

**Commonwealth Of Massachusetts
County Of Dukes County, S.S.
MARTHA'S VINEYARD AIRPORT COMMISSION MEETING**

May 10, 2018 2:00PM

**Martha's Vineyard Airport Commission Conference Room
Notice of Such Meeting Having Been Posted as Required by Law**

Present: Airport Commissioners: Chair - Robert Rosenbaum, Clarence "Trip" Barnes,
Richard Michelson, Donald Ogilvie, R. Peter Wharton,
Kristin Zern,

Airport Staff: Ann Richart- Manager, Geoffrey Freeman – Assistant Manager,
Denise Tawa – Assistant to Airport Management,
Beth Tessmer - Property Manager
Water/Wastewater – Mike Eldridge, Christina Colarusso,

Dukes County: Noreen Flanders - Treasurer; Ann Metcalf – Asst. Treasurer,
Others: Matt O'Brien – McFarland Johnson,
Norm Werthwein –Finance Committee
David Mackey, Jennifer Platt* - Anderson Krieger Airport Counsel

MVY ABP: Whitney Brash – Vineyard Decorators, Nick Catt, L. Clancy—Lot 34
Angie Grant – VTA, Wayne Guyther – Hinckleys,
Brion McGroarty – True North, Louis Paciello – Lot 33,
Ted Rosbeck – Island Pools, Hélène Schaeffer – Island Professionals,
Mark Venette – Black Sheep,
Marni Lipke – Recorder

Press: Joanie Ames – MVTV, George Brennan – MV Times,
* Late arrival or early departure (see * in text)

I. CALL TO ORDER

The Martha's Vineyard Airport Commission (MVAC) meeting was called to order at 2:03PM.
The agenda was taken out of order for the convenience of some attendees.

II. APPROVAL OF MEETING MINUTES FROM APRIL 12, 2018

MR. PETER WHARTON MOVED TO APPROVE THE APRIL 12, 2018 MINUTES AS AMENDED; MR. RICH MICHELSON SECONDED; MOTION PASSED: 5 AYES, 0 NAYS, 2 ABSTENTION—MR. MICHELSON due to absence.

III. APPROVAL OF SESSION MINUTES

• May 1, 2017, August 10, 2017, December 14, 2017, January 11, 2018
MR. DON OGILVIE MOVED TO APPROVE BUT NOT RELEASE THE MAY 11, 2017, AUGUST 10, 2017, DECEMBER 14, 2017 AND JANUARY 11, 2018 EXECUTIVE SESSION MINUTES; MR. WHARTON SECONDED; MOTION PASSED UNANIMOUSLY: 6 AYES, 0 NAYS, ABSTENTIONS AS ABSENT.

MARTHA'S VINEYARD AIRPORT COMMISSION MEETING
May 10, 2018

2

LAND USE SUBCOMMITTEE REPORT

• **MR. MICHELSON MOVED TO APPROVE THE REQUEST BY TRUE NORTH HOLDINGS TO SUBLEASE TO BLACK SHEEP LLC; MR. OGILVIE SECONDED; MOTION PASSED UNANIMOUSLY: 6 AYES, 0 NAYS, 0 ABSTENTIONS.** (See 3/8/18 Minutes p.3-4 #7 B.)

• Slightly later in the meeting it was noted that deliberations on Lot 34 request for a car wash would be taken up with other land use issues in Executive Session (see below: p. 5-7 #XIII).

IV. FINANCE SUBCOMMITTEE REPORT (See documents on file.)

Chair Bob Rosenbaum once again thanked Finance Subcommittee member Mr. Norm Werthwein. Through March 2018, the Airport showed a \$60,000 surplus in operating costs—excluding capital projects. Capital projects were being monitored as to borrowing timing because operating expenses would not be adequate for the local share.

• Mr. Trip Barnes objected to \$420,000 for environmental studies, (“looking for moths”), and to the cost of the bathroom renovation. In response to MVAC questions, Airport Manager Ms. Ann Richart explained the Airport was borrowing in anticipation of federal and/or state grants that would pay the notes over the life of the project repeating that local share borrowing would facilitate cash flow and capital project timeframes; for example:

- environmental assessment by Federal Aviation Administration (FAA)/Mass. Dept. of Transportation Division of Aeronautics (MassDOT-Aeronautics) grants (already awarded),
- and bathrooms by MassDOT-Aeronautics (see 3/8/18 Minutes p.5 #X).

