

MINUTES OF THE MEETING
of the
MASSACHUSETTS CONVENTION CENTER AUTHORITY
November 16, 2023

A meeting of the Massachusetts Convention Center Authority (“Authority”) was convened on November 16, 2023, at the Hynes Convention Center (“Hynes”), 900 Boylston Street, Boston, MA and via MICROSOFT TEAMS MEETING OR JOIN BY TELEPHONE: DIAL-IN NUMBER 1-857-702-2232; CONFERENCE ID: 519 642 052#.

Members in attendance at the Hynes or via MICROSOFT TEAMS were the following: Emme Handy, Carlos Aramayo, Cindy Brown, Sheena Collier, Xiomara Alban DeLobato, Michael Donovan, Michael F. Flaherty, Ashley Groffenberger, Meg Mainzer-Cohen, Dr. Aisha Miller, Chris Pappas, Khushbu Webber, and Gwill York.

Staff members in attendance at the Hynes or via MICROSOFT TEAMS were the following: David Gibbons, Christopher Donato, Michael Esmond, Robert Noonan, Devin Taylor, John Donahue, Deirdre Manning, David Silk, Brendan Flynn, Herschel Herndon, Shannon Smith, Courtney Shanahan, Arthur Fritch, Joanne Pages, and Mark O’Leary.

Sean Dolan, Joseph Flanagan, and James Boucher of MGM Springfield and Board Special Counsel Tom Kiley were also in attendance.

I. ROLL CALL

Chair Emme Handy called the meeting to order at 10:47 a.m., and a quorum was established by a roll call.

Emme Handy	Present
Carlos Aramayo	Present
Cynthia Brown	Present
Sheena Collier	Present
Xiomara Alban DeLobato	Not Present ¹
Michael Donovan	Present
Michael F. Flaherty	Present
Ashley Groffenberger	Present
Meg Mainzer-Cohen	Present
Dr. Aisha Miller	Present
Chris Pappas	Present
Khushbu Webber	Present
Gwill York	Present

¹ Xiomara Alban DeLobato appeared at approximately 11:10 am. She missed Roll Call and the two votes on the Minutes.

II. MINUTES

Upon motion duly made and seconded, the minutes of the October 19, 2023, Board Meeting were unanimously approved by roll call vote.

Emme Handy	Yes
Carlos Aramayo	Yes
Cynthia Brown	Yes
Sheena Collier	Yes
Michael Donovan	Yes
Michael F. Flaherty	Yes
Ashley Groffenberger	Yes
Meg Mainzer-Cohen	Yes
Dr. Aisha Miller	Yes
Chris Pappas	Yes
Khushbu Webber	Yes
Gwill York	Yes

III. MINUTES

Upon motion duly made and seconded, the minutes of the October 19, 2023, Board Meeting Executive Session were unanimously approved by roll call vote.

Emme Handy	Yes
Carlos Aramayo	Yes
Cynthia Brown	Yes
Sheena Collier	Yes
Michael Donovan	Yes
Michael F. Flaherty	Yes
Ashley Groffenberger	Yes
Meg Mainzer-Cohen	Yes
Dr. Aisha Miller	Yes
Chris Pappas	Yes
Khushbu Webber	Yes
Gwill York	Yes

IV. EXECUTIVE DIRECTOR'S REPORT

Prior to the Executive Director's Report, Board Chair Emme Handy made a statement to the Board. In summary, the Chair stated that because of the recent Board personnel changes the Board needs additional time to understand the D & Street Development RFP process before taking a vote on the designation of a developer, she decided to cancel the previously scheduled vote and not go forward with the Board update on the matter.

