

Board of Directors Meeting

March 27, 2023 09:00 AM



Agenda Topic

Presenter

Agenda

- | | | |
|-------|--|--------------------------|
| I. | Pledge of Allegiance/Moment of Silence | Wendy Hamilton |
| II. | Approval of Minutes - Board of Directors Meeting - February 27, 2023 | Chair Palmer
Clarkson |
| III. | Public Comments | |
| IV. | New Business | |
| | BD2023-03-01 2022 Report on Compliance Audit | Beth McCague |
| | BD2023-03-02 Sovereignty Submerged Land Lease Modification | James Bennett |
| | BD2023-03-03 JAXPORT/JEA Interlocal Agreement | Nick Primrose |
| V. | CEO Update | Eric Green |
| VI. | Reports | |
| | R2023-03-01 Engineering and Construction Update by James Bennett | Info Only |
| | R2023-03-02 Financial Highlights by Beth McCague | Info Only |
| | R2023-03-03 Financials/Vital Statistics | Mike McClung |
| | R2023-03-04 Commercial Highlights by Robert Peek | Info Only |
| VII. | Other Business | |
| | Approval of Travel | Chair Palmer
Clarkson |
| | Approval of Travel - Chair Palmer Clarkson recommends approval of travel by one or more Board Members of the Authority for business solicitation purposes or to attend any necessary conferences during the month of May 2023. | |
| VIII. | Miscellaneous | |
| | Emergency Purchases - None | |
| | Unbudgeted Transactions - None | |
| IX. | Adjourn | Chair Palmer
Clarkson |
| | MOU Signing Ceremony with Aruba | |

The next JAXPORT Board of Directors meeting will be held on
Monday, April 24, 2023 @9:00AM



Minutes for Board of Directors Meeting

02/27/2023 | 09:00 AM - 09:41 AM - Eastern Time (US and Canada)

2831 Talleyrand Avenue, Jacksonville, FL 32206

Board Members Attending:

Mr. Palmer Clarkson, Chair
Mr. Daniel Bean, Vice Chair
Mr. Brad Talbert, Treasurer
Ms. Wendy Hamilton, Secretary
Mr. Jamie Shelton, Member
Mr. Ed Fleming, Member

Other Attendees:

Mr. Eric Green, Chief Executive Officer
Ms. Beth McCague, Chief Financial Officer/Chief of Staff
Ms. Linda Williams, Chief, Adm. & Corporate Performance
Mr. Nick Primrose, Chief, Regulatory Compliance
Mr. James Bennett, Chief Operating Officer
Mr. Mike McClung, Director of Finance
Mr. Ron Salem, City Council Liaison
Mr. Reece Wilson, Office of General Counsel
Ms. Rebecca Dicks, Board Liaison

A meeting of the Jacksonville Port Authority Board of Directors was held on Monday, February 27, 2023 at the Port Central Office Building, 2831 Talleyrand Avenue, Jacksonville, Florida. Chairman Palmer Clarkson called the meeting to order at 9:00AM and welcomed all attendees. Board Member Brad Talbert led the audience in a moment of silence and the Pledge of Allegiance.

Approval of Minutes - Board of Directors Meeting - January 23, 2023

Board Chairman Clarkson called for approval of the January 23, 2023 Board of Directors Meeting Minutes. After a motion by Mr. Bean and a second by Ms. Hamilton, the Board unanimously approved the minutes as submitted.

Public Comments

Board Chairman Clarkson called for comments from the public. There were no public comments.

New Business

BD2023-02-01 FY2022 Audited Financial Statements

Ms. Beth McCague presented this submission for Board approval to accept the FY2022 unmodified opinion of JAXPORT's audited financials prepared by RSM US, LLP.

Chairman Clarkson stated that the Audit Committee met earlier this morning. He called on Audit Committee Chairman Daniel Bean to share some of the highlights of this meeting.

