

EXHIBIT D

CONSULTING PROPOSAL
FOR MANAGEMENT CONSULTING SERVICES
TO UNDERTAKE A COMPREHENSIVE REVIEW
OF THE STEAMSHIP AUTHORITY'S OPERATIONS
CONTRACT NO. 06-2018

[All items must be completed using this form. Additional sheets referenced by item number in the order in which they appear on this form should be used when more space is necessary for a full answer. Charts, diagrams and exhibits may be utilized if desired. A Proponent may make its Consulting Proposal in a manner other than on a copy of this form only if the Proponent clearly provides all of the information sought in this form.]

Woods Hole, Martha's Vineyard and
Nantucket Steamship Authority
228 Palmer Avenue
Falmouth, Massachusetts 02540

Gentlemen and Ladies:

We hereby submit the following Consulting Proposal for the proposed Contract for Management Consulting Services to Undertake a Comprehensive Review of the Steamship Authority's Operations (the "Contract") -- Contract No. 06-2018 -- in strict compliance with the Request for Proposals therefor, which is made a part of this proposal by reference thereto, as stated below:

A. BACKGROUND INFORMATION.

1. Name of Proponent: HMS Consulting and Technical, LLC
being a: Limited Liability Company
(corporation, partnership, individual or other)

2. If the Proponent is a corporation, the State under whose laws the Proponent was organized and is existing is: Delaware

If the Proponent is a partnership, attach a copy of the Proponent's Partnership Agreement, if any, together with any amendments thereto. If no written Partnership Agreement exists,

describe the material terms of the partnership, including the date that the partnership was formed.

3. Address of
Principal Office: 222 Pearl Street

New Albany, IN 47150

Official Representative: John A. Sainsbury

Telephone Number: 206-466-5083

Fax Number: _____

4. Provide the names and addresses of all persons interested in this proposal. (Note: Provide the first and last names in full. If the Proponent is a corporation, provide the names of the corporation's officers and directors, as well as stockholders who own more than 5% of the corporation's outstanding shares of stock; if the Proponent is a partnership, provide the names of all partners.)

Sole Member (100% Owner) – HMS Global Maritime, LLC

Directors – None, the company is a single member-managed limited liability company

Officers – John A. Sainsbury, President

John W. Waggoner, Vice President and Treasurer

Eric D. Denley, Secretary

Shawn M. Bierdz, Assistant Treasurer

Justin K. Walker, Assistant Secretary

Subcontractors - Rigor Analytics, LLC

Glosten Associates, Inc.

5. Has the Proponent or any person identified in your answer to Question No. 4 been convicted of any felony?

Yes or No: No
(If Yes, Explain)

6. Is the Proponent or any person identified in your answer to Question No. 4 a Member, officer, employee or agent of the Authority?

Yes or No: No
(If Yes, Explain)

7. During the past seven years, has the Proponent or any person identified in your answer to Question No. 4 been the subject of a petition for bankruptcy, liquidation or reorganization?

Yes or No: No
(If Yes, Explain)

8. Has the Proponent or any person identified in your answer to Question No. 4 been convicted or finally adjudicated of any of the following:

- (a) a criminal offense incident to obtaining or attempting to obtain a public or private contract (including but not limited to illegal restraint of trade or collusive bidding), or in the performance of such contract (including but not limited to falsification of information or submission of deceptive or fraudulent statements in connection with the prequalification, bidding or performance phase of a contract);
- (b) a criminal offense involving embezzlement, theft, forgery, bribery, falsification or destruction of records, receiving stolen property or any other offense indicating a lack of business integrity or business honesty which seriously and directly affects the Proponent's or the person's responsibility as a public contractor;
- (c) a violation of state or federal laws regulating campaign contributions;
- (d) a violation of state or federal law regulating hours of labor, prevailing wages, minimum wages, overtime pay, equal pay, child labor or workers' compensation;
- (e) repeated or aggravated violation of any state or federal law regulating labor relations or occupational health or safety;
- (f) repeated or aggravated violation of any state or federal law prohibiting discrimination in employment; or
- (g) repeated or aggravated violation of any state or federal environmental law?

Yes or No: No
(If Yes, Explain)

B. RELEVANT CONSULTING EXPERIENCE.

1. Provide a narrative description of the Proponent's history of experience in providing management consulting services regarding organizations' vessel operations, fleet maintenance, management structure, public communications and Information Technology systems, including any such services provided for operators of vehicle/passenger ferries. In the event Proponent has not provided consulting services for an organization's vessel operations and/or fleet maintenance (or in addition to management consulting services for organizations' vessel operations and fleet maintenance), the Proponent can describe its history of experience in providing management consulting services regarding operations similar to vessel operations and/or fleet maintenance. The narrative should detail how the Proponent's experience is indicative of its capability to provide such consulting services for the SSA.

Please see [Attachment A: Section B Relevant Consulting Experience](#)

2. List the three most recent clients for whom the Proponent has provided consulting services regarding each of the following aspects of an organization's operations:
 - (a) vessel operations (and/or other similar operations); and
 - (b) fleet maintenance (and/or other similar operations);
 - (c) management structure;
 - (d) public communications;
 - (e) Information Technology systems;together with the names, addresses, contact persons, email addresses and telephone numbers of those clients, and describe the consulting services the Proponent performed for them.

Please see [Attachment A: Section B Relevant Consulting Experience](#)

C. PROPOSED PERFORMANCE OF CONTRACT.

1. Provide sufficiently detailed and complete information to allow the SSA to evaluate fully how the Proponent proposes to fulfill the Consultant's obligations under the Contract to provide management consulting services to undertake a comprehensive review of the SSA's operations. The Proponent's response should include the Proponent's proposed Contract Schedule and also should identify the key individuals who will be involved in the Contract, should describe what their roles will be, and should provide their curricula vitae or descriptions of their relevant qualifications and experience.

Please see [Attachment B: Section C Performance of Contract](#)

2. Provide sufficiently detailed and complete information to allow the SSA to evaluate fully how the Proponent proposes to meet the Proponent's proposed Contract Schedule.

Please see [Attachment B: Section C Performance of Contract](#)

D. PROPOSED CONTRACT WITHOUT FINANCIAL INFORMATION.

Provide the Proponent's proposed Contract(s) with the SSA for the provision of Proponent's consulting services, **except for the Proponent's proposed Total Contract Price or any other information from which any aspect of the Proponent's proposed financial compensation for its services could be identified.**

Please see Attachment D: [HMS Consulting Standard Terms and Conditions](#)

E. CERTIFICATIONS AND ACKNOWLEDGMENTS.

The undersigned hereby acknowledges and certifies under the penalties of perjury, to the best of his or her knowledge, information and belief, that:

1. The Proponent agrees that if its proposal is accepted by the SSA, the Proponent will enter into a Contract with the SSA in substantially the form described in its Consulting Proposal and Financial Proposal.
2. By submission of its proposal in response to the Request for Proposals, the Proponent authorizes the SSA to contact any and all parties who may have knowledge or information concerning the Proponent's operations, experience and background and, further, hereby authorizes all such parties to communicate such knowledge and information to the SSA.
3. In making this proposal, the Proponent has relied only upon the matters contained in the Request for Proposals and addenda thereto which have been issued by the SSA and disseminated to all potential proponents. The Proponent has not relied upon any other representations, either written or oral, made by the SSA and/or any of its Members, officer, employees or agents.
4. The SSA is soliciting competitive proposals pursuant to a determination that such a process best serves the interest of the SSA and the general public, and not because of any legal requirement to do so. The Proponent acknowledges the SSA's right to accept or to reject any and all proposals prior to acceptance, and to waive any informality, all as the SSA in its sole judgment and discretion may deem to be in its best interest.
5. All of the information contained in this proposal, including all of the attachments hereto, is true and correct.

6. This proposal has been made and submitted in good faith and without collusion or fraud with any other person. As used in this certification, the word “person” shall mean any natural person, business, partnership, corporation, union, committee, club or other organization, entity or group of individuals.

John A. Sainsbury

(Name of Person Signing Proposal)

President

(Title of Person Signing Proposal)

HMS Consulting and Technical, LLC

(Name of Proponent)

80-0512156

(Federal ID or Soc. Sec. No.)

1080 W Ewing Place, Suite 201

(Street Address)

(206) 466-5083

(Telephone Number)

Seattle, WA 98119

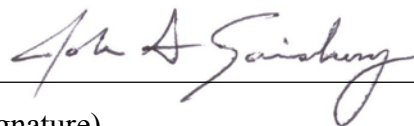
(Town/City, State, Zip Code)

jsainsbury@hmsgm.com

(Email Address)

12 June 2018

(Date)



(Signature)

B. RELEVANT CONSULTING EXPERIENCE.

1. Provide a narrative description of the Proponent's history of experience in providing management consulting services regarding organizations' vessel operations, fleet maintenance, management structure, public communications and Information Technology systems, including any such services provided for operators of vehicle/passenger ferries. In the event Proponent has not provided consulting services for an organization's vessel operations and/or fleet maintenance (or in addition to management consulting services for organizations' vessel operations and fleet maintenance), the Proponent can describe its history of experience in providing management consulting services regarding operations similar to vessel operations and/or fleet maintenance. The narrative should detail how the Proponent's experience is indicative of its capability to provide such consulting services for the SSA.

INTRODUCTION TO RESPONDENTS

HMS Consulting and Technical, the Prime respondent to the RFP, has assembled a team to include two additional firms, **Glosten** and **Rigor Analytics** as subconsultants in support of the project. Following is a brief introduction to each firm.

HMS Consulting & Technical, LLC (Prime)

As the technical division of HMS Global Maritime (HMSGM), HMS Consulting and Technical, LLC provides both conceptual and existing operations with the expert knowledge necessary to succeed in the complex and demanding maritime industry. We focus on three primary disciplines; marine technical, regulatory and business consulting.

Comprised of a small group of professional mariners with extensive project management, operational and engineering backgrounds, HMS Consulting is uniquely qualified to lead the team with services specific to passenger ferry systems. Given the breadth of vessel types, range of regulatory environments and diversity of clients, no other company can boast

the same level of expertise and achievement. HMS Consulting's marine transportation clients have remained successful in their operations due to the strong foundation of analysis, development and planning provided by our depth of knowledge and experience in marine transit systems around the world, in all environments. HMS Consulting accomplishes this by working with team members through established project management disciplines and techniques.



HMS in particular, has the unique advantage of having managed and operated over 20 different

ferry systems and 50+ vessels over the long history of its existence as a third-party vessel manager. These systems have been of all sizes, from small tourist ferries to large commuter services. The vessels have ranged from small commuter water taxis to large high speed ROPAX vessels. HMS Consulting brings this experience to its business strategy services in a way very few maritime management consultants can.

To supplement its own experience and capability in the operation and management of ferry systems, HMS has assembled a team of industry veterans to provide the appropriate level of resources and subject matter expertise required for the scope of work specified.

Glosten (Subcontractor)

Glosten is a trusted advisor of the passenger vessel community. They have served both public and private passenger vessel clients for more than 50 years. Their support includes transportation system modeling and analysis, vessel design and construction support, on-site owner representation, as well as vessel modifications and refits. Glosten's repeated engagement with these clients is proof of the high level of support and expertise they provide.



Glosten

Located in Seattle, Washington, Glosten is a full-service consulting firm of naval architects, marine engineers, and ocean engineers. Founded in 1958, the firm serves the marine community with a wide range of engineering, design, and analysis services. The Glosten team consistently provides innovative, cutting-edge engineering and design solutions guided by broad-based practical marine experience. They serve a diverse range of clients covering the breadth of the marine industry – from passenger ferries, tugs, barges, and traditional commercial vessels, to complex systems including floating bridges, wind turbine foundations, and research vessels.

