BEFORE THE
DEPARTMENT OF TRANSPORTATION
OFFICE OF THE SECRETARY
WASHINGTON, D.C.

Application of

BOSTON-MAINE AIRWAYS CORP.

for issuance of an amended certificate of public
convenience and necessity pursuant to 49 U.S.C. § 41102
(Interstate Large-Aircraft Operations)

Docket OST-00-7668

SUPPLEMENT NO. 9 TO
APPLICATION OF
BOSTON-MAINE AIRWAYS CORP.
FOR AMENDED CERTIFICATE AUTHORITY

Communications with respect to this document should be sent to:

John R. Nadolny
Senior Vice President and
General Counsel
BOSTON-MAINE AIRWAYS CORP.
Pease International Tradeport
14 Aviation Avenue
Portsmouth, NH 03801
(603) 766-2000 (tel)
(603) 766-2094 (fax)

Nathaniel P. Breed, Jr.
ZUCKERT SCOUTT &
RASEMBERGER L.L.P.
888 17TH Street NW Suite 700
Washington, D.C. 20006-3309
(202) 973-7919 (tel)
(202) 342-0683 (fax)
npbreed@zsrlaw.com

Attorneys for
BOSTON-MAINE AIRWAYS CORP.

October 3, 2003
October 3, 2003

SUPPLEMENT NO. 9 TO APPLICATION OF BOSTON-MAINE AIRWAYS CORP. FOR AMENDED CERTIFICATE AUTHORITY

Boston-Maine Airways Corp., d/b/a Pan Am Clipper Connection ("BMAC") hereby submits this Supplement No. 9 to the captioned application for the purpose of furnishing certain additional information in response to the request of the Department’s Fitness Division as set forth in a letter to counsel for BMAC dated September 30, 2003.

At the outset, however, BMAC is compelled to note its serious frustration with the extremely slow processing of its application for large-aircraft authority, which BMAC is manifestly fit to hold, and to exercise safely, responsibly and in compliance with the requirements of the law. The relief at issue was requested, and fully documented, in a filing by BMAC on April 18, 2003. More than five months have now elapsed without substantive
action on BMAC’s application. That delay is utterly inconsistent with the spirit of airline
economic deregulation and open market entry enacted by Congress twenty-five years ago in
October 1978.

BMAC hereby submits the following responses to the September 30, 2003 letter of
the Fitness Division.

1. **PASI Filing.** BMAC filed its initial Preapplication Statement of Intent (PASI)
   advising its FAA FSDO of its intent to add the Boeing 727 aircraft to its Operations
   Specifications on January 7, 2003. BMAC has subsequently advised the FAA of its desire to
   operate a total of seven B-727 aircraft, and its Part 121 Ops Specs amendment application is
   being processed with that knowledge. The FAA has not requested BMAC to file an
   amended PASI, and BMAC has not yet done so. BMAC will file an amended PASI when
   and if the FAA requests it to do so.

2. **William Davidson.** Mr. Davidson was assigned to the position of B-727 Fleet
   Manager by BMAC on March 17, 2003. Prior to that date, Mr. Davidson worked with
   BMAC in an untitled non-management position helping BMAC with the development of its
   B-727 manuals and other materials for submission to the FAA in conjunction with BMAC’s
   Part 121 Ops Specs amendment application. Mr. Davidson was first hired by BMAC on
   December 1, 2002.

3. **Frank Doglione.** Mr. Doglione is a qualified B-727 simulator instructor and he
   has served on a limited part-time basis as a simulator training contractor for Aeroservice in
   Florida, and expects to continue to do so in the future, primarily on weekends. Mr.
Doglione was hired and began working full-time for BMAC in the position of B-727 Fleet Training Manager on August 5, 2003. Mr. Doglione will continue to reside in Florida for the indefinite future, since his training duties for BMAC will be taking place primarily at a newly-established multi-million dollar training facility owned and operated by Pan Am Services at Orlando Sanford International Airport in Sanford, Florida. That facility features two B-727 flight simulators, as well as a variety of classrooms and other training aids, including state-of-the art video technology for BMAC's PowerPoint-based training curriculum.

4. Robert Barnes/David Mailhot. Mr. Robert Barnes, who held the position of V.P.-Maintenance with BMAC, resigned on July 31, 2003 to take a position with the FAA. Mr. Barnes is not the first employee of BMAC or its affiliate, Pan American Airways, hired away by the FAA, a fact from which the Department may draw some inference regarding the quality of these carriers' personnel.