1. David Gibbons welcomed the Board Members.

2. Today I am excited to bring to the Board a vote for cleaning and ancillary services at the BCEC, Hynes and Lawn On D to be awarded to Done Right Building Services, Inc. I want to thank the MCCA internal selection committee members for their time and commitment to the procurement process around this large contract: Chief of Operations, John Donahue; Building Services Manager, Juan Oller; Assistant General Manager, Michael Tedford; Financial Planning & Analysis Manager, Jon Paquin; and Chief Diversity Officer, Herschel Herndon. I also want to congratulate and recognize Anthony Samuels, Founder of the 100% minority owned Done Right Building Services, and a founding member of BECMA, whose team is celebrating thirty (30) years of leading the way and breaking supplier diversity barriers in navigating the world of Facility Services.
3. Also, in the Development & Construction Committee we had an update on the Springfield Strategic Study which will come to the full Board in the Spring. This study will show what 20 years of Authority investment in hospitality infrastructure can create and map out operational and capital spending over the next five years.
4. On Friday, October 27 our team at the BCEC welcomed Mayor Wu and the Boston Police Academy for the graduation ceremony of Boston Police Recruit Class 63-23. We were happy to play host once again to such an inspirational event and I want to congratulate all 130 members of the police academy's graduating class and thank them for their dedication and service to the City of Boston.
5. On Monday, we were excited to welcome back the Boston Semper Fidelis Society to the BCEC for the United States Marine Corps (USMC) Birthday Luncheon. This was the 36th year for this beloved event, celebrating 248 years of the USMC, and was well attended by active servicemen, veterans, and family members from across the country.
6. Across town, our team is currently moving out the American Association for the Study of Liver Diseases after hosting The Liver Meeting 2023 for five days of workshops, hands-on training and information sessions focused on the latest in liver diseases and medical procedures.
7. At the end of October our team held the MCCA Pumpkin Wars event at the BCEC where internal departments, social clubs and in-house partners put their pumpkin-carving skills to the test ahead of our staff gathering. Each and every team who submitted a pumpkin did a fantastic job and I want to congratulate the members of the MCCA Book Club who were voted best pumpkin by their peers. Thank you to the MCCA S.W.I.M. (Society for Workplace Involvement & Morale) Team for organizing the event and I look forward to Next Tuesday's Friendsgiving Potluck.
8. As we approach Thanksgiving, our team is excited to once again partner with several local annual programs, such as Pie in the Sky and the Friends of the Children's Turkey Drive, which have such an incredible impact on the local community. We will also be welcoming Toys for Tots back beginning this Sunday as they set up their regional headquarters at the BCEC for the height of the giving season ahead of Christmas.

9. I want to wish you all a safe and happy holiday season and thank you for your continued support!

V. **BOSTON CONVENTION MARKETING CENTER PERFORMANCE REPORT**

Milt Herbert, Executive Director of the Boston Convention Marketing Center (“BCMC”), gave a brief sales report, including the following highlighted information:

1. Citywide Convention Sales (October 2023). Association for Molecular Pathology Annual Meeting & Expo 2025 at the BCEC in November 2025 with 8,320 room nights, American Clean Power Association Offshore WINDPOWER Conference and Exhibition 2025 at the Hynes in October 2025 with 3,510 room nights, and American Clean Power Association Offshore WINDPOWER Conference and Exhibition 2027 at the Hynes in September 2027 with 3,510 room nights.
2. Citywide Convention Sales & Hotel Relations (July 2023 – October 2023). There were two (2) BCEC events and four (4) Hynes events for a total of six (6) events with 35,413 total room nights.
3. Events & Sales Media (October 2023). There were eight (8) BCEC events, six (6) Hynes events, and two (2) Lawn On D events for a total of sixteen (16) events and 2,606 total room nights.
4. Events & Sales Media (July 2023 - October 2023). There were twenty-five (25) BCEC events, twenty-one (21) Hynes events, and seventeen (17) Lawn On D events for a total of sixty-three (63) events and 5,498 total room nights.
5. Events & Media Sales (October 2023). The International Brotherhood of Electrical Workers (IBEW) will be hosting their 125th Celebration at the BCEC in September 2025, with an estimated 5,000 guests in attendance. The Lawn on D season for CY 2023 concluded with 75 events. The peak selling period continues to be in August with 25 events this year, followed by June with 21 events. Sponsorship & Advertising revenue generated over \$145,000 in the month of October from in-house events and local advertising (YTD sponsorship revenue is over \$362,000).
6. BCEC & Hynes Events November - December 2023. National Scholastic Press Association JEA / NSPA Fall NHSJC 2023 at the Hynes from November 2-5, 2023 with 4,285 room nights; Rockwell Automation Fair 2023 at the BCEC from November 6-9, 2023 with 13,983 room nights; American Association for the Study of Liver Diseases The Liver Meeting Annual Meeting 2023 at the Hynes from November 11-13, 2023 with 21,030 room nights; American Speech-Language-Hearing Association Annual Convention 2023 at the BCEC from November 16-18, 2023 with 18,250 room nights; DISCO International, Inc. Boston Career Forum 2023 at the Hynes from November 17-19, 2023 with 3,675 room nights; Materials Research Society Fall Meetings 2023 at the Hynes from November 27 - December 1, 2023 with 13,071 room nights; and American