Rigor Analytics (Subcontractor)

Our mission is to help smaller to mid-sized businesses and corporations maximize their PR, marketing, website, call center, and operational systems to achieve the highest ROI and Customer Experience. We use our expertise in integrated multi-channel global marketing strategy & systems, advanced analytics & segmentation, and application development to improve our client's marketing and technology solutions to decrease costs, improve efficiency and increase performance. We opened in 2008 during the recession with a team of 3 people in MA and RI and have grown to a staff of 6 including international developers of applications, databases and websites. Founders of Rigor Analytics have nearly 45 years combined experience in the travel and hospitality

RigorAnalytics
Advanced Marketing Solutions

ATTACHMENT A: SECTION B RELEVANT CONSULTING EXPERIENCE

industry and working with local PR, Ad Agencies and Towns and Communities; many of the companies being local to Massachusetts and Rhode Island. Our small but extremely skilled and technical team is global, fast, and flexible keeping our costs and expenses very reasonable.

As a team, the individual members have considerable experience working on maritime projects together. HMS has worked closely with Glosten on several projects, including marine engineering assessments, failure analysis, system designs and operational reviews. Similarly, HMS has worked closely with Rigor Analytics on digital marketing, ticketing and reservations and public communications strategies for mutual clients.

RELEVANT EXPERIENCE

The Project Team is an extremely well-rounded group of professionals with considerable experience in vessel operations, fleet maintenance, management structure, public communications and IT system, particularly as they relate to ferry systems. In many cases, the Project Team's experience with any given client is not limited to one area of focus but rather crosses into several related areas. For example, in the process of doing similar reviews for ferry operators, more often than not a review requires that numerous aspects of the operation are investigated. These can range from vessel operations to regulatory compliance to ticketing and reservations systems. As such, the Project Team's experience has resulted in a high level of maritime expertise in most all aspects of the industry.

Below is a general overview highlighting the considerable experience of the Project Team in the specified areas of the requested management review. The team members have performed reviews of various operational elements for several of the most notable ferry systems in the country, including Washington State Ferries, Staten Island Ferry, North Carolina Ferries, Alaska Marine Highway System, Cape May – Lewes Ferry and the newly formed NYC Ferry.

Client: North Carolina Department of Transportation, Ferry Division

Sector(s): Vessel Operations

Team Member: HMS Consulting

The NCDOT's Ferry Division operates twenty-two vehicle/passenger ferries on twelve different routes along the Outer Banks. This is a complex system with considerable operational challenges which require frequent reviews and adjustments in order to perform safely and with a high degree of reliability. Most recently, NCDOT requested HMS' services to assess the operational requirements of a new passenger-only ferry service on a new route and assist with the development of an implementation plan for the service. In doing so, HMS is working closely with the vessel operations department and NCDOT management to formulate a clear implementation plan and assist the Ferry Division in executing it.



ATTACHMENT A: SECTION B RELEVANT CONSULTING EXPERIENCE

Client: Cape May – Lewes Ferry

Sector(s): Vessel Operations and Management Structure

Team Member: HMS Consulting



The Delaware River Bridge Authority operates the Cape May – Lewes Ferry year-round across the mouth of the Delaware River, providing a critical link between New Jersey and Delaware. HMS was retained by CMLF to perform a management review as part of the development of a Master Plan for the system. This review focused on all aspects of the system, in particular the scheduling and utilization of the fleet and the management structure employed at CMLF.

Client: Colville Ferry

Sector(s): Vessel Operations and Fleet Maintenance

Team Member: HMS Consulting

HMS Consulting performed a full review of this single-vessel system which provides a critical link across Lake Roosevelt in Washington State. This review specifically investigated vessel operations and maintenance as well as the safety culture and loss prevention activities.

Following the review, HMS provided recommendations and an implementation plan for more robust maintenance systems and to establish formal operating procedures. HMS assisted the management with the development of these systems and established key performance indicators by which they could measure their progress.

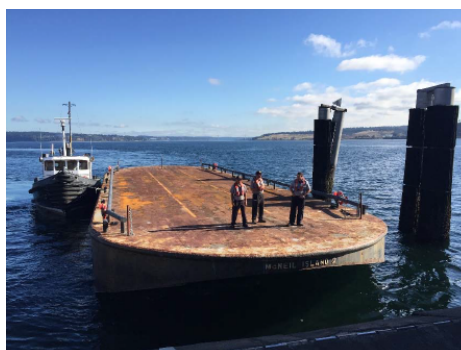


Client: McNeil Island Ferry

Sector(s): Vessel Operations

Team Member: Glosten

The Washington Department of Corrections (DOC) operates a marine vessel fleet for their McNeil Island facility. These vessels are responsible for transporting passengers and vehicles to and from McNeil Island, a 6.6-square-mile island in south Puget Sound. The DOC selected Glosten to lead an evaluation of their marine vessel fleet. This work included a detailed evaluation of current vessel capacity, capability, and functionality, and an analysis of four basic fleet restructuring alternatives that would increase safety and operating efficiencies, while reducing annual operating and total life cycle costs. Glosten also developed a concept design for a suitable replacement vessel.



ATTACHMENT A: SECTION B RELEVANT CONSULTING EXPERIENCE

Client: HMS Ferries

Sector(s): Fleet Maintenance

Team Member: HMS Consulting



Fleet Technical Services performed under contract for HMS Ferries is a long term, ongoing project that encompasses a variety of maintenance management activities such as planning short and long-range maintenance requirements using criteria such as urgency, vessel availability, regulatory requirements, budget, competing maintenance priorities, and contractor availability. Maintenance Systems are developed and implemented for a fleet of (15+) vessels at (8+) ferry operations around

the country.

An electronic, cloud-based maintenance management system is employed to plan, track, and report maintenance activities. The system includes inventory management and integration with purchasing systems. Audits are conducted to review maintenance performance, as well as casualty investigations to determine the root cause of major failures and identify and implement actions and resources to mitigate recurring equipment casualties.



A rigorous fluids analysis program is a major component of the maintenance management system and is in place to monitor major equipment and conduct trend analyses to identify early actions that can be taken to mitigate system failures.

Capital improvement projects are also identified, ranked, and presented in priority order based on similar criteria to routine maintenance tasks - urgency, vessel availability, regulatory requirements, budget, competing maintenance priorities, and contractor availability.

Client: Governors Island Ferry
Sector(s): Fleet Maintenance
Team Member: Glosten



The lifeline to Governors Island is the double-ended vehicle/car ferry M/V *Coursen*. The criticality of reliable transportation is increasing as Governors Island undergoes rapid development, but at 62-years-old, the reliability of the *Coursen* is deteriorating. As a trusted advisor to The Trust for Governors Island, Glosten was tasked with forecasting future maintenance costs of the *Coursen* for several different time horizon scenarios, in

order to keep the aging ferry in service and operating reliably. Glosten analyzed historical maintenance records, surveyed the condition of the vessel including major machinery and structure, engaged the vessel crew and operating management, and developed a comprehensive spreadsheet of past maintenance costs and forecasted costs under the three scenarios. The spreadsheet and accompanying report provided the client with information necessary to decide how to maintain the *Coursen* and when to replace it.

Client: Alaska Marine Highway System
Sector(s): Fleet Maintenance
Team Member: Glosten

Glosten is currently finishing the development of fleet condition survey and digital database for all active vessels in the AMHS system. As part of this project, Glosten performed detailed surveys of all AMHS vessels, including review of vessel maintenance records and requests, review of outstanding regulatory issues, interviews with operational personnel on machinery condition and supportability, and firsthand observation of vessel condition.



Detailed Condition Found Reports

(CFRs) were developed for all major compartments, systems, machinery, and equipment. From these CFRs, Glosten developed and prioritized vessel specific overhaul and capital improvement spending plans for each vessel to maintain/improve vessel operability and supportability. This included development of the scope of work and associated engineering and construction cost estimates. Glosten then developed a computer database of the CFRs, work scopes, and cost estimates to allow AMHS to develop alternate scenarios for their fleet maintenance and fleet improvement planning activities.

ATTACHMENT A: SECTION B RELEVANT CONSULTING EXPERIENCE

Client: American Queen Steamboat Company
Sector(s): Fleet Maintenance
Team Members: Glosten and HMS Consulting

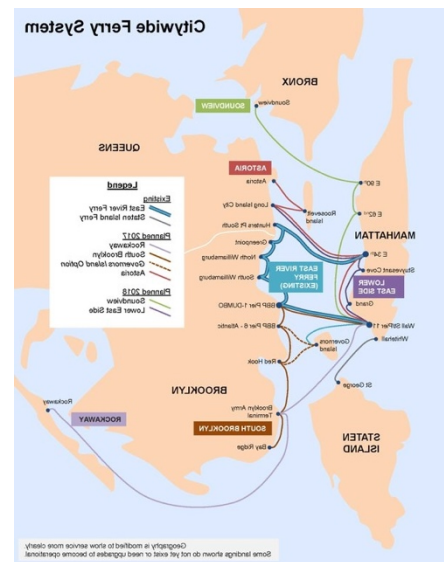
In response to chronic delayed or missed sailings of their paddle-wheel cruise vessel *American Queen*, American Queen Steamboat Company retained HMS Consulting and Glosten to evaluate all mechanical and operational threats to vessel reliability. Glosten surveyed the vessel and analyzed the propulsion, navigation, and hotel service systems onboard to identify all single point failures that could result in a vessel delay or notable impact to passenger experience. Glosten then worked with HMS to prioritize the urgency of each risk by applying Failure Mode Effects Analysis (FMEA)



methodologies, which ranked the likelihood and consequences of each threat. The prioritization of risks enabled vessel managers to optimize the allocation of resources to reduce risk to vessel operations. The project also included an engineering analysis of the projected life of the vessel's paddle-wheel shaft, which represented the most consequential risk to vessel operations.

Client: NYC Ferry
Sector(s): Management Structure
Team Member: HMS Consulting

In 2016, HNY Ferry, LLC was awarded a contract by the New York City Economic Development Council to stand up and operate a completely new ferry system. This system was tasked with implementing five new routes in less than a year, to be followed by an additional two more the following year. This herculean effort required the design of a bulletproof organizational structure to address all facets of a new ferry operation; vessel operations, maintenance, marketing and sales, ticketing, public relations, finance and information technology services. HMS Consulting provided critical management consulting services to this end in addition to designing a procurement program to design and build thirteen high speed vessels in under a year with an additional seven in the following year.



ATTACHMENT A: SECTION B RELEVANT CONSULTING EXPERIENCE

Client: Paradise Express Ferry
Sector(s): Management Structure
Team Member: HMS Consulting

Since 2013, HMS Consulting has provided maritime consulting services to Paradise Express Ferry, the first operator of high speed ferries in Jamaica. As a start-up, Paradise Express Ferry came to HMS Consulting to perform feasibility studies, develop financial models and advise on business management strategies. As a result, HMS has continued to work with the operation as they develop their plans for acquiring multiple vessels, designing and constructing piers, terminals and a maintenance facility.



Client: Hawaii Superferry
Sector(s): Management Structure
Team Member: HMS Consulting

When Hawaii Superferry (HSF) introduced high speed ferry service to the Hawaiian Islands it was an ambitious endeavor based on the sheer scope of operations and substantial challenges posed by the local operating environment. In order to cope with these challenges, HSF engaged HMS to provide operational and management consulting services even before operations began. These services included analyzing financials and making recommendations to optimize operations, a review of the management structure, developing management systems and providing project management services.



