

Woods Hole, Martha's Vineyard and Nantucket Steamship Authority

Posted June 16, 2022 9:20 AM

STEAMSHIP AUTHORITY

Tuesday, June 21, 2022 - 9:30 AM

First Floor Meeting Room SSA Administrative Offices 228 Palmer Avenue Falmouth, MA 02540

NOTE: Pursuant to Section 20 of Chapter 20 of the Acts of 2021, this meeting will be held virtually. The public may participate in the meeting, including Public Comment, by going to zoom.us and using meeting ID 874 1700 9198. Participants can also use the same meeting ID and join telephonically by calling one of the following numbers: 669-900-6833, 346-248-7799, 929-436-2866, 253-215-8782, 301-715-8592, or 312-626-6799.

AGENDA

Item No. 1. Approval of Minutes

Minutes of the Authority's May 26, 2022, Meeting in Public Session

Item No. 2. Port Council's Report on Their June 7, 2022, Meeting

Item No. 3. General Manager's Report

This report will be presented by the General Manager, Robert B. Davis, and will include the following:

- a) Updates on Current Projects including:
 - i) Website Update/Redesign
- Approval of Annual Salary Increases for Non-Union Personnel Please see Staff Summary #HR-2022-01 dated June 16, 2022

c) Proposed 2023 Summer & Fall Operating Schedules - Update on Public Hearing Held June
 8, 2022

Item No. 4. Treasurer/Comptroller's Report

This report will be presented by the Treasurer/Comptroller, Mark K. Rozum.

- a) Results of Operations Business Summary for the Month of April 2022
- b) 2021 Audit Review with RSM US

Item No. 5. Procurement

- a) To Authorize the General Manager to Dispose of Surplus Property
- b) Award of Contract No. 09-2022, "Woods Hole Terminal Landside Reconstruction Site Work"
- c) Request for Authorization to Execute Change Order No. 67, Contract No. 09B-2012,
 "Contract for Final Design and Construction Administration Services" with BIA.studio

Item No. 6. Old/New Business

- a) Request for Authorization to Post Martha's Vineyard Police Chiefs Association Informational Bulletin
- b) Process and Form to be Used for the Annual Performance Evaluation of the General Manager

Item No. 7. Items Not Reasonably Anticipated by the Chair

Item No. 8. Public Comment

MEETING IN EXECUTIVE SESSION TO FOLLOW (See Next Page)

STEAMSHIP AUTHORITY Tuesday, June 21, 2022 – 9:30 AM

First Floor Meeting Room SSA Administrative Offices 228 Palmer Avenue Falmouth, MA 02540

EXECUTIVE SESSION MEETING AGENDA

Item No. 1. Minutes

a) Approval of the Minutes of the May 26, 2022, Meeting in Executive Session.

Item No. 2. Collective Bargaining Matters

- a) Anticipated and Ongoing Negotiations with Teamsters Union Local 59.
- b) Discussion with respect to a tentative collective bargaining agreement with Service Employees International Union, Local 888, CTW. CLC ("SEIU Local 888") governing the terms and conditions of employment for the Authority's reservation and customer relations department employees.
- c) Discussion with respect to a tentative collective bargaining agreement with Marine Engineers Beneficial Association, District No. 1 - PCD ("M.E.B.A.") governing the terms and conditions of employment for the Authority's chief engineers.
- d) The Authority's Employment Contract with its General Manager, Robert B. Davis

Agenda Item

3a)i)-Website Redesign

To Be Presented By:

Sean Driscoll

STAFF SUMMARY

Date: June 16, 2022

File# HR-2022-01



TO:		FOR	: :	FROM:
v	General	Х	Voto	Dept.: Human Resources
^	Manager	^	Vote	Author: Janice L. Kennefick
Х	Board Members		Information	Subject: Proposed 2022 Annual Salary Increases for Non-Union Personnel
	-		•	

PURPOSE:

To request a vote of the Board's approval of the proposed 2022 wage and salary increase program for our Non-Union personnel consisting of approximately 90 employees.

BACKGROUND:

Wage and salary increases for our non-union personnel are effective July 1st of each year, if granted, based on annual supervisory employees' employee performance evaluations. Each year management staff seeks updated market data for wage and salary budget and structure adjustments from Willis Towers Watson, a leading global advisory firm for employee compensation and benefits. Based on a recent salary increase market analysis by the firm, the recommendations for this year's wage and salary structure are:

- Total Overall Wage Increase 3.3%
- Salary Structure Adjustment 2.2%

RECOMMENDATION:

That the Members vote to approve the 2022 Non-Union performance wage and salary increase program as proposed.

Janice L. Kennefick

Director, Human Resources

APPROVED:

Robert B. Davis General Manager

May 31, 2022

Dear Steamship Authority General Manager Robert Davis,

We, the undersigned, are writing to renew our strenuous objection to the 5:30AM freight trip from Woods Hole proposed by the Steamship Authority concerning its 2023 freight operating schedules between Woods Hole and Martha's Vineyard as announced in the Steamship Authority's advertisement in the Falmouth Enterprise and on the SSA website.

We object to the SSA scheduling of the 5:30AM early morning freight from Woods Hole to Martha's Vineyard and its multiple negative public health impacts on Falmouth and Woods Hole residents caused by pre-dawn noise as well as the ever increasing threats to public safety resulting from increasing freight truck traffic over Falmouth roads leading to and from Woods Hole. Alternative scheduling proposed by the Falmouth Transportation Committee would address this matter. The Falmouth Select Board has repeatedly requested that the 5:30AM freight schedule be eliminated. The consistent failure of the SSA to consider the impact of its schedules on the residents of this community is unacceptable and must change immediately.

We request that you conduct a public hearing to be held within 14 days of receipt of this petition on the proposed 2023 freight operating schedules, per Section 15A of the Steamship Authority's Enabling Act.

Sincerely,

[See 160 signatures at the bottom of this email]

In addition to the 5:30AM freight scheduling from Woods Hole, the following topics will be addressed during the public hearing:

- Failure of the Steamship Authority to address the health and safety consequences of Steamship Authority's continuing increase of freight truck traffic (56,522 freight trucks were carried through WH terminal in 2021, an increase of 6% since 2019) on Falmouth and Woods Hole residents; that includes freight truck and passenger bus idling at Woods Hole terminal, diesel soot from such a high concentration of diesel trucks, and the creation of unsafe conditions on our roadways;
- Failure of the Steamship Authority to take adequate steps to shift non-time-sensitive Vineyard freight (landscaping materials such as sod/gravel/rocks/mulch/large trees, septic, demolition, construction materials, trash) to an off-Cape port as an alternative to increasing freight capacity through Cape Cod port communities; the currently issued Request for Proposals for off-Cape service appears "designed to fail" and has too many restrictive conditions; for example, the Request bans the future off-Cape freight carrier from taking automobiles to and from the Vineyard in the event of extra space on the carrier's freight decks;
- Failure of the Steamship Authority to address in any significant way traffic backup and parking issues in Woods Hole village;
- Failure of the Steamship Authority to limit in any significant way its use of the northern-most slip (no. 3) at Woods Hole terminal, despite the completion of the

southern-most (no. 1); we observe that the no. 3 slip is being used as actively as the other two slips; it was promised that the no. 3 slip would only be used actively on an exceptional basis;

- Failure of the Steamship Authority to negotiate an agreement with the Town of Falmouth to cap the growth of the number of freight trips it will operate from Woods Hole village (the Town of Barnstable has had such an agreement in place since 1997);
- Failure of the Steamship Authority to convert its passenger bus fleet from diesel to electric; the SSA currently does not have any electric buses; in comparison, Vineyard Transit Authority already operates 16 electric buses;
- Other SSA-related topics of concern to Falmouth residents.

1	Kristin	Alexander
2	Jay	Allison
3	Melissa	Allison
4	Douglas	Amon
5	Porter	Anderson
6	Willa	Appel
7	Richard	Armstrong
8	Jelle	Atema
9	Jane Evelyn	Atwood
10	Janet	Azarovitz
11	Bobbi	Bailin
12	Richard	Balkin
13	Elaine	Bearer
14	Paula	Beckerle
15	Barbara	Blair
16	Wendy	Blomberg
17	Robert	Blomberg
18	Matthias	Bossi
19	Jean	Bourdon
20	Carol	Bowers
21	Catherine	Bumpus
22	Molly	Cabral
23	Ann W	Carlton
24	Michael	Cohen
25	Alberto	Collasius
26	Rebecca	Conners
27	Hannah	Coppola
28	Tom	Crane
29	Kate	Davis
30	Judith	Day
31	Kate Nace	Day
32	Roger	Day
33	Lore	De Bower
34	Karen	Dell
35	Edward	DeWitt
36	Judith	Dowling

37	John	Dowling
38	Rebecca	Eder
39	Dianne	Edgar
40	Kathryn	Elder
41	Jan	Elliott
42	Gerald	Fine
43	Harvey	Fishman
44	Claude	Frankignoul
45	Melissa	Freitag
46	Isabel	Friedman
47	Patricia	Gadsby
48	Ruth	Gainer
49	LOIS	GARRETTLOGAN
50	Ronald	Geering
51	Stephen	Gellis
52	Jonathan	Goldman
53	Nicole	Goldman
54	Joyce	Gore
55	John	Gore
56	Daniel	Gould
57	Monique	Gregg
58	Susanne	Hallstein
59	WILLIAM	HALLSTEIN
60	Anne	Halpin
61	Dawna	Hammers
62	Jennifer	Hastings
63	David	Hastings
64	Laura	Hastings
65	Nina	Hocker
66	Andy	Hocker
67	Richard	Hugus
68	Kara	Hume
69	Tom	Jay
70	Robert	Jaye
71	Peter	Jeffrey
72	Barbara	Jones