Society for Cell Biology Annual Meeting 2023 at the BCEC from December 3-5, 2023 with 14,220 room nights.

7. A Look at Costs in U.S. Cities. Hotel Costs (Room Rates) are high in Boston. The top 3 according to STR lately are (in terms of both occupancy and ADR): New York, Boston, Las Vegas. Why Do Customers Still Pick Boston? They do better in terms of attendance. They do better because of the exhibitor's draw. They do better because of financial performance. They do better because Boston is a destination that Show Owners, Exhibitors, and especially attendees want to go. Much of the work associated with an event occurs before the event starts and after the event ends. From the outside it looks like nothing is going on in the convention center and that work is very labor intensive.
8. A Recent Survey of Material Handling & Labor Rates by The Exhibitor Advocate, Tradeshow Logic, and Evolio Marketing. The survey evaluated 160 events in 16 cities by reviewing the "Exhibitor Manuals & Rates" publications associated with those 160 events. This survey was done for events occurring in the calendar year 2022. The 3 categories that were evaluated were: Material Handling which is the movement of freight from the docks to the show floor before the show starts and back to the docks when the show is over; Electrical Labor Rate which is the connection costs of electricity that occurs inside the booth on the show floor; and Installation and Dismantle Labor Costs which are the costs associated with the assembly of the booth before the show starts and the teardown of the booth when the show ends. The average costs in these 3 categories across the 160 events in 2022 were: Material Handling in straight time (\$1.88/pound); Electrical Labor Rate in straight time (\$132/hour); Installation and Dismantle Rate (\$140/hour). Costs will increase per the associated labor contracts in a given destination (there is a wide variation in the work rules from city to city) because of overtime rates, double-time rates, and who is allowed to do that work. These are part of the cost evaluations that are done by an event when selecting a city location and an exhibitor in deciding what events they will participate in. Boston is ranked the second most expensive for straight-time display labor, third most expensive for straight-time electrical labor, third most expensive for straight-time material handling labor.

VI. MASSMUTUAL CENTER/MGM SPRINGFIELD SALES AND MARKETING UPDATE

Sean Dolan, Joseph Flanagan, and James Boucher of MGM Springfield gave an update as to the status of the MassMutual Center.

1. Client Surveys – October & November. Eleven (11) surveys received: overall experience = 5/5; likelihood to return = 9.9/10; and likelihood to recommend = 9.81/10.
2. Sales Update (October 2023). There have been ten (10) definite bookings for \$200,475 in revenue and 3,174 room nights and thirteen (13) tentative bookings for \$192,375 in revenue and 925 room nights.

3. October Revenue Highlights. 2nd highest revenue in rental and catering: 60% Association Market; 70% of association is new; ancillary revenues over \$110K; 30% contracted for 2024; and over \$2M in economic impact.