Client: American Queen Steamboat Company
Sector(s): Public Communications
Team Member: Rigor Analytics

AQSC operates 3 overnight passenger vessels 365 days a year on 6 different US river systems including the Mississippi carrying nearly 33,000 passengers annually and growing its fleet. Rigor Analytics has worked with AQSC for 5 straight year. We hired all new sales, marketing, IT and inventory management staff for AQSC including a new PR firm (LHM in NYC). We have built 3 extremely critical communications plans for the company that involve Deviations, Itinerary changes, and Disaster Planning. Each communication process involves different levels of the organization from marine operations to call center to shore excursion staff and marketing/PR teams to properly, effectively and efficiently communicate real-time deviations (late arrival to port or change of port), changes in future itineraries or disaster recovery and

ATTACHMENT A: SECTION B RELEVANT CONSULTING EXPERIENCE

communication. Each communication plan was development internally and was implemented within 3 months across the organization. The various processes can involve marine staff, sales and marketing staff, local port officials and authorities, news media outlets and executive management of the company and its PR team. AQSC has been using these communication plans and process for the last 18 months and has built great trust with passengers, improved relationships with port officials and a created a more safe and secure operating environment for passengers and crew.

Client: Bermuda Department of Tourism

Sector(s): Public Communications

Team Member: Rigor Analytics

Bermuda Department of Tourism contacted Boston Ad Agency and Rigor Analytics to build a multi-channel marketing communication and advertising plan where the Tourism Department wanted to feature not just the beauty of the Island and its features, but also, the people, its culture and its luxurious hotels and island activities so Bermuda could be considered equal to many of the Caribbean island destinations (as Bermuda is not a part of the Caribbean). In order to understand the what the people and the island had to offer, multiple focus groups were done on-island including shop owners, hoteliers, water sport companies, restaurant owners, and city officials. By gathering all of this information the Boston Agency and Rigor Analytics compiled this data and combined it with inbound Immigration data collected each day for 5 years. We were able to create the top segments / personas of the visitors of the island into 4 major categories: Beach goers, Honeymooners, Golf/Tennis Enthusiasts, and Social Elites. These personas were then used in all future advertising campaigns to increase tourism to the island through TV, Radio, Online Marketing and Outdoor Ads. Visitors to the island increased by 5%+ annually the next 2 years (after 3 prior years of decline).

Client: American Queen Steamboat Company

Sector(s): Information Technology Systems

Team Member: Rigor Analytics

AQSC operates 3 overnight passenger vessels 365 days a year on 6 different US river systems including the Mississippi carrying nearly 33,000 passengers annually and growing its fleet. Rigor Analytics has worked with AQSC for 5 straight year. We have been able to accomplish a total system upgrade and integration involving a new phone system (ShorTel), upgraded reservation system (Seaware), upgraded marine operations system (MXP), new website platform (Kentico), new financial accounting system (Great Plains) and new marketing CRM system (Microsoft Dynamics). Rigor Analytics was instrumental in the project planning, system selection, technical design of systems integration, back-up and redundancy planning, and the capturing of all data across all systems, but not only to capture the data, but also to disseminate the aggregated data back to end users for key decision making corporatewide including Sales, Marketing, Call Center management and Marine Operations. Systems are now fulling “in the Cloud” and accessible by 350 in 6 different locations worldwide.

Client: Alexander & Roberts

ATTACHMENT A: SECTION B RELEVANT CONSULTING EXPERIENCE

Sector(s): Information Technology Systems

Team Member: Rigor Analytics

A+R is a leader in the International Luxury Vacations sector serving adults age 50+ and one of very few companies that is AAA Nationally Preferred. They take over 10,000 passengers abroad each year to exotic locations that require safety, security, planning and constant communication with ground handlers. Rigor Analytics has consulted for A+R for over 8 straight years. We have been instrumental in developing A+R's phone system, new website, and marketing database. We have also been involved in their reservation system and website back-ups, upgrades, redundancy and mobilization over the years. A+R is still a relatively small company but now is able to be efficient, nimble and keep staffing and resources low while the systems do the heavy lifting. Website dashboards were developed and implemented by Rigor Analytics that not only capture and report traffic and source data, but also, system reliability, usage and up-time statistics.

Client: AMA Waterways

Sector(s): Information Technology Systems

Team Member: Rigor Analytics

AMA now operates 19 passenger river cruise vessels in Europe, Asia and Africa between 5 and 9 months of the year carrying over 30,000 passengers. In less than one year, Rigor Analytics was able to locate, collect, cleanse, segment and redistribute all of the company's passenger and prospective passenger's data. This involved analyzing the company's website databases, Sales Force system, Phone system database, Onboard Passenger Survey data, offline event survey forms, and both a legacy and current reservation systems. A new Cloud Microsoft SQL Server Database was established to house and collect all data daily, with redundancy and security that allowed all applicable users to access data for Sales, Marketing, Loyalty Program, Vessel Manning and Hospitality, and Inventory / Revenue Management.

Client: Viking River Cruises Inc

Sector(s): Information Technology Systems

Team Member: Rigor Analytics

Viking now operates over 60 overnight passenger vessels 365 days a year around the world carrying over 150,000 passengers annually and growing its fleet. Eric Welter (of Rigor Analytics) was involved when Viking had a fleet of only 18 river cruise vessels in Europe, Russia and China. We evaluated their Reservation platform that was nearly 25 yrs. old), its phone system, website, and network (servers, users, and security/redundancy). We helped rebuild new website through 3rd party contractor after having to terminate current provider at the time. We create a new onsite network in CA of load balance servers and created a redundant server farm in MA by creating a second call center. We expanded the call center / phone system to not only US but also, UK and AUS/NZ. Eric was also able to architect a new marketing database system that included all company systems data and all data collected onboard, segmented the data into Personas and to be used in call center and marketing.

ATTACHMENT A: SECTION B RELEVANT CONSULTING EXPERIENCE

1. List the three most recent clients for whom the Proponent has provided consulting services regarding each of the following aspects of an organization's operations:

- (a) Vessel operations (and/or other similar operations); and

1. **Client:** North Carolina DOT, Hatteras, NC

Description of Services: *Vessel Operations Planning.* Developed an implementation plan for new ferry service, including vessel management structure, crewing, shoreside support and interface, ticketing and public communication.

Completion Date: Ongoing

Contact: Jed Dixon, Deputy Director Ferry Divisions, North Carolina

Address: 8550 Shipyard Rd, Manns Harbor, NC 27953

Email: jedixon@ncdot.gov

Telephone: 252-423-5103

2. **Client:** Tri Marine Group, Bellevue, WA

Description of Services: *Regulatory Compliance and Operations Auditing.* Performing technical surveys, safety and regulatory compliance audits on a fleet of twelve deep sea tuna boats subject to international regulations. Reviewed existing policies and procedures, performed a comprehensive risk assessment and developing and implementing a Safety Management System.

Completion Date: Ongoing

Contact: Matt McCoy, Operations Compliance Officer

Address: 10500 NE 8th St. Suite 1888, Bellevue, WA 98004

Email: mmccoy@trimarinegroup.com

Telephone: 425-623-1226

3. **Client:** Washington Department of Corrections

Description of Services: *Fleet Restructuring Analysis.* The DOC selected Glosten to lead an evaluation of their marine vessel fleet of ferries. This work included a detailed evaluation of current vessel capacity, capability, and functionality, and an analysis of four basic fleet restructuring alternatives that would increase safety and operating efficiencies, while reducing annual operating and total life cycle costs. Glosten also developed a concept design for a suitable replacement vessel.

Completion Date: Ongoing

Contact: Greg Buikema

Address: PO Box 41107

Email: gabuikema@DOC1.WA.GOV

Telephone: 253-588-5281 (ext. 0016)

(b) Fleet maintenance (and/or other similar operations);

1. **Client:** HMS Ferries, Seattle, WA

Description of Services: *Fleet Technical Services.* Develop and implement maintenance management systems for a fleet of (15+) vessels at (8+) ferry operations around the country.

Completion Date: Ongoing

Contact: Matthew Miller

Address: 385 Ericksen Avenue, Suite 123, Bainbridge Island, WA 98110

Email: mmiller@hmsgm.com

Telephone: (206) 780-1440

2. **Client:** The Trust for Governors Island, New York, NY

Description of Services: *New York Ferry Maintenance Planning.* The lifeline to Governors Island is the double-ended vehicle/passenger ferry M/V Coursen. The criticality of reliable transportation is increasing as Governors Island undergoes rapid development, but at 62-years-old, the reliability of the Coursen is deteriorating. As a trusted advisor to The Trust for Governors Island, Glosten was tasked with forecasting future maintenance costs of the Coursen for several different time horizon scenarios, in order to keep the aging ferry in service and operating reliably. Glosten analyzed historical maintenance records, surveyed the condition of the vessel including major machinery and structure, engaged the vessel crew and operating management, and developed a comprehensive spreadsheet of past maintenance costs and forecasted costs under the three scenarios. The spreadsheet and accompanying report provided the client with information necessary to decide how to maintain the Coursen and when to replace it.

Completion Date: 2017

Contact: Matt Blood, Director of Capital Projects

Address: 10 South Street, Slip 7, New York, NY 10004

Email: mblood@govisland.org

Telephone: 212-440-2212

3. **Client:** Alaska Marine Highway System

Description of Services: *Fleetwide condition survey and database development.* Glosten is currently finishing the development of fleet condition survey and digital database for all active vessels in the AMHS system. As part of this project, Glosten performed detailed surveys of all AMHS vessels, including review of vessel maintenance records and requests, review of outstanding regulatory issues, interviews with operational personnel on machinery condition and supportability, and firsthand observation of vessel condition. Detailed Condition Found Reports (CFRs) were developed for all major compartments, systems, machinery, and equipment. From these CFRs, Glosten developed and

prioritized vessel specific overhaul and capital improvement spending plans for each vessel to maintain/improve vessel operability and supportability. This included development of the scope of work and associated engineering and construction cost estimates. Glosten then developed a computer database of the CFRs, work scopes, and cost estimates to allow AMHS to develop alternate scenarios for their fleet maintenance and fleet improvement planning activities.

Completion Date: 2018

Contact: Cisco Flores

Address: 7559 N. Tongass Highway, Ketchikan, AK 99901

Email: cisco.flores@alaska.gov

Telephone: 907-228-7285

(c) Management structure;

1. **Client:** Paradise Express Ferry, Montego Bay, JA
Description of Services: *Ferry system planning.* Managing maritime planning efforts in support of a start-up ferry service, including feasibility, financial modeling and organizational structure.
Completion Date: Ongoing
Contact: Garry Johnson
Address: 1825 Park Avenue, Suite 1104, New York, NY 10035
Email: gajohnson@paradiseferry.com
Telephone: 646-235-6316
2. **Client:** Citibank Ferry Feasibility, New York, NY
Description of Services: Supported development of a feasibility study and implementation plan for a passenger-only ferry service on the Hudson River.
Completion Date: 2017
Contact: Karin Cabarle, Sr Program Manager Performance & Innovation
Address: 388 Greenwich St., New York, NY 10013
Email: karin.cabarle@citi.com
Telephone: 201-519-0242
3. **Client:** HNY Ferry dba NYC Ferry, New York, NY
Description of Services: *Ferry System Planning.* Provided management consulting services to support the design and implementation of a start-up ferry service in New York. Services included organizational design and development, vessel procurement strategies and program management.
Completion Date: 2017
Contact: Cameron Clark
Address: 101 Wall Street, New York, NY
Email: cclark@hornblower.com
Telephone: 415-559-3121

i. Public communications;