73	Doug	Jones
73 74	Myla	Kabat-Zinn
7 4 75	Richard	Kabat-Ziiiii Kendall
	Patricia	
70 77		Keoughan
	Wendy Klem	Kingerlee Klimek
78 70	_	_
79	Craig	Korr
80	suzanne	kuffler
	Damien	Kuffler
82	Eugenie	Kuffler
83	Mandi	Kunen
_	Edward	Lafontaine
	Rebecca	Lash
86	I	Laster
87	Judith	Laster
88	Alison	Leschen
89	Leslie	Lind
90	Tim	Lineaweaver
91	Paul	Lobo
92	Philip	Logan
93	Deborah	Maguire
94	Gail	Mandel
95	David	Martin
96	Margaret	McCormick
97	Dianne	McPherson
98	Debra	Michlewitz
99	JAMES	MOFFETT
100	Maria	Moniz
101	Robert	Morris
102	Kathleen	Mortenson
103	Kenneth	Muller
104		Murphy
105	James	Newman
106	•	Nies
107		Olcott
108	Hillary	Osborn

109	Mary	Paci
110	Christopher	Paci
111	Kim	Pedersen
112	Colleen	Peterson
113	Robert	Peterson
114	Sara	Piccini
115	Dana	Platt
116	Tammela	Platt
117	Terry	Platt
118	Cynthia	Rankin
119	Nava	Renek
120	William	Roslansky
121	Diana	Roth
122	BILL	RUGH
123	Monika	Salm-Sturm
124	C. Diane	Salte
125	Jill	Sansone
126	Nan	Schanbache
127	Walt	Schanbachei
128	Ann	Sears
129	Peter	Shile
130	Joan	Short
131	Bonnie	Simon
132	Andrew	Solow
133	Wallace	Stark
134	Pamela	Stark
135	David	Steger
136	Aminta	Steinbach
137	Joyce	Stratton
138	Brian	Switzer
139	Rachel	Switzer
140	Nina	Tannenwald
141	Peter	Tobias
142	Nat	Trumbull
143	Elena	Trumbull
144	David	Tucker

145	Joan	Tweedell
146	Jane	Vose
147	peter	waasdorp
148	Peter	Waksman
149	Nathalie	Ward
150	Susan	warren
151	Gretchen	Warren
152	Alice	Weiss
153	Marisa	Weiss
154	Lauren	Weiss
155	Kathryn	Wilson
156	Susan	Wilson
157	John	Woodwell
158	Gregory	Wozena
159	Shirley	Wozena
160	David	Zenga

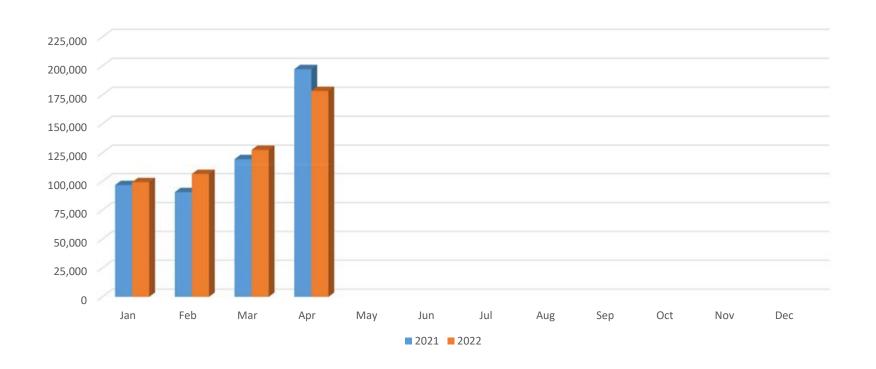
Business Summary – April 2022

Board Meeting 06-21-2022

Passengers Carried – April 2022 vs. 2021

		Monthly Variance vs. 2021	Monthly % Difference vs. 2021			Y-T-D Variance vs. 2021	Y-T-D % Difference vs. 2021
Martha's Vineyard Route	1	11,230	7.8%) 4		37,441	9.1%
Nantucket Regular Ferry	1	- 329	- 1.8%			- 1,710	- 3.0%
Nantucket Fast Ferry		7,885	50.6%	4		9,275	57.0%
Nantucket Route Subtotal	1	7,556	22.3%		1	7,565	10.4%
Total Passengers	1	18,786	10.5%) 4	1	45,006	9.3%

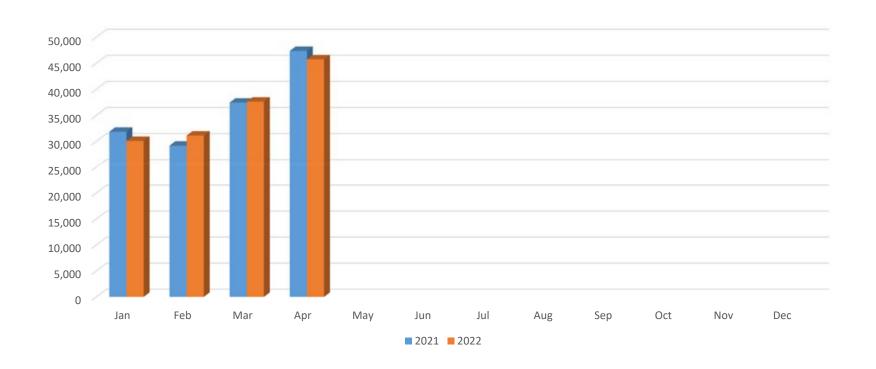
Passengers Carried 2021 - 2022



Vehicles Less than 20 ft. Carried – April 2022 vs. 2021

		Monthly Variance vs. 2021	Monthly % Difference vs. 2021		Y-T-D Variance vs. 2021	Y-T-D % Difference vs. 2021
Martha's Vineyard Route						
Standard Fare Autos	1	- 2,192	- 11.9%	1	- 5,973	- 11.7%
Standard Fare Trucks	1	- 22	- 0.5%	1	- 562	- 3.7%
Excursion Fare Autos	1	692	5.1%	1	4,368	9.6%
Excursion Fare Trucks	1	- 55	- 1.4%	1	540	4.1%
Total – Martha's Vineyard	1	- 1,577	- 3.9%	1	- 1,627	- 1.3%
Nantucket Route						
Standard Fare Autos		- 185	- 6.0%	1	- 476	- 6.2%
Standard Fare Trucks	Ţ	32	3.0%	1	22	0.7%
Excursion Fare Autos	Ţ	101	5.4%	1	679	9.9%
Excursion Fare Trucks	1	18	2.2%	1	166	5.2%
Total – Nantucket	1	- 34	- 0.5%	1	391	1.9%
Total Vehicles Less Than 20'	1	- 1,611	- 3.4%	• 1	- 1,236	- 0.8%

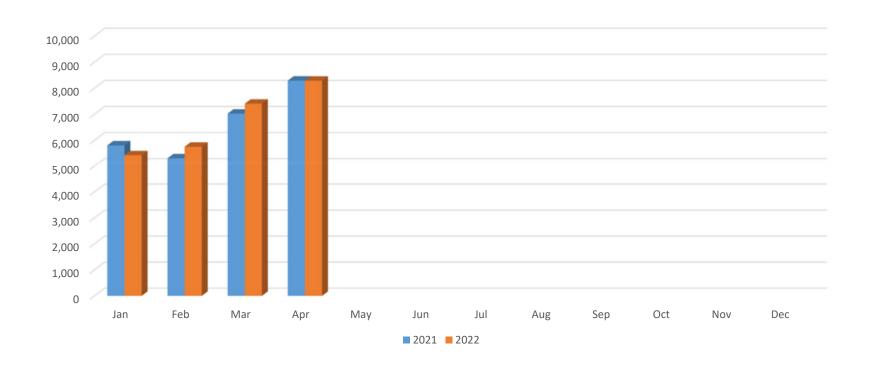
Vehicles Less than 20 Feet Carried 2021 - 2022



Freight Trucks (Trucks 20 ft and over) Carried April 2022 vs. 2021

		Monthly Variance vs. 2021	Monthly % Difference vs. 2021		Y-T-D Variance vs. 2021	Y-T-D % Difference vs. 2021
Martha's Vineyard Route	1	14	0.3%	1	177	1.1%
Nantucket Route		- 17	- 0.5%	1	266	2.6%
Total Trucks	1	- 3	0.0%) 1	443	1.7%

