanctioning, title, registration and anything to do with a vehicle. They are also going to look at electronic signatures with insurance companies. Task Order Five will be mainly focused on license and sanctioning and will continue to build out the revenue piece and continue to finish the citation piece. The Registrar discussed the timeline. Task Order Two is scheduled to be finished towards January/February 2015. They expect to be finished January 2017. The Board discussed the

budget and had some questions. The Board asked the Registrar to present in more detail the budget at the next Audit and Finance meeting.

The next item on the agenda was the Authorization to execute a deed and Operating Agreement and other documents pertaining to the acquisition of the Massachusetts segment of the Berkshire Line from the Housatonic Railroad Company ("HRRC") presented by Jody Rail, Director of Rail for MassDOT. The completion of this acquisition will transfer the ownership of the HRRC Rail line that extends approximately 37 miles between Pittsfield, Massachusetts where it joins with the CSXT Main Line to the Connecticut Border in Sheffield, Massachusetts. This route begins in Pittsfield and passes through Lenox, Lee, Stockbridge, and Great Barrington before reaching Sheffield. The rail line is being acquired to begin the process of connecting the huge tourist population in the Berkshire Hills to New York City. A business plan prepared in 2010 identifies a significant demand for such a service and a Economic Benefits Study prepared by Mr. Stephen Sheppard of the Center for Creative Community Develop (C3D) at Williams College clearly demonstrates that there is great benefit beyond meeting the transportation needs of the area. A second Paper prepared at Williams College also delves into the rationale of undertaking this public investment in restoring passenger rail serving the Berkshires. These initial documents were based around a rail service operated by the Housatonic Railroad with public investment however while this transaction supports that notion it allows MassDOT determined the best options for providing the service.

The Operating Agreement requires some major track improvements that along the entire length of track however these improvements are limited to those required to insure safe train operations until the larger passenger rail project can be assembled connecting the end of this segment at the Massachusetts border to the Metro North RR at either Danbury station in CT or the Southeast Station in NY. The track improvements required subsequent to executing the deed represent about 40% of the full build envisioned to accommodate the passenger rail operation. The full build would add signal systems, stations and platforms, passing tracks and additional track upgrades to support higher speed and more frequent train operations. The Bond Bill anticipated \$113Million to fund the Massachusetts portion of this project but at this time we are only seeking the approval of the funds require to acquire the rail line real estate and to undertake an initial track improvement project.

The cost to acquire the HRRRC Berkshire Line within the Commonwealth is \$12,130,000.00. The Value of the track was established by an independently appraised by MassDOT was agreed to by HRRRC. The initial track improvements are estimated to be approximately \$35,000,000.00 and will be designed and constructed to permit the operation of passenger trains but will serve only freight trains until the Connecticut portion of the project is completed. At this point Connecticut while supportive of the Berkshire passenger rail have been cautious to remain focused on their rail project already underway but as yet unfinished. We expect to begin the initial track improvements immediately after the deed is executed and as materials become available. The final track and Right of Way

improvements would be undertaken so that they can be completed prior to the start of such passenger service but that activity would be subject to another request to this Board. MassDOT has been engaged in earnest discussions with HRRC for almost two years in connection with the state's desire to acquire begin passenger service in the Berkshires. The HRRC proposed a cost of \$200million to begin the service but upon review of their documents additional costs became known specifically for station construction and rolling stock. Further some costing assumptions seemed to understate the total cost of the service. There was no attempt to split the cost between the states but The Massachusetts piece has seen the least investment over the years. From the start MassDOT was adamant that any significant investment in the track and ROW infrastructure could not be to track in private ownership and that the negotiation needed to begin with the sale of the property to the commonwealth. The owners of HRRC were initially hesitant but understood that MassDOT ownership meant that they could get the benefit of track improvements much earlier and while Massachusetts took on the role to work with Connecticut to provide the connection from the MA border to Metro North.

On motion duly made and seconded, it was;

**VOTED: That the Secretary/CEO is authorized to execute, in the name of and on behalf of the Massachusetts Department of Transportation, a purchase and sale agreement, a deed, an operating agreement, and any other documents required or desired to complete the acquisition of the railroad right-of-way known as the Berkshire line of the Housatonic Railroad in Massachusetts for an amount not to exceed \$12,130,000.00 and that the Secretary/CEO is authorized to expend a sum not to exceed \$35,000,000.00 to rehabilitate said Berkshire line, in the name of and on behalf of the Massachusetts Department of Transportation in a manner consistent with the best interests of the Commonwealth.**

The next item on the agenda presented by Thom Dugan was the authorization to request approval of an Intergovernmental Service Agreement (ISA) between MassDOT, and the MBTA for \$53,446,131 to fund the Program Manager/Construction Manager contract to make improvements to the Red and Orange line infrastructure in advance of the delivery of 74 new Red Line vehicles and 152 Orange Line vehicles.

On motion duly made and seconded, it was;

**VOTED: That, the Board of Directors hereby approves and authorizes the Secretary/CEO to execute an Intergovernmental Service Agreement (ISA) in the amount of \$53,446,131 (including administrative expenses) which allows the MBTA to implement Red and Orange Line infrastructure improvements.**

The next item on the agenda also presented by Thom Dugan was Authorization to request that the Board of Directors approve an Intergovernmental Service Agreement (ISA) between MassDOT, and the MBTA for \$25 million to fund the MBTA Expanded Energy Efficiency Upgrade program.

On motion duly made and seconded, it was;

**VOTED: That, the Board of Directors hereby approves and authorizes the Secretary/CEO to execute an Intergovernmental Service Agreement (ISA) in the amount of \$25,000,000 (including administrative expenses) which allows the MBTA to develop and implement Energy Efficiency Programs throughout the Authority.**

Chairman Jenkins announced that Item 12 was withdrawn from the agenda.

The next item on the agenda was presented by Ann Gorczyca was the authorization to execute contract No. 79148 entitled, All Electronic Tolling System (AETS), Design-Build Project with Raytheon Company, in the amount of \$130,364,679.00.

On motion duly made and seconded, it was;

**VOTED: That the Secretary/CEO and/or Administrator for the Highway Division, be and hereby is, authorized to execute, in the name and on behalf of the Department, and in a form approved by General Counsel, a certain Highway Division Contract No. 79148 entitled, All Electronic Tolling System (AETS)" Design-Build Project with Raytheon Company, in the amount of \$130,364,679.00 based upon a schedule of unit prices, said Design-Build Entity being the Best Value bidder in response to requests for sealed proposals.**

On motion duly made and seconded, it was

**VOTED:** To adjourn.

Documents used for this report:

Minutes for March 12, May 14 and June 18, 2014

Secretary's Report

ALARS PowerPoint

Staff Summaries 8-11