1. **Client:** American Queen Steamboat Company, Memphis, TN
Description of Services: Developed new sales, marketing, call center and communication systems and hired new PR firm and 20+ employees to take company from near bankruptcy to \$30M EBITBA in 5 years; adding 2 passenger vessels in 3 years resulting and maintaining 93% occupancy and 84% yields. Additionally, launched a Deviation & Itinerary Management process to communicate any issue with cruise deployment or arrival/departure times.
Completion Date: Ongoing
Contact: Ted Sykes, President & COO
Address: 222 Pearl St, New Albany, IN 47150
Email: tsykes@aqsc.com
Telephone: 901-834-8282
2. **Client:** Alexander + Roberts, Hatteras, NC
Description of Services: Architected new website. Implemented new call center phone system, and constructed website KPI reporting. Develop direct-to-consumer marketing plan using Social Media marketing, SEO, PPC. Increasing PR communications with Media and Travel Trade as budget allows.
Completion Date: Ongoing
Contact: Robert Drum, President/ CEO
Address: 53 Summer Street, Keene, NH 27953
Email: rdrumm@alexanderroberts.com
Telephone: (603) 357-5033
3. **Client:** Bermuda Department of Tourism, Hamilton, Bermuda
Description of Services: Integrated and aggregated all tourism data from website, hotels, tourism board, and immigration to develop first customer segmentation personas. Worked hand-in-hand with PR agency with Hoteliers and Website campaigns, TV, Radio and Outdoor ads and worked with the local community.
Completion Date: 2013
Contact: Amanda Dempsey, Marketing Director
Address: 5700 Canoga Ave #200, Woodland Hills, CA
Email: adempsey@bermudatourism.com
Telephone: (212) 818-9800 ext. 232

ii. Information Technology systems;

1. **Client:** American Queen Steamboat Company, Memphis, TN
Description of Services: Developed new sales, marketing, call center and communication systems and hired new PR firm and 20+ employees to take company from near bankruptcy to \$30M EBITBA in 5 years; adding 2 passenger vessels in 3 years resulting and maintaining 93% occupancy and 84% yields. Additionally, launched a Deviation & Itinerary Management process to communicate any issue with cruise deployment or arrival/departure times.
Completion Date: Ongoing
Contact: Ted Sykes, President & COO
Address: 222 Pearl St, New Albany, IN 47150
Email: tsykes@aqsc.com
Telephone: 901-834-8282
2. **Client:** Alexander + Roberts, Hatteras, NC
Description of Services: Architected new website. Implemented new call center phone system, and constructed website KPI reporting. Develop direct-to-consumer marketing plan using Social Media marketing, SEO, PPC. Increasing PR communications with Media and Travel Trade as budget allows.
Completion Dates: Ongoing
Contact: Robert Drum, President/ CEO
Address: 53 Summer Street, Keene, NH 27953
Email: rdrumm@alexanderroberts.com
Telephone: (603) 357-5033
3. **Client:** Viking River Cruise, Inc, Woodland Hills, CA
Description of Services: Developed global strategic Sales, Marketing, PR and Systems plan. Developed and implemented KPIs for call center, sales team, deployment plan, and customer Lifetime Value model. Built and implemented new website, CRM and IT systems including call center redundancy, reservation PCI compliance and onboard POS.
Completion Date: 2006
Contact: Richard Marnell, Chief Marketing Officer
Address: 5700 Canoga Ave #200, Woodland Hills, CA
Email: rmarnell@vikingrivercruises.com
Telephone: (818) 227-1234

together with the names, addresses, contact persons, email addresses and telephone numbers of those clients, and describe the consulting services the Proponent performed for them.

C. PROPOSED PERFORMANCE OF CONTRACT.

1. Provide sufficiently detailed and complete information to allow the SSA to evaluate fully how the Proponent proposes to fulfill the Consultant's obligations under the Contract to provide management consulting services to undertake a comprehensive review of the SSA's operations. The Proponent's response should include the Proponent's proposed Contract Schedule and also should identify the key individuals who will be involved in the Contract, should describe what their roles will be, and should provide their curricula vitae or descriptions of their relevant qualifications and experience.

Introduction to our Methodology

As stated in the Request for Proposals, "...in March and early April 2018 an unprecedented series of mechanical problems resulted in hundreds of sudden and unexpected trip cancellations". The events have led to an erosion in public confidence in the service and have raised questions about the SSA's vessel maintenance practices, fleet rotations, public communications and other aspects of its operations.

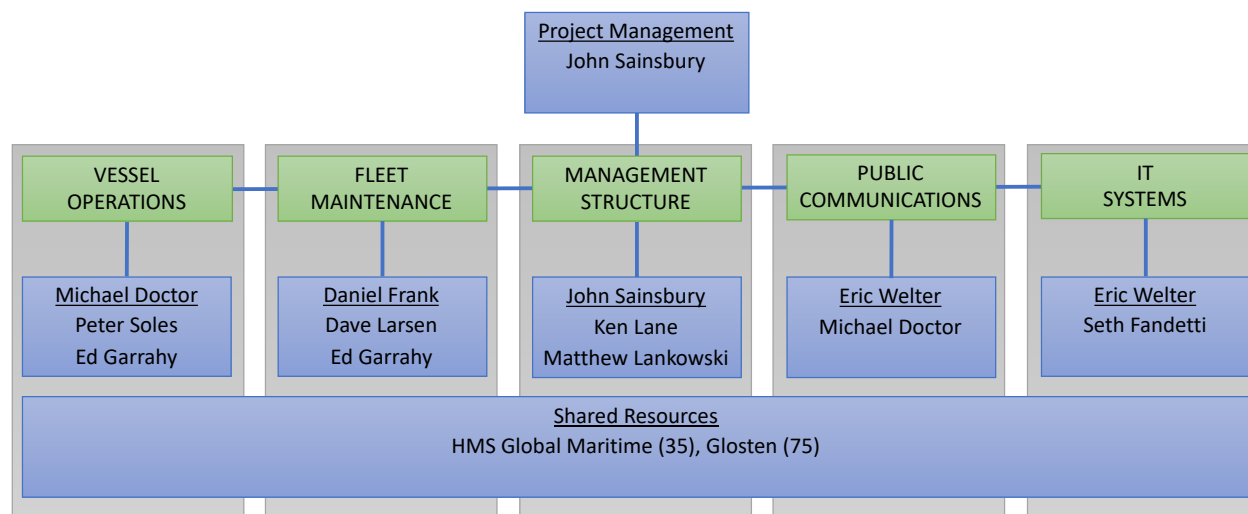
HMS has encountered similar issues with numerous ferry operations over our many years in the industry and have found the most effective approach to achieving improvement is through a thorough and objective 3rd party investigation emphasizing root cause analysis. HMS refers to this approach as an *investigative process*.

This investigative process will be the general methodology employed by each Sector Team, with each team adjusting the process to best fit the needs of their particular area of focus. This introduction of our methodology begins with a description of the Project Team, how it will be organized, an overview of the investigative process and then how that process will be applied to each area of focus identified in the RFP.

The Project Team

HMS Consulting has assembled a highly experienced Project Team to undertake a comprehensive review of the SSA's operations. This team is comprised of key personnel from **HMS Consulting, Glosten and Rigor Analytics** and will be supported by extensive resources within each entity when needed.

The Project Team will be organized in a hybrid matrix structure so as to maximize the individual skillsets of its members while maintaining a high level of cooperation, support and communication. This type of structure is proposed primarily for two reasons; (1) there will be a need to process large amounts of information simultaneously, and (2) the sharing of resources will be more fluid amongst the individual Sector Teams (vessel operations, fleet maintenance, management structure, public communications, and Information Technology systems). This approach allows for a smaller, more cohesive core team which will be supported by the depth of resources available.

HMS Project Team Organization:

Each Sector Team will have a designated lead reporting to the Project Manager. The Sector Leads will be primarily responsible for ensuring tasks are completed on schedule and budget, managing resources and the sharing of resources, and facilitating clear communication between teams. Sector Leads will participate in weekly project meetings and communicate updates to their team. At the Team Member level, resources will be fluid and available to support other teams where necessary.

See [Attachment C – Key Personnel Resumes](#) for details on each individual’s relevant experiences and credentials.

Description of the General Methodology – the Investigative ProcessPhase 1 – Project Plan (1 week)

Prior to engaging any project, HMS initiates a detailed project plan to ensure our efforts are efficient, our Client’s time and energy is utilized to the greatest benefit, and all parties have a clear understanding of the project objectives, process to be followed and communications protocols to be employed. HMS has found that taking the time to develop a project plan pays for itself multiple times over throughout the life of the project.

Phase 2 – Data Collection and Reconnaissance (3 weeks)

First, with an emphasis placed on minimizing impacts to daily operations, HMS proposes to work with SSA staff and board members to discuss progress towards meeting goals and further identify challenges, lessons learned and areas that require support during a *data collection and reconnaissance* phase.

A Data Collection and Reconnaissance phase will kick off the Project Team’s approach to

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contract performance. Expected outcomes during this phase include:

- Identify areas in which SSA excels
- Identify key challenges
- Collect insights about the culture at SSA and change management
- Collect insights from SSA regarding the impact of recent events

This phase will begin with initial requests for data and information, then to be followed by a site visit to include the majority of the Team.

A Reconnaissance Report will be completed within 1 week from completion of the visit. Follow-up on the findings will be ongoing and conducted by the Team throughout the remainder of the project period. The Report will outline an accurate and objective depiction of the five sectors defined in the RFP (Operations, Maintenance, Management Structure, Public Communications and IT). The report will be based on the facts ascertained and shall represent the status and progress of each sector.

Phase 3 – Root Cause Analysis (2 weeks)

The Team will *conduct a series of investigations*, examine logs, review records and perform interviews to gather information and identify causal factors that will be analyzed to determine the root cause of each event. Investigations will focus primarily on breakdowns in the *systems, processes and decision making* that contributed to cancellation of voyages and failures to adequately communicate with the public.

During investigations, inspections and interviews will be required. Inspections will be planned and undertaken through liaison with the SSA to maximize the use of resources while creating the least disruption to ongoing activities. Flexibility will be built into the program to reflect changing operational demands.

A Root Cause analysis will be completed within two weeks from the delivery of the Reconnaissance Report. Each investigation will focus on the following objectives:

- Identify the event to be investigated
- Charter a select team
- Describe the specific chain of events leading to the incident
- Identify causal factors
- Identify the root cause of the underlying *process or system*

Phase 4 – Client Review (2 weeks, or as needed)

Although the SSA will be an integral part of the process throughout, it is critical to allow for a review period at this stage before generating final recommendations. The review period will provide an opportunity for the SSA's selected personnel to comment on the process thus far,

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correct or clarify any findings which may have been arrived at through inaccurate information and provide valuable perspective on the feasibility of potential recommendations. Moreover, as a key element to potential change management, it is essential that the SSA staff is included in the early stages of development of recommendations to ensure acceptance.

The SSA will be afforded a reasonable amount of time, based on available resources and impacts to operations, to complete the review. It is in neither party's interest to rush this phase in the process.

Phase 5 – Recommendations (3 weeks + 1 week for Final Report)

When the analysis has reached sufficient depth, the Project Team will provide *Follow up Criteria* that will provide useful short and long-term recommendations. Based on these recommendations follow up criteria will be generated that will be useful, at the client's discretion, as a tool to assist with the implementation of change.

The Project Team will incorporate results from Data Collection and Investigations to provide recommendations and develop audit criteria for follow up that will collectively be referred to as the "*Follow up Criteria*"

Prior to submittal of the Final Report, the Project Team will present its findings and recommendations to the SSA Board and key personnel in order to incorporate final comments and clarifications.