VII. REPORT OF ADMINISTRATION, FINANCE & PERSONNEL COMMITTEE

Administration, Finance, & Personnel Committee Chair Khushbu Webber introduced Michael Esmond, Chief Financial Officer, who in turn introduced Michael Rodino, Controller, who made a presentation to the Board on the Authority's Fiscal Year 2023.

1. Fiscal Year 2023 Financial Highlights

Operating Revenues increased approximately \$19.5M, or 30.9%, to \$82.8M from \$63.3M in FY22. This was the largest annual revenue generated by the MCCA. Operating Expenses increased approximately \$19.3M, or 17.9%, to \$127.5M from \$108.2M in FY22. Operating Loss, including depreciation, was \$44.7M in FY23, \$44.9M in FY22, excluding depreciation, was \$6.8M in FY23, \$6.6M in FY22. The Coverage Ratio was 0.91 FY23 versus 0.98 in FY22.

Assets / Deferred Outflows increased \$6.0M in FY23, from \$728.3M to \$734.3M. Current assets increased by 15.0%, from \$95.4M to \$109.5M, \$13.5M increase in restricted assets. Non-current assets fell by \$8.6M, or 1.4% reduction in capital assets after annual depreciation. Liabilities / Deferred Inflows increased by \$2.6M, 2.8%, from \$90.3M in FY22 to \$92.9M. \$5.6M increase in net retirement (pension/OPEB) liabilities. Net Position had a \$641.4M, \$3.4M increase from FY22, a 0.5% increase.

The Authority's net position for FY23 was \$641.4M, compared to \$638.0M for FY22, a \$3.4M change or 0.53%.

The OPEB Trust liability has gone from \$18,825,360 in FY22 to \$22,492,749 in FY23. The Plan's fiduciary net position \$14,007,061 in FY22 to \$18,442,913 in FY23. The Authority's net OPEB liability has gone from \$4,818,299 in FY22 to \$4,049,836 in FY23. The Plan's fiduciary net position as a percentage of the total OPEB liability has gone from 74.41% in FY22 to 81.99% in FY23.

The Authority's Pension Trust had a beginning balance on July 1, 2022 of \$29,572,816 and an ending balance on June 30, 2023 of \$35,984,851.

2. Board Vote – Acceptance of Financial Statements and Independent Auditor's Report

The Authority's outside auditing firm, RSM US, LLP, made a report and presentation to the Administration, Finance & Personnel Committee at its recent meeting concerning the Authority's Financial Statements and Independent Auditor's Report for Fiscal Year 2023.

A motion duly made and seconded, the Board voted unanimously to approve by roll call vote as follows:

VOTE: The Massachusetts Convention Center Authority hereby votes to accept Financial Statements for the Year Ended June 30, 2023, and Independent Auditors Report and Report on Internal Control and Compliance for the Year Ended June 30, 2023, prepared by RSM US, LLP.

Emme Handy	Yes
Carlos Aramayo	Yes
Cynthia Brown	Yes
Sheena Collier	Yes
Xiomara Alban DeLobato	Yes
Michael Donovan	Yes
Michael F. Flaherty	Yes
Ashley Groffenberger	Yes
Meg Mainzer-Cohen	Yes
Dr. Aisha Miller	Yes
Chris Pappas	Yes
Khushbu Webber	Yes
Gwill York	Yes

3. Board Vote – Cleaning and Ancillary Services for the BCEC, Lawn On D, and the Hynes

Per statute, as set forth in M.G.L., the Authority formed a Selection Committee which conducted a two-phase process; first requesting, receiving, and reviewing qualifications of six interested Cleaning Firms to develop a shortlist of three firms and second solicited, received, and reviewed proposals and conducted interviews of the proposers. The Selection Committee utilized a selection criterion to rank the most advantageous firm based on but not limited to; experience, similar projects, staffing plan, local presence, overall management plan, transition plan, supplier diversity and fee to rank the three firms for award of the contract.