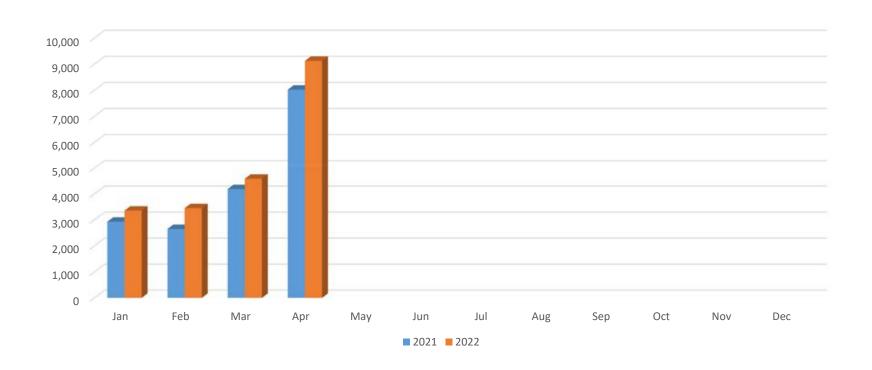
Trucks (20 Feet & Over) Carried 2021 - 2022



Cars Parked—April 2022 vs. 2021

		Monthly Variance vs. 2021	Monthly % Difference vs. 2021		Y-T-D Variance vs. 2021	Y-T-D % Difference vs. 2021
Martha's Vineyard Route	1	1,063	17.5%		2,503	17.1%
Nantucket Route	1	42	2.1%	1	230	7.3%
Total Cars Parked	1	1,105	13.8%	1	2,733	15.4%

Cars Parked 2021 - 2022



Trip Summary Report

	Sched	duled	C	ancelled for			
MV Route	Budgeted	Available	Mechanical	Weather	Traffic	Unscheduled	Total
April	1,210	6	0	- 10	- 7	0	1,199
YTD	4,772	19	- 15	- 107	- 93	4	4,580
NT Route	Budgeted	Available	Mechanical	Weather	Traffic	Unscheduled	Total
April	762	4	- 8	- 28	0	2	732
YTD	1,852	16	- 8	- 69	- 36	13	1,762
Total	Budgeted	Available	Mechanical	Weather	Traffic	Unscheduled	Total
April	1,972	10	- 8	- 38	- 7	2	1,931
YTD	6,624	35	- 23	- 176	- 129	17	6,342

Financial Snapshot





April

- Operating Revenue of \$9,236,722 was higher than budget by \$48,286
- Other Income of \$83,983 was higher than budget by \$21,546
- Operating Expenses of \$9,271,895 was lower than budget by \$36,111
- Income Deductions of \$141,047 was lower than budget by \$4,615
- Net Operating Loss of \$92,237 was lower than budget by \$110,558

January - April

- Operating Revenue of \$24,856,134 was higher than budget by \$538,086
- Other Income of \$1,188,163 was lower than budget by \$514,290
- Operating Expenses of \$36,878,822 was lower than budget by \$689,871
- Income Deductions of \$637,087 was lower than budget by \$13,537
- Net Operating Loss of \$11,471,612 was lower than budget by \$727,204

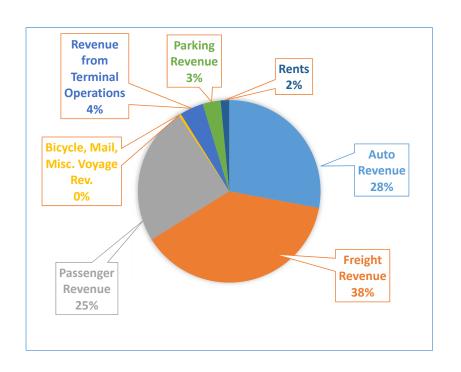
Operating Revenues – April 2022 vs. Budget

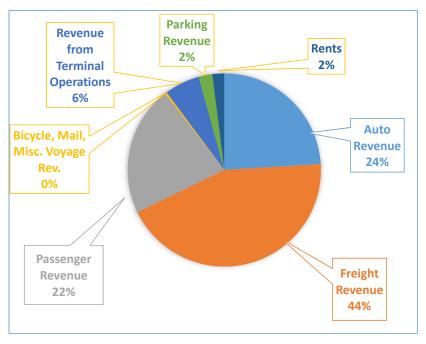
		Monthly Variance vs. Budget	Monthly % Difference vs. Budget		Y-T-D Variance vs. Budget	Y-T-D % Difference vs. Budget
Waterline Revenues						
Automobile Revenue		\$ -318,125	- 11.0%		\$ - 531,251	- 8.2%
Freight Revenue		- 39,934	- 1.1%		- 2,335	0.0%
Passenger Revenue	1	250,135	12.4%	1	243,122	4.7%
Misc. Voyage Revenue	1	6,165	19.3%	1	2,745	3.8%
Term. Oper. Revenue	1	64,620	19.8%	1	602,487	69.7%
Parking Revenue	1	47,897	19.6%	1	86,907	18.0%
Rent Revenue		37,528	36.5%	1	136,411	38.2%
Total Operating Revenue	1	\$ 48,286	0.5%	1	\$ 538,086	2.2%
Total Other Income	1	\$ 21,546	34.5%	1	\$ - 514,290	- 30.2%
Total Operating & Other	1	\$ 69,832	0.8%	1	\$ 23,796	0.1%

Operating Revenues - 2022

April

January - April





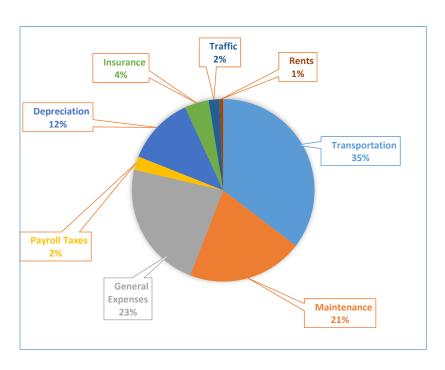
Operating Expenses – April 2022 vs. Budget

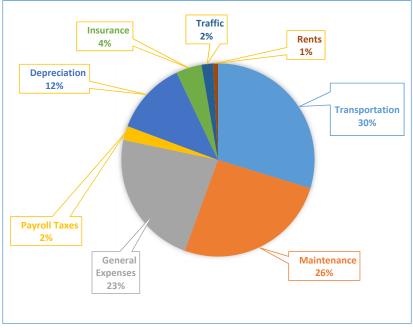
		<u> </u>				
		Monthly Variance vs. Budget	Monthly % Difference vs. Budget		Y-T-D Variance vs. Budget	Y-T-D % Difference vs. Budget
Waterline Expenses						
Maintenance		394,174	26.1%		140,773	1.5%
Depreciation	1	- 36,358	- 3.1%		- 145,250	- 3.1%
Vessel Operations		7,283	0.3%		42,817	0.6%
Terminal Operations		42,546	27.5%		372,424	10.5%
Traffic Expense		- 59,095	- 25.3%		- 75,278	- 9.6%
General Expense		- 387,742	- 15.5%	1	- 1,052,986	- 11.2%
Insurance		2,708	0.7%		9.908	0.6%
Rents		6,604	11.4%		4.378	1.5%
Payroll Taxes		- 6,232	- 2.7%		13,342	1.5%
Total Operating Expenses	1	\$ - 36,111	- 0.4%	1	\$ -689,871	- 1.8%
Total Other Expenses	1	\$ -4,615	- 2.2%	1	\$ - 13,537	- 2.1%
Total Operating & Other	1	\$ - 40,726	- 0.4%	1	\$ - 703,408	- 1.8%

Operating Expenses - 2022

April

January - April



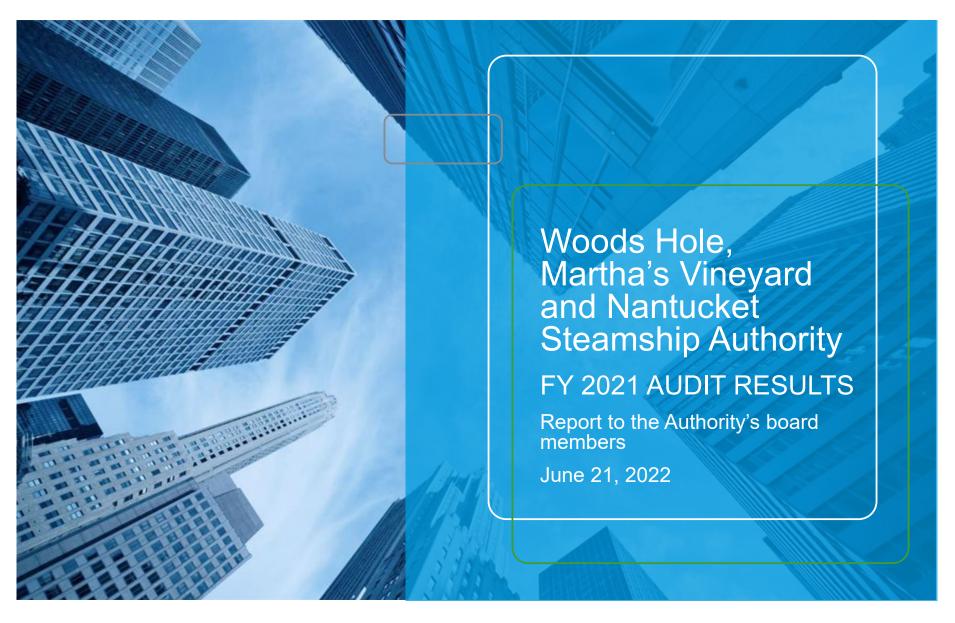


Passengers Carried – May 2022 vs. May 2021

		Monthly Variance	Monthly % Difference		Y-T-D Variance	Y-T-D % Difference
Martha's Vineyard Route	1	15,414	7.8%		52,855	8.6%
Nantucket Regular Ferry	1	1,938	9.6%	1	228	0.3%
Nantucket Fast Ferry		- 386	- 1.3%	1	8,889	19.7%
Nantucket Route Subtotal	1	1,552	3.2%		9,117	7.5%
Total Passengers	1	16,966	6.8%	1	61,972	8.5%