BMAC promoted Mr. David B. Mailhot, Mr. Barnes' Assistant Vice President - Maintenance to replace Mr. Barnes on August 1, 2003. Mr. Mailhot previously held senior positions in the Maintenance Department of BMAC's affiliated sister carrier, Pan American Airways Corp. (Pan Am). A copy of Mr. Mailhot's resume and fitness data information is contained in Exhibit BMA-S/9-1, infra.

5. Gordon Long. Mr. Long does not hold two different management positions with BMAC. Mr. Long holds a single position as Vice President-Airline Operations with responsibility for managing BMAC's current operations and its planned B-727 operations.
The FAA has determined that Mr. Long's experience, including his supervision of BMAC's CASA-212 freighter operations (which is a "large aircraft" under the FAA's regulations) fully satisfies the mandatory requirements to hold the Director of Operations position with a Part 121 carrier under 14 CFR Section 119.67. The responsibilities of and qualifications for the Vice President-Airline Operations position are substantially the same as the requirements for the Manager of Flight Operations position, as reflected in the attached excerpts from BMAC's FAA-approved General Operations Manual (Exhibit BMA-S/9-2, infra). An updated organization chart for BMAC's operating management group is set forth in Exhibit BMA-S/9-3, infra. BMAC understands that the FAA has not yet approved the qualifications of Mr. Long to hold the V.P. Airline Operations position with BMAC in the specific context of BMAC's planned seven B-727 aircraft operations. However, BMAC has worked with the FAA, during the current B-727 certification process, to develop an organization which provides experienced personnel in mutually-supporting roles, including those of Manager of Flight Operations and B-727 Fleet Manager, which will ensure that BMAC's overall management team is strong. BMAC also notes that it has received written approval from the FAA to commence B-727 aircraft systems training effective October 14, 2003.

6. **BMAC Operating Management Changes.** BMAC has acknowledged and has fully explained the reasons for its inadvertent failure to mention certain newly-hired operations management personnel in BMAC's April 18, 2003 filing setting forth its expanded B-727 operating proposal in this proceeding.
Mr. John R. Nadolny, who is Senior Vice President and General Counsel of BMAC, and the undersigned outside counsel for BMAC, who drafted, reviewed and filed BMAC’s April 18th filing, each take full responsibility for the inadvertent error and omissions in that filing. They sincerely regret those omissions, and will take great care not to repeat them in the future.

BMAC notes that only one of the operating management positions involved (Director of Quality Assurance) was a mandatory operating management position under the regulations of the FAA (14 CFR Part 119.65) and the DOT (14 CFR Part 204.2(i)). BMAC fully agrees, however, that providing accurate and current information regarding other changes in its management group is an important responsibility.

BMAC strongly disagrees, however, that this inadvertent and fully-explained error by its attorneys reflect adversely on the competence of BMAC’s management or on its ability to properly manage and supervise safe, responsible and lawfully-compliant operations with large and small aircraft. The validity of that assertion is abundantly demonstrated by BMAC’s four-year history of operations as an air carrier.

7. **PFC Compliance.** BMAC has reviewed its records and believes that it is in compliance with its obligation to collect, report and remit passenger facility charges (PFC’s) under the FAA’s regulations (14 CFR Part 158).

8. **Title 18 Certification.** A Title 18 Certification verifying the accuracy and completeness of the foregoing assertions and evidence submitted by BMAC is set forth in Exhibit BMA-S/9-4, infra.
WHEREFORE, BMAC requests the Department to issue an amended Certificate of Public Convenience and Necessity authorizing BMAC to provide interstate air transportation of persons, property and mail, utilizing both small and large aircraft, as requested in its pending application in this proceeding.

Respectfully submitted,

[Signature]

Nathaniel P. Breed, Jr.
ZUCKERT SCOUTT & RASENBERGER L.L.P.
Attorneys for
BOSTON-MAINE AIRWAYS CORP.

CERTIFICATE OF SERVICE

I hereby certify that I have this day served a copy of the foregoing Supplement No. 9 to Application of Boston-Maine Airways Corp. by messenger, teletypewriter transmission, or United States mail, properly addressed and with postage prepaid, upon each of the persons listed in the Service List attached hereto.

[Signature]

Joyce S. Allen

Washington, D.C.
October 3, 2003
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<thead>
<tr>
<th>Exhibit No.</th>
<th>Title of Exhibit</th>
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<tr>
<td>BMA-S/9-1</td>
<td>Resume and Fitness Questionnaire for David B. Mailhot</td>
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<tr>
<td>BMA-S/9-2</td>
<td>Vice President Airline Operations and Manager of Flight Operations</td>
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<td></td>
<td>Duties and Required Qualifications</td>
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<td>BMA-S/9-3</td>
<td>Updated Boston-Maine Airways Operating Management Chart</td>
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<td>BMA-S/9-4</td>
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