The proposals from three firms were received on Wednesday, October 25, 2023, and ranked as the following:

FIRM	COMPARABLE ANNUAL COST	RANKING	COMMISSION
Done Right Building Services, Inc.	Lowest Projected	Highly Advantageous	10%
ABM Janitorial Services, Inc.	2 nd Lowest Projected	Advantageous	10%
UG2	Highest Projected	Advantageous	7.25%

The Selection Committee's most advantageous first-ranked firm is Done Right Building Services, Inc. In accordance with MGL. c. 149, the selection committee recommended the award to Done Right Building Services, Inc.

A motion duly made and seconded, the Board voted unanimously to approve by roll call vote as follows:

VOTE: **The Massachusetts Convention Center Authority hereby authorizes the Executive Director to enter into a Contract with Done Right Building Services, Inc. to provide Cleaning and Ancillary Services for the Boston Convention & Exhibition Center, Lawn on D, and the John B. Hynes Veterans Memorial Convention Center in accordance with the terms of the Request for Proposals dated October 5, 2023, for the annual charges and billing rates set forth in the proposal submitted by said firm, for a term of three years, and at the sole discretion of the Authority, to renew said contract for two additional one-year terms.**

VIII. REPORT OF DEVELOPMENT AND CONSTRUCTION COMMITTEE

Development and Construction Committee Chair Meg Mainzer-Cohen introduced John Donahue, Chief of Operations and Capital Projects, who presented the following votes.

1. Board Vote – BCEC North Lobby Café

The Authority, in response to its' clients' needs and to enhance its amenities, has determined to bring forth through its Capital Replacement Program a project to construct a new Main Lobby Café, to be called "No Name Café", requiring modifications to the existing construction within the BCEC. All procurement guidelines were followed according to MGL Statutes.

The Authority developed construction documents for public procurement in accordance with the State's construction bid law, M.G.L. c. 149. The following Contractor Bids were received on November 2, 2023:

CONTRACTOR	CONTRACTOR PRICE
GenCon, Inc.	\$2,846,482.85
APC Development Group, Inc.	\$2,848,647.00
Excell Construction Corporation	\$2,886,850.00
G.V.W., Inc.	\$3,109,055.00
Page Building Company	\$3,200,000.00
Northern Contracting Corporation	\$3,458,200.00

The M.G.L. c. 149 bid law requires an award to the lowest responsible and eligible bidder – GenCon, Inc.

A motion duly made and seconded, the Board voted unanimously to approve by roll call vote as follows:

VOTE: **The Massachusetts Convention Center Authority hereby votes to authorize the Executive Director to execute a construction contract with GenCon, Inc., for the Boston Convention and Exhibition Center – North Lobby Café addition in the amount of Two Million Eight Hundred Forty-Six Thousand Four Hundred Eighty-Two Dollars and Eighty-Five Cents (\$2,846,482.85) per documents dated September 8, 2023.**

Emme Handy	Yes
Carlos Aramayo	Yes
Cynthia Brown	Yes
Sheena Collier	Yes
Xiomara Alban DeLobato	Yes
Michael Donovan	Yes
Michael F. Flaherty	Yes
Ashley Groffenberger	Yes
Meg Mainzer-Cohen	Yes
Dr. Aisha Miller	Yes
Chris Pappas	Yes
Khushbu Webber	Yes
Gwill York	Yes

IX. REPORT OF EXECUTIVE COMMITTEE

Executive Committee Chair Emme Handy introduced Shannon Smith, Director of Transportation, who presented the following vote.

1. Board Vote - Bay State Cruise Company Contract Extension

The Authority's Transportation Department desires to extend the contract with Bay State Cruise Company to align with the existing term of its contract with the private companies that fund the ferry service. This allows the Authority to guarantee its ability to meet the terms of the ferry operations contract within the costs outlined therein.

At a recent Executive Committee Meeting the Executive Committee received a presentation and recommendation from the Transportation Department concerning the contract with Bay State Cruise Company and the Committee voted to recommend extending the contract for three (3) years.

