

741 Boston Post Road, Suite 200, Guilford, CT 06437 • (203) 453-6800

August 21, 2024

Ms. Glo Wollen 12 South Nordic Drive PO Box 329 Petersburg, AK 99833

Dear Ms. Wollen:

We enjoyed meeting you and your team in Petersburg team last week. American Cruise Lines is proud to have Petersburg as a port of call and we appreciate all your support for small ships like ours.

As we prepare to bring a second ship to Alaska in 2025 and make plans for additional ships over the next five years, we would like to partner with Petersburg on building a small cruise dock that can comfortably serve guests who arrive in Petersburg. We would be glad to partner with the Borough in executing your vision for a floating extension on the Borough's dock, roughly as shown on the attached sketch from our meeting.

American Cruise Lines would build and fund this dock in partnership with the Borough. To move the project along expeditiously, we are willing to fund the entire project and would begin engineering and permitting immediately. This would be in exchange for a sixty-year lease consistent with the Borough's standard practices and the right to manage the new dock.

At any time prior to the completion of construction, the Borough would have the right (but not the obligation) to contribute 50% or 80% of the cost of the project in exchange for the rights listed in the table attached. Similarly, at any point prior to the commencement of construction, if we determine that the cost of the project is prohibitively high, we would not be obligated to build.

We believe that this concept is the most viable path to have the dock operational by the summer of 2027. We would be very glad to discuss this proposal with you further and present it to the Borough Assembly in September.

In the meantime, thank you for your support of small ships and for American Cruise Lines. We look forward to working with Petersburg for years to come.

Regards,

Charles B. Robertson

President & CEO

Paul E. Taiclet

**Executive Vice President** 

## Investment Concepts:

|                        | Scenario 1 (Initial) | Scenario 2 | Scenario 3 |
|------------------------|----------------------|------------|------------|
| American<br>Investment | 100%                 | 50%        | 80%        |
| Port Investment        | 0%                   | 50%        | 20%        |

| Annual Fixed Rent | \$1,000 | \$10,000 | \$25,000 |
|-------------------|---------|----------|----------|
| Passenger Fee     | \$2.00  | \$3.00   | \$5.00   |

| Schedule Manager                   | American  | American   | Port  |
|------------------------------------|---|--|---|
| American Cruise<br>Lines' Priority | Unlimited   | First priority and force majeure rights  | First priority and force majeure rights   |
| 3rd Party Rights                   | 3rd Party use at<br>American's discretion.<br>American schedules 3rd<br>Parties, sets fee and<br>terms. | 3rd Party fee and terms<br>mutually agreed annually<br>between Port and<br>American. | 3rd Party fee determined<br>by Port, but guaranteed to<br>be a competitive rate (i.e.<br>no free lunch for our<br>competitors). |
| 3rd Party Revenue                  | 100% to American less<br>\$2.00 per passenger<br>paid to Port   | Revenue split 50/50  | 100% to Port less \$2.00 per passenger paid to American   |