Vehicles Carried – May 2022 vs. May 2021

	Monthly	Monthly %		Y-T-D Variance	Y-T-D %
	Variance	Difference			Difference
Martha's Vineyard Route					
Automobiles - Regular	- 2,201	- 8.5%	1	- 8,174	- 10.7%
Automobiles – Excursion	608	4.9%	1	4,976	8.6%
Pickup Trucks – Regular	- 161	- 3.3%	1	- 723	- 3.6%
Pickup Trucks – Excursion	269	7.9%	1	809	4.8%
20 Feet & Over Trucks	381	7.3%	1	558	2.6%
Total – Martha's Vineyard	- 1,104	- 2.1 %	1	- 2,554	- 1.3 %
Nantucket Route					
Automobiles – Regular	- 420	- 8.8%	1	- 896	- 7.2%
Automobiles – Excursion	3	0.2%	1	682	8.1%
Pickup Trucks – Regular	- 67	- 6.2%	1	- 45	- 1.0%
Pickup Trucks – Excursion	46	7.1%	1	212	5.6%
20 Feet & Over Trucks	128	3.7%	1	394	2.9%
Total - Nantucket	- 310	- 2.7%	1	347	0.8%



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June 2022 Board Meeting - Treasurer/Comptroller's report



Board Members of the Authority

Woods Hole, Martha's Vineyard and Nantucket Steamship Authority

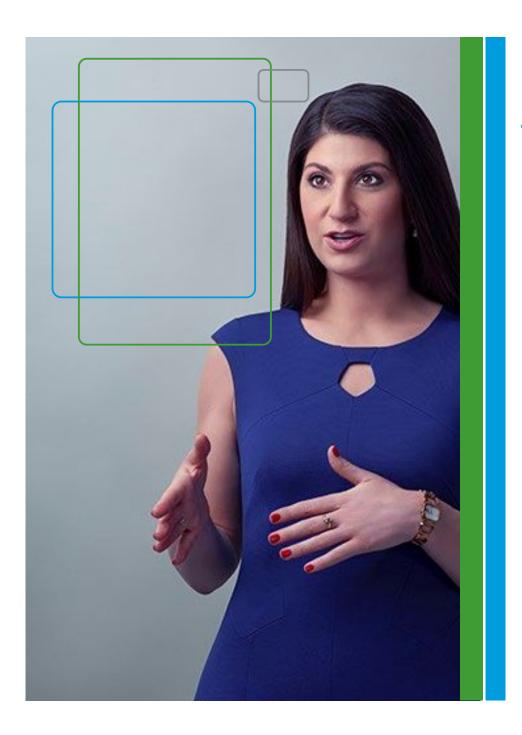
We are pleased to present this report related to our December 31, 2021, audit of the Woods Hole, Martha's Vineyard and Nantucket Steamship Authority (the Authority) financial statements. Our report shares the results of our audit work as required by professional standards alongside other meaningful insights, which we believe will help you in executing your oversight responsibility for the Authority's financial reporting process.

It will be our pleasure to respond to any questions you have regarding this report. We appreciate the opportunity to continue to be of service to the Authority.

RSM US LLP

This report is intended solely for the information and use of the Board Members of the Authority and management, and is not intended to be, and should not be, used by anyone other than these specified parties.





EXECUTIVE SUMMARY	4
REQUIRED COMMUNICATIONS	,

APPENDICES:

Appendix A—Significant Written Communications Between Management and Our Firm

Appendix B—Internal Control and Compliance Matters





EXECUTIVE SUMMARY

Audit Status

The 2021 audit is completed.

The Authority issued the financial statements on May 9, 2022.

We issued an unmodified opinion on the Business-Type Activities and Fiduciary Activities.

Areas of Audit Emphasis

Our audit approach includes a risk assessment process to identify issues and areas on which we focus our audit efforts. Summarized below are certain significant matters that were addressed during our audit of the Authority that are complex, non-routine transactions or require significant estimates or judgments by management. In addition to the matters addressed in this section, we have performed procedures on all areas in the financial statements of the Authority on which we report.

- Internal accounting and financial reporting controls, including IT
- · Ransomware incident
- · Financial reporting assessment of disclosures
- Proper revenue recognition
- Reporting of residual net position balances
- Property, plant and equipment additions and impairments, including assessment of assets placed in service
- Proper cut-off of accounts payable and accrued expenses
- · Self-insured health plan obligations
- Valuation of the Retirement Plan and Other Post-Employment Benefits (OPEB) liabilities*
- · Compliance with financial debt covenants
- · Litigation and other contingencies
- Management override of controls
- Uniform Grant Guidance (UGG) compliance Federal Transit Cluster
- Subsequent events

Uncorrected Misstatements

During our audit, we identified uncorrected misstatements as further described on p. 10.

Deficiencies in Internal Control

We did not identify any significant deficiencies or material weaknesses in internal control over financial reporting during our audit of the financial statements or in our testing of compliance. We identified certain observations and recommendations for management to help improve controls and/or to implement best practices.



UNDERSTAND THE CLIENT



RISK ASSESSMENT



FURTHER AUDIT PROCEDURES



VALUATION



DELIVERY



4

REQUIRED COMMUNICATIONS

Required Communications

Generally accepted auditing standards (AU-C 260, *The Auditor's Communication With Those Charged With Governance*) require the auditor to promote effective two-way communication between the auditor and those charged with governance. Consistent with this requirement, the following summarizes our responsibilities regarding the financial statement audit as well as observations arising from our audit that are significant and relevant to your responsibility to oversee the financial and related compliance reporting process.

Our Responsibilities With Regard to the Financial Statement and Compliance Audit

Our responsibilities under auditing standards generally accepted in the United States of America and *Government Auditing Standards* issued by the Comptroller General of the United States have been described to you in our arrangement letter dated January 21, 2022. Our audit of the financial statements does not relieve management or those charged with governance of their responsibilities, which are also described in that letter

Overview of the Planned Scope and Timing of the Financial Statement Audit

We have issued a separate communication dated February 14, 2022, regarding the planned scope and timing of our audit and identified significant risks. There were no significant changes to the planned audit strategy or significant risks identified subsequent to those communicated to you in the communication letter.



REQUIRED COMMUNICATIONS

Accounting policies and practices

Matter to Report	Yes	No				
Changes to the planned scope and timing of the audit		✓	We have issued a separate communication dated February 14, 2022, regarding the planned scope and timing of our audit and identified significant risks. There were no changes identified during the audit process.			
Accounting policies and practices						
Preferability of accounting policies and practices		✓	Under generally accepted accounting principles, management may select among alternative accounting practices in certain circumstances. In our view, in such circumstances, management has selected the preferable accounting practice.			
Adoption of, or change in, accounting policies		√	Management has the ultimate responsibility for the appropriateness of the accounting policies used by the Authority. The Authority did not adopt any significant new accounting policies (GASB 93 did not have any impact) nor change any significant accounting policies during the current period.			
Significant accounting policies		✓	We did not identify any significant accounting policies in controversial or emerging areas for which there is a lack of authoritative guidance or consensus.			
Significant unusual transactions		√	We did not identify any significant unusual transactions.			



Significant Accounting Estimates

Accounting estimates are an integral part of the preparation of financial statements and are based upon management's current judgment. The process used by management encompasses their knowledge and experience about past and current events, and certain assumptions about future events.

Valuation of Nonunion Pension and Other Post Employment Benefits (OPEB) Liabilities

Accounting policy

The Nonunion pension estimate is accounted for under the guidance of GASB Statement No. 67, *Financial Reporting for Pension Plans*, and GASB Statement No. 68, *Accounting and Financial Reporting for Pensions*.

The OPEB Estimate is accounted for under the guidance of GASB Statement No. 74, *Financial Reporting for Postemployment Benefit Plans Other Than Pensions*, and GASB Statement No. 75, *Accounting and Financial Reporting for Postemployment Benefits Other Than Pensions*.

Management's estimation process

Management utilizes the services of third party specialists to address the significant assumptions included in the valuation of these estimates. Management is ultimately responsible for reviewing these significant inputs for fairness and alignment with the applicable financial reporting frameworks.

Basis for our conclusion on the reasonableness of the estimate

The Nonunion pension and OPEB estimates appear to be fairly valued in accordance with the applicable financial reporting frameworks. The engagement team did not identify any indications of management bias in the estimation process.

Capital Asset Useful Lives

Accounting policy

Vessels, terminal property, and equipment are stated at cost, less accumulated depreciation. Depreciation is computed using the straight-line method based on the estimated service lives of the related assets.

Management's estimation process

Management utilizes historical data as well as industry standards to determine the appropriate estimated useful lives for various classes of depreciable assets.

Basis for our conclusion on the reasonableness of the estimate

Useful lives estimated by management appear to be reasonable and in line with industry standards and the financial reporting framework. The engagement team did not identify any indications of management bias in the estimation process.