A motion duly made and seconded, the Board voted unanimously to approve by roll call vote as follows:

VOTE: The Massachusetts Convention Center Authority hereby votes to authorize the Executive Director to extend the existing contract with Bay State Cruise Company for a term of three (3) years.

Emme Handy	Yes
Carlos Aramayo	Yes
Cynthia Brown	Yes
Sheena Collier	Yes
Xiomara Alban DeLobato	Yes
Michael Donovan	Yes
Michael F. Flaherty	Yes
Ashley Groffenberger	Yes

Meg Mainzer-Cohen	Yes
Dr. Aisha Miller	Yes
Chris Pappas	Yes
Khushbu Webber	Yes
Gwill York	Yes

IX. NEW BUSINESS

Herschel Herndon, Chief Diversity Officer, made a presentation to the Board regarding the steps already taken to improve the Authority's diversity, equity, and inclusion efforts.

DEI Tracking Underway: actions taken or in progress over last 30 days on 17 of 27 Lobel Tye recommendation categories - 63%; two Town Hall Listening Sessions Conducted; DEI Inclusive Workplace training completed - 203 FT/PT associates, CDO opens/sets expectations; and employee "Hot Line" (3rd Party administered) & communication progress updates forthcoming.

DEI Implementation Team Kicked-Off: 13 person cross-functional team selected to review Start, Stop, Continue, Exceptional Job feedback; Feedback themes identified and recommendations forthcoming December 5, 2023; and Authority Senior Staff to prioritize and communicate feedback to all staff by December 15, 2023.

Organization-wide Equity Audit Launched: project kicked off and expected completion date December 5, 2023; and Minority Business Enterprise partners identified to assist on this work.

Supplier Diversity Momentum: new MBE Selected for MCCA Cleaning Contract: \$23M Annual Spend; Supplier Diversity Criteria part of all RFPs and D & E Street Development Projects; Supplier Diversity Summit and Reception - Jan. 2024, MBE lead partner (in negotiation); and interviews underway for new Supplier Diversity Director as part of DEI team.

Strategic DEI Community Engagement Accelerating: CDO meetings underway to engage/identify new external Boston based DEI MCCA Council.

Xiomara Alban DeLobato, Chair of the Task Force, mentioned that the Task Force is eager to get going on addressing the issues identified in the Prince Lobel Tye Report. The Task Force will meet bi-weekly, and the next meeting will be Monday, November 27, 2023. The Task Force is looking forward to engaging some of the Authority's stakeholders.

X. OLD BUSINESS

No old business.

XI. EXECUTIVE SESSION: TO CONDUCT STRATEGY SESSIONS IN PREPARATION FOR CONTRACT NEGOTIATIONS WITH NON-UNION PERSONNEL

Board Chair Emme Handy stated the following: "Because we are about to conduct strategy sessions in preparation for contract negotiations with non-union personnel, it is appropriate that we move to enter Executive Session."


Upon motion duly made and seconded, the Board voted unanimously by roll call vote to enter Executive Session and adjourn the Open Board Meeting.

Emme Handy	Yes
Carlos Aramayo	Yes
Cynthia Brown	Yes
Sheena Collier	Yes
Xiomara Alban DeLobato	Yes
Michael Donovan	Yes
Michael F. Flaherty	Yes
Ashley Groffenberger	Yes
Meg Mainzer-Cohen	Yes
Dr. Aisha Miller	Yes
Chris Pappas	Yes
Khushbu Webber	Yes
Gwill York	Yes

Chair Handy then stated the following: "We are now moving into Executive Session. Everyone but Board Members and the Executive Director, please leave the room or exit the MICROSOFT TEAMS meeting."²

The Board's open meeting adjourned at approximately 12:15 p.m.

ATTEST:



Christopher R. Donato
General Counsel

Dated: 1/30/24

² Board Chair Emme Handy directed General Counsel Christopher Donato to leave the room for the Executive Session. Consequently, there was no one present to take the minutes of the Executive Session.