• After MVAC authorization, the requests would need Dukes County Commission approval and in some cases State legislature approval. A refusal would mean the process would return to square one. Management was considering requesting blanket authorization, as was common airport practice. In keeping with Finance Committee recommendations:

• **MS. ZERN MOVED TO AUTHORIZE:**

- **RENEWAL OF THE EXISTING \$450,000 FEDERAL ANTICIPATION NOTE FOR THE AIRPORT RESCUE AND FIRE FIGHTER BUILDING CONSTRUCTION;**
- **ISSUANCE OF A \$420,000 FEDERAL ANTICIPATION NOTE (FAN) FOR ENVIRONMENTAL ASSESSMENT,**
- **BORROWING \$22,867 FOR THE LOCAL SHARE FOR THE AIRPORT RESCUE AND FIRE FIGHTER BUILDING (ARFF) DESIGN,**
- **BORROWING \$164,212 FOR THE LOCAL SHARE FOR THE BATHROOM UPGRADE,**
- **BORROWING \$30,467 FOR THE LOCAL SHARE OF SNOW REMOVAL EQUIPMENT (SRE),**
- **BORROWING \$473,200 FOR THE LOCAL SHARE OF THE WASTEWATER TREATMENT FACILITY HEATING/VENTILATION/AIR CONDITIONING (HVAC) UPGRADE;**

MR. MICHELSON SECONDED; MOTION PASSED: 5 AYES, 0 NAYS, 1 ABSTENTION—MR. BARNES.

MARTHA'S VINEYARD AIRPORT COMMISSION MEETING
May 10, 2018

3

V. REVIEW OF OPEN MEETING LAW (OML) COMPLAINT FILED BY HARRY C. BEACH ON BEHALF OF NICHOLAS CATT DATED APRIL 24, 2018

(See documents on file & 4/12/18 Minutes p. 2, 5 & 6 #V B.)

The MVAC posted it would publicly discuss the Laundromat arrears at its April 12, 2018 meeting. Just hours before the meeting the Airport received a letter from Mr. Beach, counsel to Airport Laundromat, demanding discussion be postponed and threatening litigation if it was not. Based on that threat Airport Counsel Mr. David Mackey advised the MVAC to take up the matter in Executive Session, which was done. Mr. Beach then submitted a formal complaint to the Attorney Generals Office for alleged OML violations:

- inappropriate use of Executive Session,
- lack of amendment to the agenda,
- improper recitation by the Chair of Executive Session authorization,
- and consequent request for invalidation of the action taken.

Airport Counsel reviewed the complaint and maintained there was no violation and no remedial action necessary, given:

- the appropriateness of Executive Session in response to a written threat of litigation;
- insufficient time to repost an agenda;
- appropriate language by the Chair authorizing Executive Session.

• MR. WHARTON MOVED TO DELEGATE TO COUNSEL DAVID MACKEY OF ANDERSON KRIEGER THE RESPONSIBILITY TO RESPOND TO THE OPEN MEETING LAW COMPLAINT BY ATTORNEY HARRY BEACH ON BEHALF OF THE MARTHA'S VINEYARD AIRPORT COMMISSION; MR. MICHELSON SECONDED; MOTION PASSED: 5 AYES, 0 NAYS, 1 ABSTENTION—MR. BARNES.

VII. MCFARLAND JOHNSON WORK UPDATE (see 4/12/18 Minutes p.4 #X)

Work now focused on the Barnes Rd. area of the Martha's Vineyard Airport Business Park (MVY ABP) and the simultaneous paperwork release of the existing lots. Architectural/Historical clearance was completed. Wastewater and water supplies were not an issue. U.S. Fish and Wildlife was being notified of bat protection (in response to mainland white-nose syndrome) and Coastal Zone Management (CZM) should respond in May. Due diligence had no findings on buried hazardous waste. (Test pits and further exploration of old Navy dump near the County Administration Building was postponed till July to accommodate cash flow, but would not affect the release of the "Barnes Rd. parcel".)

• In order to demolish the decommissioned well (the 400 ft. radius impacted lot release) the well building had to be demolished. However the building had significant hazardous materials (hazmat): lead paint, asbestos, PCBs, etc. Despite extensive advertisement and substantial interest (14 contractors pulled bid documents) there were no responses to the Request for Proposal (RFP). Informal canvassing found contractors had ample work opportunities on the mainland and found Island logistics too difficult. The project would be rebid in June with a demolition target of August. McFarland Johnson would talk to the FAA about leniency in regards to already having the well permit, but action was unclear and might trigger a delay. In the meantime McFarland Johnson would proceed with property description (surveys, meets, and bounds, legal descriptions, etc.).