Reporting Matters

Matter to Report

Other information

Other information included in annual reports

Our responsibility for other information included in annual reports is to read the information and consider whether its content or the manner of its presentation is materially inconsistent with the financial information covered by our auditor's report, whether it contains a material misstatement of fact or whether the other information is otherwise misleading. We read the following required supplementary information and reports supplied by the Authority:

Management's Discussion and Analysis
Schedule of Changes in Net Pension Liability and Related Ratios
Schedule of Employer Contributions to the Pension Plan
Schedule of Employer Contributions to the Multiemployer Pension Plan
Schedule of Total OPEB Liability and Related Ratios
Notes to Required Supplementary Information

We did not identify material inconsistencies with the audited financial statements.

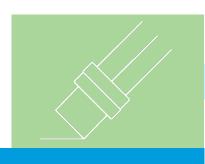


Audit Adjustments and Uncorrected Misstatements



Audit adjustments were proposed by us during the audit and recorded by the Company.

AUDIT ADJUSTMENTS



Uncorrected misstatements were identified during the audit.





Recorded Audit Adjustments

Management corrected the following material misstatements that were identified as a result of our audit procedures.

Business-Type Activities

	Effect—Increase (Decrease)											
Description	Asse	ets	Liabi	lities	Equ	ity	Reve	nue	Expe	ense	Net Inc	ome
To record the 12/31/21 impact of reclassifying capital asset expenditures in year end accounts payable and accruals between net position in capital assets and unrestricted net position (\$4,027,208)	\$	-	\$	-	\$	-	\$	-	\$	-	\$	
Total corrected adjusting journal entries	\$	-	\$	-	\$	-	\$	-	\$	-	\$	-
Cumulative equity misstatements					\$	-						



Uncorrected Misstatements

We identified the following uncorrected misstatements that management has concluded are not, individually or in the aggregate, material to the financial statements. We agree with management's conclusion in that regard.

Business-Type Activities

		I	Effect—Incre	ase (Decreas	se)	
Description	Assets	Liabilities	Equity	Revenue	Expense	Net Income
To record the impacts of FY20 and FY19 insurance claim refunds being recorded in FY21	\$ -	\$ -	\$694,404	\$ -	\$694,404	\$(694,404)
To record the prior year impacts of the over- amortization of the bond issuance premium in FY20.	-	203,235	(203,235)	-	-	-
To record the current year impacts of the over- amortization of the bond issuance premium in FY20.	-	(203,235)	-	-	(203,235)	203,235
To record additional accrual for increase in parking & bus driver wages for FY21 upon settlement of CBA.	-	162,111	-	-	162,111	(162,111)
To record the 12/31/20 impact of reclassifying capital asset expenditures in year end accounts payable and accruals between net position in capital assets and unrestricted net position (\$370,326)	-	-	-	-	-	-
Total uncorrected misstatements	\$ -	\$162,111	\$491,169	\$ -	\$653,280	\$(653,280)
Cumulative equity misstatements			\$(162,111)			



Uncorrected Misstatements

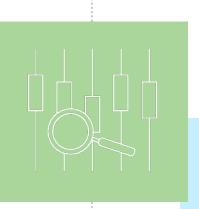
We identified the following uncorrected misstatements that management has concluded are not, individually or in the aggregate, material to the financial statements. We agree with management's conclusion in that regard.

Fiduciary Fund

Effect—Increase (Decrease)									
Description	Assets	Liabiliti	es	Equity		Revenue	Ехре	nse	Net Income
To record the contributions receivable due to the pension fiduciary funds as of 12/31/21	\$ 137,854	\$	-	\$	-	\$ 137,854	\$	-	\$ 137,854
Total uncorrected misstatements	\$ 137,854	\$	-	\$	-	\$ 137,854	\$	-	\$ 137,854
Cumulative equity misstatements				\$ 137,85	54				



Internal Control and Compliance Matters



We did not identify any significant deficiencies or material weaknesses in internal control over financial reporting during our audit of the financial statements or compliance. We identified certain observations and recommendations for management to help improve controls and/or to implement best practices, which have been communicated verbally.



Observations About the Audit Process

Matter to Report	Yes	No								
Observations about the	Observations about the audit process									
Significant issues discussed with management		✓	No significant issues arising from the audit were discussed or the subject of correspondence with management.							
Disagreements with management		✓	There were no disagreements with management.							
Significant difficulties encountered in performing the audit		✓	We did not encounter any significant difficulties in dealing with management during the audit.							
Consultations with other accountants		✓	We are not aware of any consultations management had with other accountants about accounting or auditing matters.							
Difficult or contentiou matters that required consultation	_	✓	We did not encounter any significant and difficult or contentious matters that required consultation outside our engagement team.							



APPENDICES









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APPENDIX A

Significant Written Communications Between Management and Our Firm

Copies of significant written communications between our firm and the management of the Authority, including the representation letter provided to us by management, are attached.





Woods Hole, Martha's Vineyard and Nantucket Steamship Authority

May 9, 2022

RSM US LLP 80 City Square Boston, MA 02129

This representation letter is provided in connection with your audit of the basic financial statements of Woods Hole, Martha's Vineyard and Nantucket Steamship Authority (the Authority) as of and for the years ended December 31, 2021 and December 31, 2020 for the purpose of expressing an opinion on whether the financial statements are presented fairly, in all material respects, in accordance with accounting principles generally accepted in the United States of America (U.S. GAAP).

We confirm, to the best of our knowledge and belief, that as of May 9, 2022.

Financial Statements

- 1. We have fulfilled our responsibilities, as set out in the terms of the audit arrangement letter dated January 21, 2022, for the preparation and fair presentation of the financial statements referred to above in accordance with U.S. GAAP.
- We acknowledge our responsibility for the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.
- 3. We acknowledge our responsibility for the design, implementation, and maintenance of internal control to prevent and detect fraud.
- 4. Significant assumptions used by us in making accounting estimates, including those measured at fair value, are reasonable and reflect our judgment based on our knowledge and experience about past and current events, and our assumptions about conditions we expect to exist and courses of action we expect to take.
- 5. Related-party transactions have been recorded in accordance with the economic substance of the transaction and appropriately accounted for and disclosed in accordance with the requirements of U.S. GAAP.
- The financial statements properly classify all funds and activities in accordance with GASB Statement No. 54, Fund Balance Reporting and Governmental Fund Type Definitions, as amended.
- All events subsequent to the date of the financial statements, and for which U.S. GAAP requires adjustment or disclosure, have been adjusted or disclosed.

- 8. The effects of all known actual or possible litigation and claims have been accounted for and disclosed in accordance with U.S. GAAP.
- 9. We have no direct or indirect legal or moral obligation for any debt of any organization, public or private, or to special assessment bond holders, that is not disclosed in the financial statements.
- 10. We have complied with all aspects of laws, regulations and provisions of contracts and agreements that would have a material effect on the financial statements in the event of noncompliance.
- 11. We have informed you of all uncorrected misstatements.

As of and for the year ended December 31, 2021, we believe that the effects of the uncorrected misstatements aggregated by you and summarized below are immaterial, both individually and in the aggregate, to the business-type activities and the fiduciary fund of the financial statements. For purposes of this representation, we consider items to be material, regardless of their size, if they involve the misstatement or omission of accounting information that, in light of surrounding circumstances, makes it probable that the judgment of a reasonable person relying on the information would be changed or influenced by the omission or misstatement.

Business-Type Activities:

			Effect—Increase (D	ecrease)		
Description	Assets	Liabilities	Equity R	evenue	Expense	Net Income
To record the impacts of FY20 and FY19 insurance claim refunds being recorded in FY21	\$ -	\$ -	\$694,404 \$	-	\$694,404	\$ (694,404)
To record the prior year impacts of the over- amortization of the bond issuance premium in FY20.		- 203,235	(203,235)	-	-	-
To record the current year impacts of the over- amortization of the bond issuance premium in FY20.		- (203,235)		-	(203,235)	203,235
To record additional accrual for increase in parking & bus driver wages for FY21 upon settlement of CBA.		- 162,111	-	-	162,111	(162,111)
To record the 12/31/20 impact of reclassifying capital asset expenditures in year end accounts payable and accruals between net position in capital assets and unrectricted net position (\$370,326)			-	-		-
Total uncorrected misstatements	\$ -	\$ 162,111	\$ 491,169 \$		\$ 653,280	\$ (653,280)

Fiduciary Fund:

			E	ffect—Incre	ase ((Decrease)			
Description	Assets	iabilities		Equity		Revenue	Expense	N	t Income
To record the contributions receivable due to the pension fiduciary funds as of 12/31/21	\$ 137,854	\$ -	\$	-	\$	137,854	\$ •	\$	137,854
Total uncorrected misstatements	\$ 137,854	\$ 	\$	Name .	\$	137,854	\$ 53 m -	\$	137,854

Information Provided

- 12. We have provided you with:
- Access to all information of which we are aware that is relevant to the preparation and fair presentation of the financial statements such as records, documentation, and other matters.
- b. Additional information that you have requested from us for the purpose of the audit.
- Unrestricted access to persons within the Authority from whom you determined it necessary to
 obtain audit evidence.
- d. Minutes of the meetings of the governing board and committees, or summaries of actions of recent meetings for which minutes have not yet been prepared.
- 13. All transactions have been recorded in the accounting records and are reflected in the basic financial statements.
- 14. We have disclosed to you the results of our assessment of risk that the financial statements may be materially misstated as a result of fraud.
- 15. It is our responsibility to establish and maintain internal control over financial reporting. One of the components of internal control is risk assessment. We hereby represent that our risk assessment process includes identification and assessment of risks of material misstatement due to fraud. We have shared with you our fraud risk assessment, including a description of the risks, our assessment of the magnitude and likelihood of misstatements arising from those risks, and the controls that we have designed and implemented in response to those risks.
- 16. We have no knowledge of allegations of fraud or suspected fraud affecting the Authority's financial statements involving:
- a. Management.
- Employees who have significant roles in internal control.
- Others where the fraud could have a material effect on the financial statements.
- 17. We have no knowledge of any allegations of fraud or suspected fraud affecting the Authority's financial statements received in communications from employees, former employees, analysts, regulators, short sellers or others.
- 18. We have no knowledge of noncompliance or suspected noncompliance with laws and regulations.
- 19. We have disclosed to you all known actual or possible litigation and claims whose effects should be considered when preparing the financial statements.
- 20. We have disclosed to you the identity of all of the Authority's related parties and all the related-party relationships and transactions of which we are aware.
- 21. We are aware of no significant deficiencies, including material weaknesses, in the design or operation of internal controls that could adversely affect the Authority's ability to record, process, summarize and report financial data.