The Final Report will provide both short and long-term recommendations for each sector (Operations, Maintenance, Management Structure, Public Communications and IT). Where practical, implementation plans will be provided which consider the level of effort, time, expense and qualifications required to effect the changes. The Project Team will present the

Recommendation categories are as follows:

- Category "A" Recommendations - For Immediate Attention (Short Term)
- Category "B" Recommendations – For Integration into planning (i.e. budget, training) (Intermediate)
- Category "C" Recommendations – For Future Consideration (Long Term)

Based on these recommendations the Project Team will create follow-up criteria to be used to track recommendations and allow for the determination of effective action (implementation). An example of a recommendation and its corresponding follow-up line item is as follows:

Category A Recommendation: For Immediate Attention:

- *Define "Reliability" as the ratio of on time departures (within 3 minutes) to total departures.*
- *Establish a goal of 98% Reliability.*

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- *Internally and externally declare this goal as part of a widely publicized “Campaign for Continuous Improvement”*
- *Plan a 3rd party follow up audit within 3 months.*

Follow Up Criteria

- ✓ *Has a standard for Reliability been defined and established?*
- ✓ *Describe how the organization has adopted the standard?*
- ✓ *Has the standard been publicly declared?*
- ✓ *How many late departures were recorded in the past 3 months on this route?*
- ✓ *What is the established headway for this route?*
- ✓ *Are headways sufficient to accommodate uncertain or extreme conditions such as wind, weather, fog, currents, traffic or mechanical issues?*

Another example of a recommendation and its corresponding follow up line item is as follows:

Category A Recommendation: For Immediate Attention:

- *Define “Maintenance Success” as the ratio of maintenance completed on schedule to total maintenance scheduled.*
- *Establish a goal of 99% Maintenance Success.*
- *Internally and externally declare this goal as part of a widely publicized “Campaign for Continuous Improvement”*
- *Plan a 3rd party follow up audit within 3 months.*

Follow Up Criteria

- ✓ *Has a standard for Maintenance Success been defined and established?*
- ✓ *Describe how the organization has adopted the standard?*
- ✓ *Has the standard been publicly declared?*
- ✓ *Were all required parts available?*
- ✓ *Were all required tools available?*
- ✓ *How many maintenance events were deferred?*

Sector-specific Details

This section provides insight as to the specific methodology to be employed for each Sector (Vessel Operations, Fleet Maintenance, Management Structure, Public Communications and IT Systems).

Vessel Operations

Vessel Operations encompasses the management of the vessels; fleet scheduling and planning, support logistics, crew scheduling, policies and procedures. It also includes onboard vessel operations, such as navigation, passenger management, deck operations, engineering and

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standard operating procedures. This sector review will focus on these areas as they relate to any incidents included in the investigative process.

Data Collection / Reconnaissance Phase:

- The Team will conduct an initial reconnaissance of the System to gain a greater level of understanding of operations, specifically the unique nature of operations and challenges the SSA's operating environment poses. Working closely with SSA personnel onboard the vessels and within vessel management, the Team will work to define the specific operational aspects of the ferry service that are critical to its success.

Investigation / Root Cause Analysis Phase:

- Conduct an investigation to determine the root cause of operational incidents cited in the RFP or identified in the reconnaissance phase. An investigation will include analysis of information collected in the reconnaissance phase, follow-up interviews with key SSA personnel, and identification of root causes as well as intermediary failures in the causal chain which may have exacerbated issues or created additional secondary concerns.
- Investigations for Vessel Operations will likely focus on items such as the determination of operational readiness of vessels, vessel scheduling constraints, standard operating procedures, bridge resource management, crew and management training, and emergency response procedures and communications protocols. Additional areas of focus may present themselves based on data collected or insights gained during the investigation process.

Client Review Phase:

- Provide Reconnaissance Report and Investigation Reports to the SSA for review by designated key personnel. Discuss initial findings and gain crucial perspective from the SSA on potential corrective actions and recommendations' feasibility within the SSA's culture and funding limitations.
- Consider feedback from the SSA in formulation of final recommendations.

Recommendations/Follow up Phase:

- Utilize the findings from data collection, reconnaissance and investigations to provide short, intermediate, and long-term recommendations that specifically address lessons learned from the incident that can be applied fleet-wide and generally addresses standards and best practices of the maritime industry with a focus on underlying *systems, processes and decision-making*.
- Establish follow-up criteria that can be used to gauge progress on each recommendation and allow for the determination of effective action (implementation).

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Deliverables:

- Reconnaissance Report
- Investigation Report / Root Cause Analysis
- Recommendations
- Follow up criteria

Fleet Maintenance

The evaluation of Fleet Maintenance will include both planned and unplanned maintenance events. Planned maintenance events cover both the routine maintenance items performed by SSA personnel, and depot level maintenance that is outsourced to contractors and shipyards. The evaluation will also include the methodology in which maintenance requirements are determined, how resources such as time, budget, and personnel training are allocated for the completion of maintenance, and how the effectiveness of maintenance is determined.

Data Collection / Reconnaissance:

- HMS will conduct initial reconnaissance to gain a greater level of understanding of the maintenance system with regards to determining required maintenance and the scheduling, training, and execution methods for required maintenance. SSA personnel will be asked to identify specific aspects of the maintenance system that are working well, or those areas that present particular challenges. HMS will also gather information regarding the relationship between maintenance completion, equipment status, and vessel availability.

Investigations / Root Cause Analysis:

- Specific incidents will be identified, with the assistance of SSA personnel, for which root cause analyses will be performed. The intent is to focus on those incidents with high operational impact that resulted from equipment failures, identifying the chain of events that caused and/or contributed to the event.
- The analyses will involve the ways in which maintenance is identified, how it is prioritized and scheduled, how maintenance is performed, training and qualifications of personnel, and how maintenance resources are allocated.
- The communications processes and relationship between Fleet Maintenance and Vessel Operations will be evaluated from the perspective of engineering requirements and input to operations.
- Causal areas of overlap or commonality will be identified and prioritized to support recommendations that will have the greatest impact on operational improvements.
- The results of the root cause analyses will be used to initiate the following Client Review Phase.

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Client Review Phase:

- Provide Reconnaissance Report and Investigation Reports to the SSA for review by designated key personnel. Discuss initial findings and gain crucial perspective from the SSA on potential corrective actions and recommendations. Fleet Maintenance recommendations will be presented as a key facilitator to vessel operations.
- Consider feedback from the SSA in formulation of final recommendations.

Recommendations and Follow Up

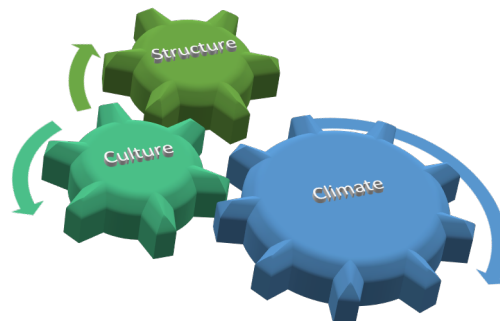
- Utilizing the findings from data collection, reconnaissance and investigations, provide short, intermediate, and long-term recommendations that specifically address the lessons learned that can be applied fleet wide, and generally address standards and best practices of the marine industry with a focus on underlying *systems, processes and decision making*.
- Establish criteria that can be used to follow up on each recommendation and allow for the determination of effective action (implementation).

Deliverables:

- Reconnaissance Report
- Investigation Report / Root Cause Analysis
- Recommendations
- Follow Up Criteria

Management Structure

Management structure can best be defined as the relationship between organizational culture and organizational structure, resulting in the overall organizational climate. This relationship determines the effectiveness of the management structure to perform and meet its objectives. These three elements function in a similar fashion as gears in a machine, whereby if they don't integrate the machine will not run properly.



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A review of the SSA's management structure will focus on how well integrated these three elements are and the resulting performance of the organization. The reality is that no organization runs perfectly all the time. Unlike a machine, organizations experience constant change and it is typically this change which creates imperfection if the three elements identified above do not adjust to it. Therefore, this review will look closely at recent changes, how the management structure has adapted and the effect it has had on its performance.

Data Collection / Reconnaissance Phase:

- The Team will conduct an initial reconnaissance of the System to gain a greater level of understanding of the management structure, specifically the relationship of organizational structure, culture and climate. Working closely with SSA executive personnel, the Team will conduct interviews and collect crucial data to establish a clear understanding of the organization's performance objectives, policies, communication protocols and overall management theory.

Investigation / Root Cause Analysis Phase:

- While the Team will conduct investigation to determine the root cause of operational incidents cited in the RFP or identified in the reconnaissance phase, particular causes tied to or stemming from issues identified in the management structure will be highlighted.
- In addition to contributions to causal or intermediary elements of investigated incidents, considerable focus of the review of the management structure will focus on management's ability to respond to incidents and its effectiveness in those efforts.

Client Review Phase:

- Provide Reconnaissance Report and Investigation Reports to the SSA for review by designated key personnel. Discuss initial findings and gain crucial perspective from the SSA on potential corrective actions and recommendations' feasibility within the SSA's culture and funding limitations.
- Consider feedback from the SSA in formulation of final recommendations.

Recommendations/Follow up Phase:

- Utilize the findings from data collection, reconnaissance and investigations to provide short, intermediate, and long-term recommendations that specifically address lessons learned from the incidents that can be applied to the organization with a focus on underlying *systems, processes and decision-making*.
- Establish follow-up criteria that can be used to gauge progress on each recommendation

and allow for the determination of effective action (implementation).

Deliverables:

- Reconnaissance Report
- Investigation Report / Root Cause Analysis
- Recommendations
- Follow up criteria

Public Communications

The complete evaluation of Public Communications will be conducted and include a thorough review and recommendations based on all communication protocols and processes between Marine/Engineering and City / Port Officials, Passengers, Service companies needing to access the islands, and the General Public that are affected by delays and/or cancelation of ferry service. As the Communications PR Director is new, we will also review historical communication protocols and the departments involved to help the new Communications PR Director get up to speed quickly on the past and aide in the set-up and implement their own communication protocols and ideas.

Data Collection / Reconnaissance:

The Project Team will conduct an initial reconnaissance to gain a greater level of understanding of “the lack of information and the inaccurate information it was providing the traveling public and port officials”. This will involve an in-depth review of past communication processes that were established, the systems that were used in the communication process, and the individuals responsible for the copy/writing/communicating of the information. The Project Team will also meet with island port officials to determine what proper communication protocols they would like to see, as well as, some of the local traveling public that use the ferry services on a regular basis to determine public desire for the types of communication expected, the amount of detail and the timing of all communications.

HMS and its partners will also collect information on the departments and individuals involved in Communications to all audiences and whether 1) the engagement of a local PR firm managed by the new Communications PR Director that could handle broad-based public and new media communications is necessary to present the SSA in a positive and professional manner in any situation, and 2) an Operations and Communications Center is needed, where it would be located and who / how it would be manned if necessary.

Investigations / Root Cause Analysis:

- Determine if any public communication protocols have been established for a) late arrival, b) missed / changed port, or c) critical failure / disaster communication.
- Determine if any of the Alert Systems failed to notify public as expected (i.e. emails, texts, website updates)
- Determine the proper individuals involved with the various audience needing

communication and who is primary lead in each case.

Recommendations/Follow up:

- Utilizing the findings from data collection, reconnaissance and feedback from the Public, Town / Port Officials, the Project Team will provide short, intermediate, and long-term recommendations that specifically address “how the SSA’s communications should be improved to all audiences impacted by SSA ferry business.”
- HMS and its partners will work together with the newly appointed Communications PR Director and provide “advice and recommendations regarding how the SSA’s communications should be improved” including frequency, details and types of information shared to Public versus Port Authorities / Town Officials.

Information Technology Systems

HMS and its partners will perform a complete review and document the SSA’s Information Systems Architecture including website/reservation system, finance system, phone system, marine system, email or alert systems and how each system is integrated with the other, the redundancy, security and hosting/reliability of each system. The SSA has purchased new financial and hardware/software recently, as well as, implemented redundancy and disaster recovery processes therefore much of the review and recommendations may center on the integration of information, the collection and accuracy of the information, the ease of use and updating the information, and the timing or speed in which the information is disseminated to end users.