MARTHA'S VINEYARD AIRPORT COMMISSION MEETING
May 10, 2018

4

- A letter was submitted to MassDOT Highways to request a statement of no traffic impact to Vineyard Haven/Edgartown Rd.—the lots giving onto South Rd. to Barnes Rd. to Vineyard Haven/Edgartown Rd. (Remaining lots (i.e. mid term planning) would have traffic impacts on West Tisbury/Edgartown Rd.)

VII. WATER/WASTEWATER FACILITIES REPORT (See documents on file.)

- The plants were running at 95-98% efficiency with no outstanding issues. Staff and engineers were reviewing the 90% design plans for the coming upgrade. There was another strong chlorine incident but previously instituted procedures were able to mitigate it—sources were tracked two times out of three. Airport drinking water passed Wampanoag Lab chloroform testing.
- Staff was updating rules and regulations. The Department was working with Dellbrook on continuing Airport Rescue and Fire Fighter (ARFF) building issues (e.g. basement water leaks due to unsealed conduits) clearing their work with regards to warranty requirements. The companies were cooperative in performing work.
- Cape Light Compact/Rise Engineering funded replacement of many lights with LED bulbs, although replacement of the seldom used treatment plant fluorescents was not deemed cost efficient. Exterior lights were already LEDs. Boiler controls would be the next big project.

VIII. ASSISTANT AIRPORT MANAGER REPORT

Last week the Airport did very well on its three-day FAA Part 139 comprehensive inspection (staff training, paperwork, fire fighting, fueling, airfield markings/lighting etc.). The results were the best in many, many years, due to staff's hard work. Issues were usually small housekeeping matters already addressed or in process. Mr. Michelson attended a drill and praised operations as the best he'd seen (see below: #IX). Airport Assistant Manager Mr. Geoffrey Freeman observed the Nantucket Airport Part 139 and was impressed by their operations.

- Busy season would begin when JetBlue started service this week. The Airport was processing new hires and security.

IX. MANAGER'S REPORT

- Ms. Richart attended the American Association of Airport Executives (AAAE) convention, where she challenged the Uber Chief Technology Officer to cooperate with Massachusetts Port Authority (MassPort) on working out legal difficulties in serving Massachusetts airports.
- Management was negotiating with a new commercial airline on schedules, start dates and destinations for Vineyard service.
- Although the Airport constituted another transportation option for Island residents, the Steamship Authority ferry problems were impacting operations by delaying fuel deliveries and removal of wastewater sludge.
- Katama Airfield arrears were still unpaid (see 2/8/18 Minutes p.2 #IV 2), however a new manager was cooperative and willing to sign a Memorandum of Understanding (MOU) on purchase procedures to avoid future problems.

MARTHA'S VINEYARD AIRPORT COMMISSION MEETING
May 10, 2018

5

IX. CHAIR'S REPORT

Chair Rosenbaum also commended the FAA Part 139 inspection, which was performed by the same inspector as the failed Part 139 which resulted in a letter of investigation on multiple and recurring items, precipitating a change in Airport management (see 5/28/15 Minutes p.4 #D). The Inspector was very complimentary of people, training levels, log books, loved the new building and was impressed by cited issues that were fixed or in process within the hour.

OUTREACH/PUBLIC RELATIONS (PR) SUBCOMMITTEE REPORT

Ms. Zern encouraged Commissioners to attend Airports Council International (ACI)/AAAE conferences as valuable networking opportunities and sources of information including:

- government advocacy (such as for increased Passenger Facility Charge (PFC) rates)
- pilot shortage impacts (forcing airlines to increase plane size and lower flight frequency);
- infrastructure improvements funding—such as \$1,000,000,000 federal funds for small airports;
- noise complaints, Uber/Lyft issues, and possible public/private partnerships.

XI. ITEMS NOT REASONABLY ANTICIPATED BY CHAIR

The MVAC saluted retiring Dukes County Treasurer Ms. Noreen Mavro-Flanders with applause at her last MVAC meeting and welcomed Finance Administrator Ann Metcalf.