- 22. We have informed you of all communications from regulatory agencies concerning noncompliance with, or deficiencies in, financial reporting practices.
- We believe that there are no potential remediation obligations known at this time that should be evaluated under GASB 49 or 83.
- 24. We have disclosed to you in the normal course of operations, the Authority has been named in various claims and litigation. Based upon information available to counsel and the Authority, management believes that the ultimate outcome from these claims and litigations will not have a material adverse effect on the Authority's financial position.
- 25. We have informed you of all indicators of impairment to our property and any impairment charges were insignificant in the current year. Any impairment charges are properly reflected in the financial statements.
- 26. There have been no settlements during the current year and the previous three years, in excess of insurance coverage maintained by the Authority.
- 27. During the course of your audit, you may have accumulated records containing data that should be reflected in our books and records. All such data have been so reflected. Accordingly, copies of such records in your possession are no longer needed by us.

Required Supplementary Information

- 28. With respect to the Management's Discussion and Analysis, Schedule of Changes in Net Pension Liability and Related Ratios of the Woods Hole, Martha's Vineyard and Nantucket Steamship Authority Pension Plan, Schedule of Employer Contributions to the Woods Hole, Martha's Vineyard and Nantucket Steamship Authority Pension Plan, Schedule of Employer Contributions to the Multiemployer Pension Plans, Schedule of Total OPEB Liability and Related Ratios of the Woods Hole, Martha's Vineyard and Nantucket Steamship Authority, and Notes to Required Supplementary Information presented as required by the Governmental Accounting Standards Board to supplement the basic financial statements:
- We acknowledge our responsibility for the presentation of such required supplementary information.
- b. We believe such required supplementary information is measured and presented in accordance with guidelines prescribed by U.S. GAAP.
- c. The methods of measurement or presentation have not changed from those used in the prior period.
- 29. We believe that the actuarial assumptions and methods used to measure pension liabilities and costs for financial accounting purposes are appropriate in the circumstances.
- 30. We are not aware of any occurrences that could result in the termination of any of our pension or multiemployer plans to which we contribute.

Compliance Considerations

In connection with your audit conducted in accordance with *Government Auditing Standards*, we confirm that management:

- 31. Is responsible for the preparation and fair presentation of the financial statements in accordance with the applicable financial reporting framework.
- 32. Is responsible for compliance with the laws, regulations and provisions of contracts and grant agreements applicable to the auditee.
- 33. Is not aware of any instances of identified and suspected fraud and noncompliance with provisions of laws, regulations, contracts, and grant agreements that have a material effect on the financial statements.
- 34. Is responsible for the design, implementation and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.
- Acknowledges its responsibility for the design, implementation and maintenance of internal controls to prevent and detect fraud.
- 36. Has a process to track the status of audit findings and recommendations.
- 37. Has identified for the auditor previous audits, attestation engagements and other studies related to the objectives of the audit and whether related recommendations have been implemented.
- 38. Has identified for the auditor any investigations or legal proceedings that have been initiated with respect to the period under audit.
- 39. Has provided views on the auditor's reported findings, conclusions, and recommendations, as well as management's planned corrective actions, for the report.
- 40. Acknowledges its responsibilities as it relates to non-audit services performed by the auditor, including that it assumes all management responsibilities; that it oversees the services by designating an individual, preferably within senior management, who possesses suitable skill, knowledge, or experience; that it evaluates the adequacy and results of the services performed; and that it accepts responsibility for the results of the services.

In connection with your audit of federal awards conducted in accordance with Subpart F of Title 2 U.S. Code of Federal Regulations (CFR) Part 200, *Uniform Administrative Requirements, Cost Principles, and Audit Requirements for Federal Awards* (Uniform Guidance), we confirm:

- 41. Management is responsible for complying, and has complied, with the requirements of Uniform Guidance.
- 42. Management is responsible for understanding and complying with federal statutes, regulations, and the terms and conditions of federal awards related to each of its federal programs.
- 43. Management is responsible for establishing and maintaining, and has established and maintained, effective internal control over compliance for federal programs that provides reasonable assurance that the auditee is managing federal awards in compliance with federal statutes, regulations, and the terms and conditions of the federal award that could have a material effect on its federal programs.
- 44. Management is responsible for the preparation of the schedule of expenditures of federal awards, acknowledges and understands its responsibility for the presentation of the schedule of expenditures of federal awards in accordance with the Uniform Guidance; believes the schedule of

expenditures of federal awards, including its form and content, is fairly presented in accordance with the Uniform Guidance; asserts that methods of measurement or presentation have not changed from those used in the prior period, or if the methods of measurement or presentation have changed, the reasons for such changes have been communicated; and is responsible for any significant assumptions or interpretations underlying the measurement or presentation of the schedule of expenditures of federal awards.

- 45. Management will make the audited financial statements readily available to the intended users of the schedule no later than the issuance date by the entity of the schedule of expenditures of federal awards and the auditor's report thereon.
- 46. Management has identified and disclosed all of its government programs and related activities subject to the Uniform Guidance compliance audit.
- 47. Management has identified and disclosed to the auditor the requirements of federal statutes, regulations, and the terms and conditions of federal awards that are considered to have a direct and material effect on each major program.
- 48. Management has made available all federal awards (including amendments, if any) and any other correspondence relevant to federal programs and related activities that have taken place with federal agencies or pass-through entities.
- 49. Management has identified and disclosed to the auditor all amounts questioned and all known noncompliance with the direct and material compliance requirements of federal awards or stated that there was no such noncompliance.
- 50. Management believes that the auditee has complied with the direct and material compliance requirements.
- 51. Management has made available all documentation related to compliance with the direct and material compliance requirements, including information related to federal program financial reports and claims for advances and reimbursements.
- 52. Is aware of no communications from federal awarding agencies and pass-through entities concerning possible noncompliance with the direct and material compliance requirements, including communications received from the end of the period covered by the compliance audit to the date of the auditor's report.
- 53. There are no findings and related corrective actions taken for previous audits, attestation engagements, and internal or external monitoring that directly relate to the objectives of the compliance audit, including findings received and corrective actions taken from the end of the period covered by the compliance audit to the date of the auditor's report.
- 54. Management has provided the auditor with all information on the status of the follow-up on prior audit findings by federal awarding agencies and pass-through entities, including all management decisions.
- 55. There are no subsequent events that provide additional evidence with respect to conditions that existed at the end of the reporting period that affect noncompliance during the reporting period.
- 56. Management has disclosed all known noncompliance with direct and material compliance requirements occurring subsequent to the period covered by the auditor's report or stated that there were no such known instances.

- 57. Management has disclosed whether any changes in internal control over compliance or other factors that might significantly affect internal control, including any corrective action taken by management with regard to significant deficiencies and material weaknesses in internal control over compliance, have occurred subsequent to the period covered by the auditor's report.
- 58. Federal program financial reports and claims for advances and reimbursements are supported by the books and records from which the basic financial statements have been prepared.
- 59. The copies of federal program financial reports provided to the auditor are true copies of the reports submitted, or electronically transmitted, to the federal agency or pass-through entity, as applicable.
- 60. Management has charged costs to federal awards in accordance with applicable cost principles.
- 61. Management is responsible for, and has accurately prepared, the summary schedule of prior audit findings to include all findings required to be included by Uniform Guidance.
- 62. The reporting package does not contain protected personally identifiable information.
- 63. Management has accurately completed the appropriate sections of the data collection form.

Woods Hole, Martha's Vineyard and Nantucket Steamship Authority

Robert Davis, General Manager

Mark Rozum, Treasurer

APPENDIX B

Internal Control Matters

We did not identify any significant deficiencies or material weaknesses in internal control over financial reporting during our audit of the financial statements or compliance. We identified certain observations and recommendations for management to help improve controls and/or to implement best practices.





RSM US LLP is a limited liability partnership and the U.S. member firm of RSM International, a global network of independent audit, tax and consulting firms. The member firms of RSM International collaborate to provide services to global clients, but are separate and distinct legal entities that cannot obligate each other. Each member firm is responsible only for its own acts and omissions, and not those of any other party. Visit rsmus.com/aboutus for more information regarding RSM US LLP and RSM International. RSM® and the RSM logo are registered trademarks of RSM International Association. RSM, the RSM logo and *the power of being understood* are registered trademarks of RSM International Association. ® 2022 RSM US LLP. All Rights Reserved.