Data Collection / Reconnaissance:

- The Project Team will conduct an initial reconnaissance to gain a greater level of understanding of the recent website outages and work with SSA personnel to define the specific aspects of the website / reservation platform and the complete booking process.
- The Project Team will conduct an initial reconnaissance to gain a greater level of understanding the level of reporting or KPIs are in place to measure systems response time and understand whether each system’s vendor has acceptable Service Level Agreements (SLAs) in place and are being adhered to on behalf of the SSA.
- The Project Team will conduct an initial reconnaissance to gain a greater level of understanding on the hosting and access to all systems; central location on-site versus cloud-based services and the variability in ‘horse-power’, reliability, redundancy, cost and access.
- The Project Team will conduct initial reconnaissance to gain a greater level of understanding on how data flows from system-to-system, response time, and to which audience: passengers, system users or 3rd party application vendors.
- The Project Team will conduct an initial reconnaissance to gain a greater level of understanding on the security of all data and any possible breaches to data or systems that may have caused outages or poor system response time.

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Investigations / Root Cause Analysis:

- On January 11, 2018, the SSA's website slowed to a crawl
- On March 9, 2018, due to an extremely active "Trip Alert" email pattern after several
- Periods of service disruptions
- March 2018, the SSA lost all connectivity
- April 8, 2018, the SSA's new administrative offices suffered a power spike that also affected other area businesses

Recommendations/Follow up:

- HMS and its partners will provide advice and recommendations through regarding whether the website/reservation architecture, operating models or any other aspects of those systems may need fixes, updates, or modernizing in order to support whatever communications program is pursued by SSA.
- HMS and its partners will provide any insights on customer data / privacy / PCI issues including security of data in an attempt to possibly streamline communication, analysis and information sent to passengers in a more efficient and timely manner.
- HMS and its partners will provide any insights on whether any new or less expensive system options should be purchased or implemented to further accomplish the long-range goals of the SSA.

2. Provide sufficiently detailed and complete information to allow the SSA to evaluate fully how the Proponent proposes to meet the Proponent's proposed Contract Schedule.

The Project Team has thoroughly vetted the schedule provided herein and is confident in its ability to both meet the schedule and minimize the impact on the SSA's personnel and operations in the process. The methodology described above was designed and adopted with that primary objective in mind.

From receipt of Notice to Proceed, HMS and its team will require **twelve weeks** to complete the proposed scope of work. This will require that each sector be approached in parallel, with each sector team following the same general schedule outlined in the table below:

Proposed Common Milestone Schedule

Milestone	Description	Work (Weeks)	Total (Weeks)
M0	Pending Notice to Proceed	0	0
	<i>Nil</i>		
M1	Notice to Proceed	+1	1
	<i>Commence Work. Project Plan Development</i>		
M2	Data Collection and Reconnaissance	+3	4
	<i>Site visit #1. Perform reconnaissance and data collection</i>		
M3	Root Cause Analysis	+2	6
	<i>Site visit #2 (as required). Conduct investigations. Develop RCA.</i>		
M4	SSA Review Period	+2	8
	<i>SSA reviews preliminary findings and provides comment.</i>		
M5	Recommendations and Follow Up Criteria	+3	11
	<i>Consolidate findings and comments.</i>		
M6	Final Report	+1	12
	<i>Project Team consolidates all findings and drafts final</i>		

This approach compliments the Project Team's designed structure as it allows for the ease of shared resources and information as each sector progresses through the same phase of the project.

As part of the project plan, a detailed project schedule identifying the individual steps to be completed in each phase and their durations will be developed and shared with the SSA. This schedule will be updated regularly and progress on each task identified.

This proposed schedule is subject to the availability of critical data and responses required by the SSA or third parties. The Project Team will provide sufficient notification of any critical needs to ensure potential delays are avoided when possible.



Mr. Sainsbury is an experienced maritime executive with an accomplished career in maritime management and consulting across numerous sectors of the industry. This experience includes program and project-level management of maritime ventures with a particular focus on the optimization of marine operations through the design and application of various management systems. Mr. Sainsbury currently manages the consulting division of HMS Global Maritime and leads a team of maritime professionals in aiding their clients with a suite of business strategy, technical and regulatory services.

John Sainsbury

HMS Consulting and Technical, LLC

EDUCATION

B.S. Marine Transportation & Engineering, US Merchant Marine Academy, 1993

Professional Certification, Project Management, University of Washington, 2009

MBA, Middlesex University, 2017

CERTIFICATIONS

1600 Ton Master, 3RD Mate Unlimited, Oceans

Qualified Member of the Engineering Department

ISM Code Designated Person

WORK EXPERIENCE

President, HMS Consulting and Technical, LLC, 2011 to Present

General Manager, HMS~Pac Nav, LLC, 2006 to 2011

Vice President, Pacific Navigation, Inc, 2001 to 2006

Director of Marine Operations, Glacier Bay Cruise Line, Inc, 1997 to 2001

RELEVANT EXPERIENCE

North Carolina DOT Passenger-only Ferry Operations Plan, Hatteras, NC

Completion Date: Ongoing

Technical consultant. HMS Consulting is developing a feasibility and implementation strategy for a new passenger-only ferry service in North Carolina. John's responsibilities include strategic planning and operational cost development.

NYC Ferry Management Consulting, New York, NY

Completion Date: 2017

Program Manager. HMS Consulting provided management consulting services to NYC Ferry as the new system of twenty vessels servicing five new routes in New York harbor was being designed and stood up. John provided guidance on the design of the management organization, systems and vessel operations. He also developed a procurement strategy and led efforts to design and construct 20+ passenger-only vessels. These efforts included program management, strategic planning and construction management.

Paradise Express Ferry Management Consulting, Montego Bay, JA

Completion Date: Ongoing

Project Manager. HMS Consulting is managing efforts in support of a start-up ferry service in the Caribbean. John has been the prime consultant in these efforts and includes technical feasibility, financial modeling, development of the management structure, policies and procedures and integration with local stakeholders.

Citibank Ferry Feasibility, New York, NY

Completion Date: 2017

Technical consultant. HMS Consulting developed a feasibility study and implementation plan for a passenger-only ferry service on the Hudson River. John's responsibilities included financial modeling, system design and contract guidance.

AQSC Safety Management System, New Albany, IN

Completion Date: 2016

Project Manager. HMS Consulting developed and implemented an ISM Code compliant SMS for American Queen Steamboat Company which operates three unlimited tonnage overnight cruise vessels on the inland rivers. John was specifically tasked with managing the process to ensure successful change management throughout as the organization adopted a new culture.

Colville Ferry System Optimization, Colville, WA

Completion Date: 2015

Project Manager. HMS Consulting performed vessel audits and operational assessments. John provided recommendations to optimize the ferry system and developed safety management and maintenance systems.



Mr. Frank, Technical Director of HMS Consulting and Technical, provides oversight of all engineering functions within HMS Consulting and Technical, and associated services provided to its clients. This includes assigning and allocating proper resources, maintaining client communications, and providing technical support and quality assurance. He monitors and directs all internal and project site engineering personnel regarding vessel construction, ongoing repairs and maintenance, trend analysis, planning and execution of vessel overhauls, and capital projects.

Daniel Frank

HMS Consulting and Technical,
LLC Technical Director

EDUCATION

B.S. Naval Architecture and
Marine Engineering, United
States Coast Guard Academy,
1991

M.S. Naval Architecture and
Marine Engineering, University
of New Orleans, 2003

M.S. Engineering Management,
University of New Orleans, 2003

CERTIFICATIONS

Qualified Engineer Officer, USCG

WORK EXPERIENCE

Technical Director, HMS
Consulting and Technical, LLC,
2014 to Present

USCG Officer, Naval Engineering
and Afloat Operations 1991-
2014

RELEVANT EXPERIENCE

HMS Ferries Fleet Technical Services, Seattle, WA

Project Manager. Develop and implement technical management systems for a fleet of (15+) vessels at 8+ ferry operations around the country. Researched, selected & implemented computer-based maintenance management system and comprehensive tribology (fluids sampling & analysis) program. Additional efforts include maintenance audits, planning, regulatory compliance, trend analysis, and planning & prioritization of capital projects.

Tri Marine Group Regulatory Compliance, Bellevue, WA

Compliance consultant. Performing technical surveys, safety and regulatory compliance audits, providing training, comprehensive reports of findings & recommendations for compliance and safety. Developing and implementing a Safety Management System.

Ocean Peace, Inc Maintenance Planning, Seattle, WA

Project Manager. Performed an assessment of maintenance management practices, detailed oversight of shipyard repair progress, and made recommendations to optimize systems as well as future planning for capital projects.

Alabama DOT eFerry Conversion, Camden, AL

Project Manager for the *Gees Bend* conversion from conventional power to the first all-electric vehicle ferry in North America. Leading design team in development of technical requirements, regulatory compliance, detailed design and construction of vessel conversion and shoreside support infrastructure.

Pierce County Ferry Technical Management, Steilacoom, WA

Completion Date: 2015

Project Manager. Provided technical assessments, regulatory compliance services, and developed capital planning requirements for long-term budget and resource allocation efforts.



Michael has represented public and private entities in a broad range of projects as a marine consultant with an emphasis in project management, regulatory guidance, feasibility, strategic planning, cost projection and research. Michael has over 20 years of experience in the marine industry. He is an Unlimited Deck Officer, a graduate of Western Washington University's College of Business and Economics and has industry experience in marine transportation, oil & gas, fishing and passenger vessels. Recently he has collaborated with the United States Department of Justice on a complex federal case and has also provided expert hearing testimony at the Washington State Senate Transportation Committee.

Michael J. Doctor

HMS Consulting and Technical,
LLC

EDUCATION

B.S. Management & Finance,
Western Washington University,
2006

CERTIFICATIONS

1600 Ton Master, 2nd Mate
Unlimited, Oceans

Dynamic Positioning Operator
Unlimited

ISM Code Designated Person

WORK EXPERIENCE

Consultant, HMS Consulting and
Technical, LLC, 2017 to Present

2nd Officer, Seadrill Americas,
2012 to 2017

3rd Officer Helix Energy Solutions
Group, 2010 to 2012

Master, Gulfmark Americas,
2008 to 2010

RELEVANT EXPERIENCE

North Carolina DOT Passenger-only Ferry Operations Plan, Hatteras, NC

Project Manager. Coordinated teams, managed data collection, budget, communications and deliverables. Created an operating profile for a new passenger ferry service and co-authored the organizations Operations Management Manual. Route analysis, ferry scheduling, logistics, quality of service, routine maintenance and repair, capital expenditures, security standards and training.

Tri Marine Group Regulatory Compliance, Bellevue, WA

Project Manager. Carried out an assessment of relevant regulatory issues and established inspection criteria for an international fleet. Conducted technical surveys, safety and regulatory compliance audits. Developed and implemented a Safety Management System.

Paradise Express Ferry, Montego Bay, JA

Technical Consultant. Managing efforts in support of a start-up ferry.

Citibank Ferry Feasibility, New York, NY

Project Manager. Coordinated time, budget and resources to develop a feasibility study and implementation plan for a passenger-only ferry service on the Hudson River. Managed the functional elements of the project such as meetings, deadlines, budget and deliverables. Supported the client in the development of key performance metrics and drafted a capital plan that included 10-year Capital Expenditures and 5-year Operating Expenses. Route analysis, passenger flow, quality of service, budgets, communications plan and regulatory assessment.