XII. PUBLIC COMMENT

Dr. Hélène Schaeffer of Island Professionals expressed extreme frustration with the untoward delay in the simple measure of repairing her leaking roof occasioned by Airport and FAA regulations (see Minutes: 11/9/17 p.2-3 #B & 12/14/17 p.2-3 #IV C). Airport Management was trying to expedite FAA and Air Traffic approval. The MVAC expressed their sympathy and would follow up on the matter.

XIII. EXECUTIVE SESSION TO DISCUSS STRATEGY WITH RESPECT TO PURCHASE, EXCHANGE LEASE OR VALUE OF REAL PROPERTY WITH RESPECT TO THE MARTHA'S VINEYARD AIRPORT BUSINESS PARK (MVY ABP) LOT 34, LLC REQUEST TO CONSTRUCT A CAR WASH; THE HINCKLEY REQUEST TO ASSIGN LOT #18 TO TED ROSBECK; THE TRUE NORTH HOLDINGS REQUEST TO SUBLEASE TO BLACK SHEEP; AND THE VINEYARD TRANSIT AUTHORITY (VTA) REQUEST FOR A LETTER OF COMMITMENT FOR ITS SOLAR DEVELOPER; THE CHAIR HAS DETERMINED THAT AN EXECUTIVE SESSION IS NECESSARY BECAUSE AN OPEN MEETING MAY HAVE A DETRIMENTAL EFFECT ON THE LITIGATING AND NEGOTIATING POSITION OF THE COMMISSION; THE COMMISSION WILL RECONVENE IN OPEN SESSION.

• MR. MICHELSON MOVED TO ENTER EXECUTIVE SESSION AT 3:06AM TO RETURN TO OPEN SESSION TO DISCUSS STRATEGY WITH RESPECT TO PURCHASE, EXCHANGE LEASE OR VALUE OF REAL PROPERTY WITH RESPECT TO THE MARTHA'S VINEYARD AIRPORT BUSINESS PARK (MVY ABP) LOT 34, LLC REQUEST TO CONSTRUCT A CAR WASH; THE HINCKLEY

MARTHA'S VINEYARD AIRPORT COMMISSION MEETING
May 10, 2018

6

REQUEST TO ASSIGN LOT #18 TO TED ROSBECK; THE TRUE NORTH HOLDINGS REQUEST TO SUBLEASE TO BLACK SHEEP; AND THE VINEYARD TRANSIT AUTHORITY (VTA) REQUEST FOR A LETTER OF COMMITMENT FOR ITS SOLAR DEVELOPER; THE CHAIR HAS DETERMINED THAT AN EXECUTIVE SESSION IS NECESSARY BECAUSE AN OPEN MEETING MAY HAVE A DETRIMENTAL EFFECT ON THE LITIGATING AND NEGOTIATING POSITION OF THE COMMISSION; AND TO INVITE THE AIRPORT MANAGER ANN RICHART, AIRPORT COUNSELS JENNIFER PLATT BY PHONE AND DAVE MACKEY, AND RECORDING SECRETARY MARNI LIPKE TO BE PRESENT THROUGHOUT; MS. ZERN SECONDED; MOTION PASSED UNANIMOUSLY: 6 AYES, 0 NAYS, 0 ABSTENTIONS: MR. WHARTON—AYE, MR. BARNES—AYE, MS. ZERN—AYE, MR. MICHELSON—AYE, MR. OGILVIE—AYE, MR. ROSENBAUM—AYE.

* Airport Counsel Jennifer Platt entered and left the meeting by phone.

• MR. OGILVIE MOVED TO RETURN TO OPEN SESSION AT 3:49PM; MS. ZERN SECONDED; MOTION PASSED UNANIMOUSLY: 6 AYES, 0 NAYS, 0 ABSTENTIONS: MR. WHARTON—AYE, MR. BARNES—AYE, MR. MICHELSON—AYE, MS. ZERN—AYE, MR. OGILVIE—AYE, MR. ROSENBAUM—AYE.

LAND USE SUBCOMMITTEE REPORT

• MR. MICHELSON MOVED TO APPROVE THE ASSIGNMENT OF THE H. N. HINCKLEY & SONS, INC. LEASE TO ISLAND POOLS AND SPAS, INC. WITH THE FINAL FORM OF ASSIGNMENT TO BE APPROVED BY THE AIRPORT MANAGER AND AIRPORT COUNSEL AND SUBJECT TO THE APPROVAL OF THE BANKRUPTCY COURT; MS. ZERN SECONDED; MOTION PASSED UNANIMOUSLY: 6 AYES, 0 NAYS, 0 ABSTENTIONS.