STAFF SUMMARY

Date: June 17, 2022

File# GM-776



TO:		FOR	:	FROM:
	General Manager	х	Vote	Dept.: General Manager Author: Robert B. Davis
х	Board Members		i intormation	Subject: Disposal of Surplus Property Contract No. 01-2022

PURPOSE:

To request a vote of the Board to authorize the General Manager to dispose of surplus property in accordance with the terms and conditions of the Authority's Procurement Policy.

BACKGROUND:

The Authority has accumulated surplus property at its Vehicle Maintenance Garage and Warehouse in Falmouth. The equipment is no longer of use to the Authority and must be disposed in accordance with its Procurement Policy. The Authority's Procurement Policy allows the Authority to dispose of the equipment through competitive sealed bids, public auction or established markets. A copy of the Authority's "Disposals" policy is attached as *Exhibit 1*.

Occasionally, the Authority's Procurement Officer will utilize on-line auction websites, like Publicsurplus.com https://www.publicsurplus.com/sms/steamshipauthority,ma/browse/home, to sell surplus equipment to the general public. The PublicSurplus.com website is designed for public sector sales and its only business derives from the sales of government surplus on-line. PublicSurplus.com targets customers whose interest is in surplus government equipment. On-line auctions have proven to be an effective way to reach the most bidders in order to obtain maximum sale prices. The Authority has utilized these types of websites on a number of occasions previously and generated thousands of dollars in additional revenue.

Currently, a number of older vehicles and related equipment, i.e. tow motors, a utility cart and several luggage carts, located at the Vehicle Maintenance Garage have been deemed by the Vehicle Maintenance Manager to be of no use and do not retain any salvageable value. Also, four (4) passenger shuttle buses, (Nos. 23, 25, 26 and 27) have mechanical issues that warrant repairs, but the expected costs of those repairs exceed their potential fair market values and therefore, the recommendation is to dispose of them without incurring any further repair costs. The Authority's Vehicle Maintenance staff estimates the value of each of these four (4) passenger shuttle buses at less than \$4,500.

With the Board's approval, staff will seek to arrange the disposal of the four (4) passenger shuttle buses and five (5) motor vehicles mentioned above through competitive sealed bids, public auction or established markets.

RECOMMENDATION:

In light of the Authority's disposal policy and the accumulation of the surplus property referenced above, staff recommends that the Members vote to authorize the General Manager to arrange for the disposals of the surplus property detailed within this staff summary at the best possible commercial terms and monetary recovery in accordance with the terms and conditions of the Authority's Procurement Policy

Robert B. Davis General Manager

EXHIBIT 1

CHAPTER III: <u>DISPOSALS</u>

PART A. GENERAL PROVISIONS.

Section 1. Applicability.

- (a) Every contract for the disposal of tangible supplies or real property shall be awarded in accordance with the procedures set forth in this Chapter III and any procedures issued by the Chief Procurement Officer supplementing the provisions of this Policy.
- (b) Notwithstanding the provisions of paragraph (a) above, the provisions of this Chapter III shall not apply to the following contracts, which shall continue to be awarded by the Members through the exercise of sound business practices, by majority votes at duly constituted public meetings:
 - (1) contracts, leases and licenses by the Authority of its boat slips, berths and moorings; and
 - (2) contracts, leases and licenses by the Authority pertaining to its terminal areas for use as bus stands or waiting areas.

Section 2. <u>Certifications</u>.

Unless otherwise authorized by the Members by majority vote at a duly constituted public meeting or impractical due to the use of an online auction to dispose of a tangible supply:

- (a) Before the award of any contract for the disposal of a tangible supply or real property with a fair market value of more than \$5,000, the procurement officer shall require that the proposed contractor disclose in writing the names and addresses of all persons interested in the proposed contract, including all partners of the proposed contractor if the proposed contractor is a partnership and all officers, directors and all persons with an ownership interest of more than five percent if the proposed contractor is a corporation.
- (b) The procurement officer shall require that every person submitting a bid or proposal in connection with the disposal or a tangible supply or real property of the Authority shall certify in writing on the bid or proposal under penalties of perjury that the bid or 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.

Procurement Policy 33 of 36 Last Revised: November 15, 2016

(c) The procurement officer also shall require that every contract for the disposal of a tangible supply or real property, or the contractor's bid or proposal therefor, contain the written certification required by Chapter I, Part B, Section 2 and paragraphs (b)(2) and (c) of Chapter II, Part A, Section 9.

PART B. <u>TANGIBLE SUPPLIES</u>.

Section 1. Applicability.

The Chief Procurement Officer, with the approval of the General Manager, shall dispose of a tangible supply no longer useful to the Authority but having resale or salvage value, in accordance with this Policy and any procedures issued by the Chief Procurement Officer supplementing the provisions of this Policy.

Section 2. Methods of Disposal.

The Chief Procurement Officer shall offer such supply through competitive sealed bids, public auction (including on-line auctions such as ebay and govdeals.com) or established markets, at the discretion of the Chief Procurement Officer, or as the Members may from time to time direct.

Section 3. Notice of Sale.

Notice of sale by bid or auction shall conform with the procedures set forth in Section 3 of Part A of Chapter II of this Policy. The notice shall indicate:

- (a) the supply offered for sale;
- (b) the location and method for inspection of such property;
- (c) the terms and conditions of sale, including the place, date and time for the bid opening or auction; and
- (d) that the Authority retains the right to reject any and all bids.

Procurement Policy

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Last Revised: November 15, 2016

Section 4. Sale after Rejection of Bids.

If the Chief Procurement Officer rejects the bid of the highest responsive bidder, the Chief Procurement Officer may:

- (a) negotiate a sale of such supply so long as the negotiated sale price is higher than the bid price; or
- (b) resolicit bids.

Section 5. Trade-ins.

The Chief Procurement Officer may dispose of a supply by trading it in for another supply, or for a credit towards the purchase of another supply, if the invitation for bids or request for proposals so indicated.

Section 6. Supplies of Less than \$5,000 in Value.

The General Manager may from time to time approve alternative procedures to be followed by a procurement officer in connection with the disposal of any supply with an estimated net value of less than \$5,000.

Section 7. Disposal for Less than Fair Market Value.

Notwithstanding any other requirement of this Policy, the Members, by majority vote at a duly constituted public meeting, unless otherwise prohibited by law, may dispose of a tangible supply no longer useful to the Authority but having resale or salvage value, at less than its fair market value to a governmental entity described in paragraph (b)(i) of Section 1 of Part A of Chapter II of this Policy or a charitable organization which has received a tax exemption from the United States by reason of its charitable nature.

PART C. REAL PROPERTY.

Section 1. <u>Determination to Dispose of Real Property</u>.

In the event the Authority decides to dispose of real property, the Members shall formally determine, by a majority vote, to so act and shall specify the terms, conditions and restrictions relating thereto.

Procurement Policy 35 of 36 Last Revised: November 15, 2016

Section 2. Ascertainment of Property Value.

The Chief Procurement Officer shall ascertain the value of the property in issue by exercising the accepted practices, procedures and customs of the real estate appraisal profession of the affected locality.

Section 3. Requests for Proposals.

In the event the Authority issues a request for proposals in connection with its disposition of any real property consisting of 2,500 square feet or more, it shall submit a notice of the contract opportunity for publication in the Central Register 30 days prior to the deadline for acceptance of proposals, in accordance with 950 CMR 21.00.

Section 4. Certifications.

In addition to the certifications required by Part A, Section 2 of this Chapter, the procurement officer shall require that every contract for the disposition of real property, or the contractor's bid or proposal therefor, contain the disclosure statement giving the true names and addresses of persons having a direct or indirect beneficial interest in the property, in accordance with Mass. G.L. c. 7, § 40J, which shall be filed with the Commissioner of Capital Asset Management and Maintenance.

STAFF SUMMARY

Date: June 17, 2022

File# GM-774



TO:		FOR	:	FROM:		
Х	General	Х	Vote	Dept.: Woods Hole Reconstruction Project		
^	Manager	^	Vote	Author: William J. Cloutier		
х	Board Members		Information	Subject: Woods Hole Terminal Landside Reconstruction - Site Work Contract No.		
				09-2022		

PURPOSE:

To request a vote of the Board to authorize the General Manager to execute Contract No. 09-2022 "Woods Hole Ferry Terminal Landside Reconstruction – Site Work", to the lowest eligible and responsible bidder, Lawrence - Lynch Corporation of Falmouth, MA for a total cost of \$2,985,744.00.

BACKGROUND:

This contract will prepare the Woods Hole terminal site for the new terminal and the utility building. The site elevation needs to be raised approximately five feet to improve the flood protection of the site. The scope of work also includes the installation of stormwater drainage and underground utility work for potable water, sewage, electrical and communication.

Bid packages were sent to twenty-eight (28) contractors, and three (3) sealed bids were opened on June 14, 2022 at 2:00 PM. The lowest bidder was Lawrence - Lynch Corporation of Falmouth, MA with a lump sum bid of \$2,985,744.00. The Steamship Authority's budget estimate was \$3,000,000.