ED GARRAHY, PE, C/ENG

Glosten

EDUCATION

BS, Marine Engineering
Systems, Kings Point, 1993

CERTIFICATIONS

US Coast Guard Operating
License:

Chief Engineer – Motor Vessels
Unlimited Horsepower (in
continuity)

Second Assistant Engineer –
Steam Vessels Unlimited
Horsepower (in continuity)

WORK EXPERIENCE

Chief Engineer, American
Maritime Officers, 1996 to 2000

Senior Engineer, Technical
Marine Service, 2000 to 2013

Senior Marine Engineer,
Glosten, 2014 to present

With 20 years of prior marine industry experience, Ed Garrahy is a technically proficient marine engineer with broad vessel operations, project management, and advanced systems engineering expertise. Ed developed an understanding of vessel operations and construction projects as an engineering officer on merchant vessels. During seven years with American Maritime Officers, he operated a variety of unlimited horsepower steam and diesel propulsion plants for both commercial and governmental interests.

RELEVANT EXPERIENCE

CMMS Development for Cruise Line

Completion Date: 2014

Independent Consultant. Mr. Garrahy implemented a CMMS for a fleet of small-ship cruise vessels for Pacific Navigation Company (Now HMS Ferries/HMS Consulting and Technical). As an independent consultant, he evaluated the engineering management processes employed by Pacific Navigation related to their operation of five cruise vessels for Glacier Bay Cruise Lines. Reviewed a variety of CMMS options for the fleet, and developed a custom system based on Microsoft Access to address planned maintenance, equipment history, and shipyard project management. Once the system was established and launched, Mr. Garrahy provided training and implementation assistance to vessel operators.

Paddle-Wheel Cruise Vessel Reliability Analysis

Completion Date: 2014

Project Manager. Glosten applied Failure Mode Effects Analysis (FMEA) processes to evaluate the reliability of the 418' steam-powered passenger vessel American Queen, the largest riverboat ever built. Glosten surveyed the vessel, identified all areas where a single failure could affect the sailing schedule, and convened a workshop of system experts and vessel operations representatives to evaluate and prioritize the risk associated with each failure. Mr. Garrahy acted as lead engineer and project manager for the effort. He performed the vessel survey, performed the analysis of vessel systems, and led the risk evaluation workshop. He also evaluated the vessel's engineering management processes and identified where operational factors posed threats to vessel reliability.

407' Ferry Repower and Ship System Upgrade

Completion Date: Ongoing

Controls Engineer. Glosten is performing the analysis, engineering, and design for the repower of the M/V Matanuska. The main efforts are to design and prepare construction drawings for replacement of main propulsion engines and subsystem upgrades, including multiple ancillary system replacement and upgrades. Mr. Garrahy supported this effort as a Controls Engineer, with chief responsibility for the propulsion controls, and instrumentation alarm and monitoring systems.



Mr. Lane is currently serving as Glosten's Director of Business Development. With nearly 35 years of industry experience, Ken brings expertise in all aspects of vessel design, ranging from preliminary design and analysis through detail design to shipyard support and consultation. Ken has managed numerous stability analysis projects for vessels ranging from 70' fishing vessels to 85,000 DWT crude oil tankers.

Prior to joining Glosten, Mr. Lane was one of the founding partners of Elliott Bay Design Group (EBDG). While there, he led EBDG's computer integrated design and manufacturing efforts and served as their Chief Project Engineer.

KENNETH LANE, PE

Glosten

EDUCATION

BSE, Naval Architecture and Marine Engineering, University of Michigan, 1980

Ship Production Short Course, University of Washington, 1984

CERTIFICATIONS

Professional Engineer, Naval Architecture & Marine Engineering, WA, OR, NY

WORK EXPERIENCE

Naval Architect, Martinac Shipbuilding Corp., 1981 to 1984

Naval Architect, Guido Perla & Associates, 1984 to 1987

Chief Project Engineer, Elliott Bay Design Group, 1988 to 2009

Director of Business Development, Glosten, 2010 to present

RELEVANT EXPERIENCE

USCG Appeal of Passenger Vessel Fleet, San Francisco, CA

Completion Date: 2015

Principal-in-Charge. Mr. Lane served as Principal-in-Charge in support of Golden Gate Bridge, Highway, & Transportation District's passenger-only vessel fleet. Glosten assisted the client with an appeal to the USCG regarding the structural requirements and passenger capacities of their vessels. Ken reviewed all USCG submittals and supported the Project Manager through the approval process.

280' Passenger/Vehicle Ferry Production Design

Completion Date: 2018

Principal-in-Charge. Mr. Lane served as Principal-in-Charge for Glosten's production design of the Alaska Class Ferry, a two-vessel project. The 280' / 300 passenger / 53 vehicle Alaska Class Ferry will primarily transit the Lynn Canal and shorter Alaska Marine Highway System (AMHS) routes in Southeast Alaska. He has spearheaded Glosten's use of Cadmatic, a CAD/CAM engineering software system for the marine and offshore industry. This software is a key factor in Glosten's efficiency on the project.



Matthew Lankowski, PE

Glosten

EDUCATION

BS, Mechanical Engineering,
University of Vermont, 2007

MS, Naval Architecture &
Marine Engineering, University
of Michigan, 2012

MEng, Manufacturing,
University of Michigan, 2012

MBA, University of Washington,
2018

CERTIFICATIONS

Professional Engineer, Naval
Architecture & Marine
Engineering, WA, 2014

WORK EXPERIENCE

Naval Architect, Rolls-Royce
Seaworthy Systems, 2007 to
2010

Graduate Student and Research
Assistant, University of
Michigan, 2010 to 2012

Ocean Engineer, Glosten, 2012
to present

Mr. Lankowski offers ten years of commercial naval architecture, ocean engineering, and maritime consulting experience. Matthew joined Glosten in 2012 after completing master's degrees in naval architecture and manufacturing at University of Michigan and completed an MBA at University of Washington in 2018, while working. Since joining the team, Matthew has contributed to a variety of technical, research, and business-oriented projects in the Ocean Engineering group, in areas including transportation system modeling and analysis, risk analysis, market analysis, climatology, seakeeping, and loads analysis.

RELEVANT EXPERIENCE

New York Ferry Acquisition, New York City, NY

Completion Date: Ongoing

Project Manager. The Trust for Governors Island engaged Glosten to recommend and implement a procurement strategy for a new ferry that meets their very unique requirements. As Project Manager, Mr. Lankowski led the development of a procurement tradeoff study and design basis for the new ferry, and oversaw the development of a concept design, owner's technical requirements, and RFP package. Mr. Lankowski is now managing Glosten's efforts as Owner's Representative, overseeing design and construction of the new ferry.

New York Ferry Maintenance Planning, New York, NY

Completion Date: 2017

Project Manager. Mr. Lankowski was the project manager for the evaluation of maintenance options for the 62-year-old double-ended passenger/vehicle ferry M/V *Coursen*. Mr. Lankowski and his team performed an on-site inspection of major machinery and hull structure, liaised with vessel crew and operations staff, and gathered and collated historical maintenance records. The Glosten team synthesized this information into a forecast of maintenance costs under three different maintenance regimes, and made recommendations to the client for implementation of a maintenance plan catered to their long-term plans for the aging vessel.

Gateway Pacific Terminal Vessel Traffic Study, Cherry Point, WA

Completion Date: 2015

Analyst. Glosten was tasked with performing a vessel traffic and risk analysis of the proposed Gateway Pacific Terminal at Cherry Point. Mr. Lankowski collected and organized historical oil spill data and developed an oil and bulk cargo spill risk assessment model, which synthesized the historical and project-specific data to quantify the risk of the project. He worked with industry partners to develop the input database, developed the algorithm to process it into quantitative risk results, and translated the results into language that was accessible to the public audience of the final report.

Other Project Experience:

- Transportation system analysis and design.
- Fleet lifecycle cost analysis and tradeoff studies.
- Climatology and loads analysis for marine civil structures.
- Seakeeping and extreme motions, collision, and mooring analysis.
- Offshore renewable energy device design and analysis.
- Feasibility studies for vessel retrofits.
- Navigation feasibility studies for bridges.



David Larsen brings over 30 years of experience in the design, acquisition, and conversion of specialized vessels with a particular emphasis on the propulsion, mechanical, and electrical systems. This work has encompassed all phases of marine design, engineering and construction activities from conceptual design and engineering through vessel construction/renovation and delivery. Dave's technical design experience includes propulsion, mechanical and electrical systems. His propulsion system experience includes: evaluation and recommendation of main propulsion system configurations, including diesel electric systems, geared diesel, and controllable pitch propeller installations.

DAVID LARSEN, PE

Glosten

EDUCATION

BS, Mechanical Engineering,
University of Washington, 1984

REGISTRATION

Professional Engineer,
Mechanical Engineering, WA,
1989

Professional Engineer,
Mechanical Engineering, AK,
1990

Professional Engineer,
Mechanical Engineering, HI,
2005

WORK EXPERIENCE

Duwamish Shipyard, 1980 to
1984

Chairman (present), Glosten,
1984 to present

RELEVANT EXPERIENCE

330' Passenger/Vehicle Ferry Design

Completion Date: Ongoing

Principal-in-Charge. Mr. Larsen served as the Principal-in-Charge for the design of a new 330' RoPax ferry for Alaska Marine Highway Systems (AMHS). This vessel has several unusual and competing design requirements.

- Handle vehicles, heavy construction equipment (up to 80,000 lbs.), and trailers/vans (up to 40' long) through the vessel side at docks which do not have dedicated ferry ramps or other standard loading facilities, with tidal ranges up to 34 feet.
- Sail in unprotected north Pacific waters and meet current American Bureau of Shipping and United States Coast Guard regulations for oceans certification.
- Meet Environmental Protection Agency air emission (EPA Tier IV) and water emission standards.

Mr. Larsen was the primary point of contact for the design team, interfacing with the client and the client's vessel steering committee. He conducted public participation meetings which rolled out the design to the public at meetings throughout Southwest Alaska.

382' Passenger/Vehicle Ferry Contract Design and Refurbishment

Completion Date: 2016

Principal-in-Charge. Glosten developed the contract plans, specifications, and shipyard cost estimates for the \$10 million refurbishment of the M/V Kennicott, a 382' RoPax ferry owned and operated by Alaska Marine Highway System. This refurbishment included replacement of the propulsion alarm and monitoring system, replacement of main electrical switchgear, refurbishment of many passenger spaces and installation of a ship-wide computer networking system.

British Columbia Ferry Services, Inc. Due Diligence Review

Completion Date: 2011

Principal-in-Charge/Project Manager. Glosten supported BC Ferris with comprehensive Due Diligence Reviews across three separate projects: the Super-C Class in 2007, the M/V Island Sky in 2008, and the Denman Island cable ferry in 2011. For each of these efforts, Mr. Larsen served as either Principal-in-Charge, Project Manager, or both.



Capt. Peter Soles is a project manager with experience in the successful, on-time delivery of projects with large stakeholder groups. With over 17 years of marine industry experience, including seven years as an ASD (Z-Drive) tug operator and five years in ship operations management, Capt. Soles brings a unique combination of field experience and formal academic training to marine projects. His areas of expertise include marine logistics planning, navigation and ship handling, tug and barge operations, and break-bulk/project cargo handling, stowage, and sea-fastening. He has extensive knowledge on the subject of maritime activity in the Arctic and ship rescue towing and has authored multiple publications on these topics.

CAPT. PETER SOLES

Glosten

EDUCATION

BA, English, University of Oregon, 1996

MMA, Port and Marine Transportation Management, University of Washington, 2008

CERTIFICATIONS

USCG #218975, Merchant Mariner Credential:
Master of Steam or Motor Vessels, 1600 Gross Tons
Master of Towing Vessels

WORK EXPERIENCE

Captain, Western Towboat Company, 2000 to 2006

Captain, M/V *Cascade* (French Polynesia), 2004 to 2005

Policy Analyst (Intern) Pacific Merchant Shipping Assoc., 2007

Port Captain, Westwood Shipping Lines, 2008 to 2013

Senior Marine Consultant, Glosten, 2013 to present

RELEVANT EXPERIENCE

McNeil Island Fleet Restructuring Study, McNeil Island, WA

Completion Date: 2016

Project Manager. Capt. Soles led this study, commissioned by the Washington State Department of Corrections, Correctional Industries, to evaluate the existing McNeil Island marine vessel fleet and provide data-driven recommendations to ensure the safety and long-term sustainability of the McNeil Island marine transportation system.