Mr. Michelson recused himself. Vineyard Transit Authority VTA Director Angie Grant reported construction start target in March 2019. In accordance with Airport Manager recommendation:

• MR. OGILVIE MOVED THAT THE MARTHA'S VINEYARD AIRPORT COMMISSION:

- APPROVE THE VINEYARD TRANSIT AUTHORITY REQUEST TO INSTALL CANOPIES AND ROOF PANELS AND RELATED ELECTRICAL INFRASTRUCTURE SUBJECT TO CONDITIONS BELOW, AND

- APPROVE THE REQUESTED RELIEF FROM SET-BACKS CONDITIONED ON TOWN OF EDGARTOWN APPROVAL:

- THE VINEYARD TRANSIT AUTHORITY OBTAIN APPROVAL AND BUILDING PERMITS FROM NECESSARY AUTHORITIES INCLUDING THE TOWN OF EDGARTOWN, MARTHA'S VINEYARD COMMISSION AND ANY OTHER WHICH MAY APPLY;

- THE VINEYARD TRANSIT AUTHORITY MUST SUBMIT A FEDERAL AVIATION ADMINISTRATION (FAA) FORM 7460-1 FOR ALL CONSTRUCTION ACTIVITY (INCLUDING THE USE OF CRANES) AND FOR

MARTHA'S VINEYARD AIRPORT COMMISSION MEETING
May 10, 2018

7

FINAL BUILDING DESIGN; MUST RECEIVE STATEMENT(S) OF NO OBJECTION OR FINDING OF NO HAZARD TO AERONAUTICAL NAVIGATION FROM THE FAA WITHOUT ANY CHANGES TO APPROACHES;
- VINEYARD TRANSIT AUTHORITY MUST SUBMIT A MASSACHUSETTS DEPARTMENT OF TRANSPORTATION (MASSDOT) REQUEST FOR AIRSPACE REVIEW FORM AND RECEIVE A FAVORABLE RESPONSE WITHOUT ANY CHANGES TO APPROACHES;
- ANY CHANGES TO PLANS WILL REQUIRE APPROVAL OF THE MARTHA'S VINEYARD AIRPORT COMMISSION;
- AIRPORT MANAGER RETAINS THE AUTHORITY TO CANCEL OR CHANGE CONSTRUCTION AT ANY POINT IF A HAZARD TO AIR NAVIGATION OR TO THE SMOOTH OPERATION OF THE AIRPORT OCCURS; AND
- CONSTRUCTION MUST BEGIN WITHIN 180 DAYS OR THIS APPROVAL IS INVALID;

MR. WHARTON SECONDED; MOTION PASSED: 5 AYES, 0 NAYS, 1 ABSTENTION—MR. MICHELSON due to conflict of interest.

- MVAC Chair Bob Rosenbaum recommended postponing any action on the request for a carwash on MVY ABP Lot 34 due to:
 - inability to constitute a Land Use Committee because of Dukes County Commission two month delay in appointing Airport Commissioners;
 - wastewater treatment plant capacity to deal with the generation of additional wastewater; and
 - other lease issues.

XIV. CONFIRMATION OF NEXT MEETING - 2:00PM, THURSDAY, JUNE 14, 2018

XV. CALL FOR MOTION TO ADJOURN

• MR. MICHELSON MOVED TO ADJOURN AT 3:56PM; MS. ZERN SECONDED; MOTION PASSED UNANIMOUSLY.

Appendix A: Tasks - None

Appendix B: Documents on file:

- Agenda 5/10/18
- Sign-in Sheet (2 p.) 5/10/18
- Grant email re: VTA Solar Project 5/9/18
- MVAC April 12, 2018 Meeting Draft Minutes (6 p.)
- MV Airport Staff Summary re: Vineyard Transit Authority Request Related to Conversion of Fleet to Electric 5/10/18
- MV Airport Water, Wastewater, and Facilities Departments, May 2018 (3 p.)
- ACI-NA/AAAE (Airports Council International/American Association of Airport Executives) Report Kristin Zern, MVAC Commissioner (3 p.) 5/6-8/18
- Anderson Kreiger response re: Open Meeting Law Complaint (14 p.) 5/14/18

Minutes approved as written 6/14/18