RECOMMENDATION:

The staff recommends that the Members vote to authorize the General Manager to execute Contract No. 09-2022 "Woods Hole Ferry Terminal Landside Reconstruction – Site Work", to the lowest eligible and responsible bidder, Lawrence - Lynch Corporation of Falmouth, MA for a total cost of \$2,985,744.00.

William J. Cloutier

Woods Hole Reconstruction Project Manager

APPROVED:

Robert B. Davis General Manager

STAFF SUMMARY

Date: June 17, 2022

File# GM-775



TO:		FOR	:	FROM:
v	General	Х	Vote	Dept.: Woods Hole Reconstruction Project
^	Manager	^	Vote	Author: William J. Cloutier
х	Board Members		I Intormation	Subject: Woods Hole Terminal Design Change Order 67 Contract #9B-2012

PURPOSE:

To request a vote of the Board to authorize the General Manager to execute Change Order No. 67 for Contract No. 9B-2012 "Woods Hole Ferry Terminal Design" (the "Contract") with BIA.studios, LLC ("BIA Studio") for the fixed amount of \$371,565.00 to cover its construction administrative phase services including inspection and testing services for "Phase 5 – Landside Enabling" during 2022.

BACKGROUND:

In Section 8.3 of the Contract, the parties acknowledged that there was no reasonable basis upon which to establish what BIA Studio's fee should be for its construction administration phase services during the reconstruction of the terminal after Phase I of the project. In addition, under Section 7 of the Contract, BIA Studio is entitled to be reimbursed for the cost of retaining testing laboratories and field inspectors, which is required under Section 3.15 of the Contract, that ensure the quality of the pile driving and other structural construction at the project. Accordingly, the parties have reviewed, negotiated and agreed to the estimated amounts of BIA Studio's construction administration phase services each year since December 2017 when the waterside terminal reconstruction was awarded.¹

This change order seeks the approval of BIA Studio's annual construction administrative services estimate for the 2022 landside enabling construction phase. This estimate includes BIA Studio's service estimate and all the engineering subcontractor's estimates. It also includes the estimated cost for the testing laboratories and field inspectors required under Section 3.15 of the Contract. The fee is an estimate, and it is invoiced on an hourly basis. Last year's construction administration was not completely used, and we expect a credit of nearly \$100,000.00

¹ At their meeting in August 2020, the Members reviewed a detailed memorandum prepared by Counsel Steven Sayers concerning an accounting review of BIA Studio's fees. An analysis of the construction administration services and inspection and testing services costs are detailed on pages 14 through 17 of Mr. Sayers's memorandum.

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RECOMMENDATION:

The staff recommends that the Members vote to authorize the General Manager to execute Change Order No. 67 for Contract No. 9B-2012 "Woods Hole Ferry Terminal Design" with BIA Studios for a total fixed cost of \$371,565.00 to cover its annual construction administrative phase services including inspection and testing services for the 2022 landside enabling construction phase.

William J. Cloutier

Woods Hole Reconstruction Project Manager

APPROVED:

Robert B. Davis General Manager

STAFF SUMMARY

Date: June 08,	2022	File#	S-2022-01

SOND S
The Steamship Authority
PURPOSE:

TO:		FOR	t:	FROM:			
v	General	Х	Mata	Dept.: Security			
^	Manager	^	Vote	Author: Todd M. Falvey			
Х	Board Members		Information	Subject: Martha's Vineyard Police Chiefs Association Informational Bulletin.			

To request the Members' approval to post an informational bulletin from the Martha's Vineyard Police Chiefs Association at the Woods Hole Terminal and on the Authority's vessels.

BACKGROUND:

The Authority received a request from Chief Bruce McNamee of the Edgartown Police Department, as a representative of the Martha's Vineyard Police Chiefs Association. In the request, Chief McNamee seeks permission to post an informational bulletin at the Woods Hole Terminal and on the Authority's vessels travelling on the Martha's Vineyard route. The bulletin welcomes visitors to the island and provides a safety advisory for those not familiar with the local rules and ordinances. Some of the advisories include keeping speed to a minimum on roads; refraining from alcohol consumption in public; encouraging use of the VTA; and bicycle safety tips. It is anticipated that these bulletins will only be one (1) foot by two (2) feet in size.

RECOMMENDATION:

The staff recommends that the Members vote to authorize the posting of this bulletin to inform passengers how they can more safely enjoy their time while vacationing on the island. The Authority will post where space is available at the Woods Hole Terminal and on the Vessels.

> Todd M. Falvey/ Director of Security

APPROVED:

Robert B. Davis General Manager



Aquinnah Police Department Randhi Belain Chief of Police



Chilmark Police Department

Jonathan Klaren

Chief of Police



Edgartown Police Department

Bruce McNamee

Chief of Police

Summer of 2022 visitors to Martha's Vineyard

On behalf of the six police chiefs of Martha's Vineyard, we want to offer you a warm welcome to our island. We thank you for picking our home as your vacation destination and we ask that you help us with making everyone's stay here a pleasant one. If this is your first visit to our island, or it has been a while since we saw you last, please allow us to share some tips that we think will make your visit safer for both you and for our other summer guests.

- The average speed limit on the island is 25-30mph. Please be mindful of these lower speeds, especially when driving on the winding and narrow up-island roads.
- Generally speaking, bars and restaurants close at 1am, though many close earlier. Please use a designated driver on your way home.
- We recommend that riders of all ages wear a helmet when riding a bike, though it is the law for those under 16 years of age.
- Please ride your bikes with the flow of traffic and be careful when doing so as we experience many bicycle accidents every summer.
- Watch how you handle your cell phones as many will dial 911 unintentionally. These accidental emergency calls will require the attention of a police officer. Please do not hang up when you are called back.
- Drinking alcohol in public is illegal in most of our towns.
- Please take advantage of the Vineyard Transit Authority (VTA) or other ride sharing services as summer traffic is a way of life here. Let's work together to minimize it.
- Lastly, there are many refuse containers around the island, please use them for your litter and help us to keep our island beautiful.

Again, we welcome you to our island home and encourage you to enjoy it safely and responsibly. Thank you.

Martha's Vineyard Chiefs of Police Association



Oak Bluffs Police Department

Jonathan Searle

Chief of Police



Tisbury Police Department
Christopher Habekost

Chief of Police



West Tisbury Police Department

Matthew Mincone

Chief of Police



Woods Hole, Martha's Vineyard and Nantucket Steamship Authority

June 6, 2022

TO: Authority Members

Port Council

FROM: Janice L. Kennefick

Terence G. Kenneally

SUBJECT: Performance Evaluations of the General Manager

The Performance Evaluation Form that was approved by the Authority Members on September 27, 2016 for conducting the General Manager's performance evaluation is now available in a Google document format for ease in submission as well as to cut back on the use of paper. In accordance with the procedures adopted by the Authority Members, each Authority Member and Port Council member is asked to complete the Performance Evaluation Form on his or her own, without communicating with any other Authority Member or Port Council member about this subject. *The forms, when completed, shall be subject to public disclosure as public records.*

At the Port Council's meeting on July 5, 2022, each Port Council member is asked to provide at least a verbal summary of his performance evaluation of the General Manager in public session. The Port Council can then consider whether to conduct any further discussion of the General Manager's performance, which must be in public session and should include providing the General Manager the opportunity to respond to their evaluation of his performance. The Port Council can also discuss in public session how the Port Council Chairman or his designee might compile a composite form that combines all of the responses received from the Port Council members and/or whether any other action should be taken that is consistent with any vote of the Port Council members that day. (Any composite form compiled by the Port Council Chairman shall similarly be subject to public disclosure as a public record.)

Then, at the Authority's meeting on July 19, 2022:

 Each Authority Member shall be asked to provide at least a verbal summary of his or her performance evaluation of the General Manager in public session, and the Port Council Chairman or his designee similarly shall be asked to provide at least a verbal summary of the Port Council's composite evaluation in public session. The Authority Members can then consider whether to conduct any further discussion of the General Manager's performance, which must be in public session and should include providing the General Manager the opportunity to respond to their evaluation of his performance. The Authority Members can also discuss in public session whether any action should be taken regarding the General Manager's performance evaluation, such as summarizing the opinions that have been expressed and/or voting on a motion regarding the evaluation.

- 2. The Authority Members shall also be asked to decide how they want the General Manager's performance evaluation to be drafted consistent with their prior discussion in public session. (For example, the evaluation might simply consist of each Authority Member's individual evaluation, together with the Port Council's composite evaluation, or a single evaluation form could be prepared that combines the scores and comments of all of the Authority Members and the Port Council members.) *In whatever form it is drafted, the General Manager's performance evaluation will be subject to public disclosure as a public record.*
- 3. The Authority Members may also discuss whether the General Manager's performance merits a bonus or salary increase and, if so, how much they believe the General Manager should receive as a result of his performance. While the General Manager should be provided an opportunity during this discussion to express his opinions, at some point the Authority Members should discuss this subject without the General Manager being present. These discussions can only occur in executive session if they are part of contract negotiations with the General Manager, and the appropriate prerequisites for such a discussion in executive session have been followed. Otherwise, these discussions must take place in public session. The Authority Members shall formally vote on any salary adjustment for the General Manager and, if such a vote is taken after discussion of this subject as part of contract negotiations with the General Manager, that vote shall be taken in public session after the conclusion of the contract negotiations.

Agenda Item #6b) Status of 2021-2022 GM Goals To Follow