Alaska Marine Highway System Fleetwide Survey, Ketchikan, AK

Completion Date: 2015

Operations Lead. Capt. Soles participated in the development of fleet condition survey and digital database for all active vessels in the Alaska Marine Highway System fleet.

Panama Canal Container on Barge Transportation Study, Panama

Completion Date: 2014

Project Manager. Capt. Soles provided cargo-handling and logistics consulting for a pre-feasibility study on Container Inland Water Transportation Services by Barge. Commissioned as part of the Panama Canal Expansion Project, his team provided technical performance predictions for an inland container on barge (COB) system, capacity predictions of the proposed system, equipment recommendations, and evaluations of service network options.

Alaska Maritime Prevention and Response Network Sea Anchor, Anchorage, AK

Completion Date: Ongoing

Project Manager. Capt. Soles is currently serving as Project Manager for the development of a large-scale emergency ship arrest system for use in Western Alaska. This effort includes management of a large stakeholder group, multiple phases of prototype design and fabrication, planning and execution of full-scale sea trials, and preparation of summary reports on test findings. As part of this project, Capt. Soles was also instrumental in the design of a unique Emergency Vessel Attachment and Towing System (EVATS™), which can be used in conjunction with sea anchors or other drag devices, or for emergency towing operations.

Sakhalin Island Sealift Operations, Russia

Completion Date: 2014

Operations Lead. Capt. Soles participated in a detailed operability analysis of a large-scale sealift operation at a remote site on Sakhalin Island, Russia. Efforts included the development of transiting and maneuvering sequences for navigation in critical areas. In addition, he supported cargo operations and logistics planning, mooring line loads analysis, and development of final mooring and fendering design recommendations.



Eric Welter is RigorAnalytics' Founder & CEO and resident expert on Strategic Marketing and PR, eCommerce, Website Development, IT Systems Integration and Business Analytics. He has extensive experience in the global travel and hospitality industry for multi-brand multi-channel companies, as well as, extensive experience in Occupancy & Revenue Management, Customer Lifetime Value and Customer Segmentation Personas. Mr. Welter has also architected and built CRM systems, reservation systems, call center systems and websites. Mr. Welter's manages a small team of global technicians and lives in Massachusetts.

Eric Welter

Rigor Analytics, LLC
Marion, MA 02738

EDUCATION

B.S. Statistics and Mathematics,
1993 St Cloud State University
Minnesota

WORK EXPERIENCE

Founder & CEO, Rigor Analytics,
LLC, 2008 to Present (Marion,
MA)

Chief Marketing Officer & CIO,
Tweeter Home Entertainment,
2007 to 2008 (Canton, MA)

Chief Marketing Officer & CIO,
Viking River Cruises Inc, 2005 to
2007 (Woodland Hills, CA and
Boston, MA)

SVP Marketing & Ecommerce,
The J.Jill Group, Inc, 2001 to
2005 (Quincy, MA)

SVP Marketing & Ecommerce,
Geerlings & Wade, Inc, 1999 to
2001 (Quincy, MA)

VP Marketing & Ecommerce,
Grand Circle Travel, Inc, 1994 to
1999 (Boston, MA)

Statistician, Fingerhut, Inc, 1993
to 1994 (Quincy, MA)

RELEVANT EXPERIENCE

American Queen Steamboat Company, Memphis, TN

Completion Date: Ongoing

Acting CMO. Developed international sales, marketing and PR strategy. Developed new customer segmentation profiles for online/offline marketing. Developed occupancy, revenue management and call center KPI reporting. Integrated all systems (reservation platform, marketing CRM and website, phone system, email system, cloud computing and finance systems). Rehired all sales, marketing, and call center staff.

Alexander + Roberts, Keene, NH

Completion Date: Ongoing

Marketing & IT Consultant. Architected new website. Developed new call center phone system. Implemented website KPI reporting. Ongoing work entails quantity and types of tours offered, increasing PR communications with Media and Travel Trade and developing direct-to-consumer channel using Social Media marketing, SEO, PPC.

AMAwaterways, Calabasas, CA

Completion Date: 2017

Database Development & Integration Consultant. Integrated all systems containing customer data including reservation system, email system, onboard surveys, website bookings, call center and sales systems. Created real-time data output via Sales Force to worldwide employee base.

Bermuda Department of Tourism, Hamilton, Bermuda

Completion Date: 2013

Database & Segmentation/Persona Consultant. Integrated and aggregated all tourism data from website, hotels, tourism board, and immigration to develop first customer segmentation personas. Implemented personas in PR, Hotelier and Website marketing campaigns including TV, Radio and Outdoor.

Viking River Cruises, Inc, Woodland Hills, CA / Boston, MA

Completion Date: 2006

CMO / CIO. Developed and rolled out direct-to-consumer Global Sales, Marketing, PR and Systems strategy. Developed and implemented KPIs for call center, sales team, deployment plan, and customer Lifetime Value model. Built and implemented new website, CRM and IT systems including redundancy and security worldwide and onboard.



Terms and Conditions of Consulting Services

These Terms and Conditions of Consulting Services (the “**Terms and Conditions**”) shall govern the relationship between HMS Consulting and Technical, LLC, a Delaware Limited Liability Company (“**HMS Consulting**”), and the party who has accepted HMS Consulting’s proposal (the “**Client**”).

1. **Definitions** – Each term in the preceding paragraph has its assigned meaning, and each of the following terms has the meaning assigned to it:

“**Agreement**” means the terms described in the proposal letter along with the Terms and Conditions; and

“**Project**” means the task described in the proposal letter that the Client has engaged HMS Consulting to perform.

2. **Standard of Care** – The standard of care for all professional services performed by HMS Consulting and its sub-consultants pursuant to this Agreement shall be the care and skill ordinarily used by members of the profession practicing under similar conditions at the same time and locality of the Project.

3. **Professional Services** –

- a. **Fixed Fee.** Where the scope of services, including reimbursable expenses, subcontracts and outside services can be clearly defined, HMS Consulting will customarily bill on a fixed fee basis. Invoices for fixed fee services will be issued monthly based on estimated percent of work scope complete unless other billing milestones and schedules are established.
- b. **Time and Materials.** When fixed fee services are not appropriate, HMS Consulting will bill on a time and materials basis to a mutually-agreed upon budget. Invoices for time and materials services will be issued monthly for:
 - i. Hourly fees for services – at current published billing rates based on time, including travel time, expended on the project by professional, technical and administrative personnel.
 - ii. Reimbursable expenses – billed at cost for travel, non-routine communications, and reproduction and delivery charges.
 - iii. Subcontracts and outside services – billed at cost plus 10% with copies of all invoices from subcontractor or outside service provider.

4. **Terms of Payment** – Payment is due upon receipt of the invoice unless otherwise agreed to in writing. Interest at the rate of 1.5% per month will be added to unpaid accounts due over 30 days. HMS Consulting reserves the right to stop work until all unpaid accounts due over 30 days are paid in full and to require payment in advance prior to resuming work or beginning new work.

5. **Scope of Professional Services** – The entire base scope of services to be provided by HMS Consulting is described in the attached Proposal. If mutually agreed to in writing by the Client and HMS Consulting, additional services may be added to the base scope of services, understanding that payment and schedule will be adjusted accordingly.

6. **Insurance** – HMS Consulting maintains Workers’ Compensation and Employer’s Liability Insurance as required by state laws. HMS Consulting also maintains comprehensive general, auto and professional liability insurance, certificates of which are available upon request by the Client.

7. **Limits of Professional Liability** – No warranty, express or implied, is made or intended by our proposal for consulting services, by our furnishing oral or written reports, or by our inspection of work. In recognition of the relative risks and benefits of the project to the Client and to HMS Consulting, the Client agrees, to the fullest extent permitted by law, to limit the liability of HMS Consulting and all of its subcontractors supporting the project for any and all claims, losses, damages or incurred expenses from any cause, so that the total aggregate liability to HMS Consulting and all subcontractors supporting the project is limited to \$50,000 or the total fee paid for the project, whichever is less. Such claims and losses include, but are not limited to negligence, professional errors or omissions, strict liability and breach of contract.



8. **Third Party Indemnification** – Except as expressly provided above, the Client agrees to defend, indemnify and hold harmless HMS Consulting from any third party claims for injury, losses, expenses, or fees allegedly arising out of or related to HMS Consulting's services under this Agreement.
9. **Delays** – HMS Consulting will prepare deliverables required by this Agreement in a timely manner consistent with professional care and the orderly progress of work. It is understood that a time extension will be granted to HMS Consulting for any and all delays beyond our control (including delays in work be done by subcontractors) and which could not reasonably have been foreseen at the time this agreement was executed.
10. **Acceptance of Terms and Conditions** – Acceptance of HMS Consulting's proposal by the Client shall also constitute acceptance of the Terms and Conditions. Acceptance of HMS Consulting's proposal occurs when the Client's authorized representative signs the proposal letter.
11. **Termination** – This Agreement shall terminate automatically upon completion by HMS Consulting of the Project. Notwithstanding the previous sentence, either party may terminate this Agreement with seven (7) days' written notice to the other in the event of a substantial failure of performance, including non-payment, by the other party through no fault of the terminating party. If this Agreement is terminated, HMS Consulting shall be paid for services performed up to the termination notice date, including reimbursable expenses and subcontract obligations.
12. **Ownership of Documents** – Reports, specifications and other documents, including those in electronic form, prepared by HMS Consulting and its subcontractors are instruments of service for use solely with respect to this Project. HMS Consulting is the owner of these instruments of service and retains all common law, statutory and other reserved rights, including copyrights. HMS Consulting grants to the Client a non-exclusive license to reproduce HMS Consulting's instruments of service solely for purposes of developing, maintaining and using the Project, provided the Client complies with all obligations, including payment of all sums when due, under this Agreement. Any termination of this Agreement prior to completion of the Project shall terminate this license. Any subsequent use or changes to the instruments of service not made or specifically approved by HMS Consulting shall be at the Client's sole risk and without liability to HMS Consulting or its subcontractors.
13. **Notice** – Any notice or communication required or permitted under this Agreement shall be sufficiently given if delivered in person or by certified mail, return receipt requested, to the address set forth below, or to such other address as one party may have furnished to the other in writing. Notices shall be effective when received.
- | | |
|-------------------------------------|----------------------------------|
| <u>If to HMS Consulting:</u> | <u>If to Client:</u> |
| John A. Sainsbury, President | The person and address stated in |
| 1080 West Ewing Place, Suite 201 | the proposal letter |
| Seattle, WA 98119 | |
14. **Entire Understanding** – This Agreement contains the entire understanding and agreement between the parties hereto regarding the subject matter and supersedes all oral and written agreements or understandings between HMS Consulting, its subcontractors and the Client.
15. **Severability** – If any provision of this Agreement is illegal or unenforceable, that provision is severed from this Agreement and the other provisions remain in force.
16. **Modifications** – Except as specifically provided herein, this contract may not be altered, amended or modified except by a written agreement signed by an authorized representative of each party.
17. **Governing Law** – The laws of Washington, without regard to its conflict of law principles, governs all matters arising under or relating to this Agreement, including torts.
18. **Venue** – The venue of any action brought to interpret or enforce any of the terms of this agreement or otherwise adjudicate the rights or liabilities of the parties hereto shall be in King County, Washington.