Audit Committee Chairman Bean stated that the Audit Committee received a full report from RSM regarding the FY2022 external audit and that there were no material errors or concerns. He thanked Dan Bonnette from RSM and the JAXPORT accounting team for their good work in presenting this clean unmodified opinion.

After a motion by Mr. Bean and a second by Mr. Talbert, the Board voted to approve this submission.

Audit Committee Chairman Bean also informed the Board that the Audit Committee agreed to revise the JAXPORT Audit Committee Charter to include the word *Select* under Specific Authority and Responsibility – Bullet #1 on Page 2.

After a motion by Mr. Bean and a second by Mr. Talbert, the Board voted to approve this revision to the JAXPORT Audit Committee Charter.

BD2023-02-03 Public Transportation Grant Agreement-Seaport Security

Mr. Justin Ryan presented this submission for Board approval and acceptance of a Public Transportation Grant Agreement (PTGA) with the Florida Department of Transportation (FDOT) for seaport security upgrades so JAXPORT can continue to meet all its security requirements and maintain the port's terminals to required standards. This includes continual upgrades to the port's physical security, equipment, as well as hardware and software components as necessary.

After a motion by Mr. Shelton and a second by Mr. Bean, the Board voted to approve this submission.

BD2023-02-04 Sovereignty Submerged Land Easement Modification

Mr. James Bennett presented this submission for Board approval of the modification to the Board of Trustees of the Internal Improvement Trust Fund of the State of Florida lease agreement that JAXPORT entered into in 2001 to allow for larger vessel placement at Berth 22 and allow for maintenance dredging. There is no cost to JAXPORT for lease Renewal and Modification. The State will finalize the renewal upon acceptance.

After a motion by Mr. Fleming and a second by Mr. Bean, the Board voted to approve this submission.

AC2023-02-01 Terminal Development for SET - CM at Risk

Mr. James Bennett presented this submission for Board approval to award a contract to JE Dunn Construction Company for Terminal Development at SET – CM at Risk for the fixed flat rate of \$700,000.00.

After a motion by Mr. Bean and a second by Ms. Hamilton, the Board voted to approve this submission.

AC2023-02-02 DPMT Shoreline Protection

Mr. James Bennett presented this submission for Board approval to issue a contract to Rush Marine, LLC for DPMT shoreline protection in the amount of \$2,194,465.00.

After a motion by Mr. Talbert and a second by Mr. Bean, the Board voted to approve this submission.

CEO Update

Mr. Green informed the Board that he will provide an update on port growth and plans for the future during a sold-out State of the Port address on March 7. The event is hosted by the Propeller Club of Jacksonville. Vice Chairman Daniel Bean will be in attendance along with the port's City Council Liaison, Councilman Ron Salem, and several other City Council members. Mr. Green stated that following his address, Robert Peek will join a panel of Industry experts to discuss supply chain trends and opportunities for Jacksonville.

Mr. Green announced that the Carnival Elation recently returned from dry dock with new upgrades. The ship now features a patriotic red, white and blue hull design on the outside and a fully refreshed spa, including new steam and sauna rooms. He stated that the port continues to see a very strong demand for cruises out of Jacksonville with more than 100 percent occupancy per sailing, and it's safe to say that we're back to pre-Covid numbers.

Mr. Green stated that back in 2022, a business decision was made by the Board to suspend all revenue guarantees to Carnival Cruise, but he's pleased to announce that JAXPORT has come to an agreement with Carnival to exercise their second of three two-year renewals, which brings them to May of 2025. Carnival will have one remaining extension which could bring them to 2027.

He stated that the port also cleaned up some CPI adjustments that were paused during the suspension. The adjustments will bring certain fees and changes up to today's numbers. Additionally, to provide better certainty to Carnival, JAXPORT agreed to cap CPI year-over-year to three percent.

Lastly, which is very important to JAXPORT, Carnival agreed to provide greater vehicle parking revenue share. Moving forward, JAXPORT will realize an additional four hundred thousand dollars in parking revenues

Mr. Green provided a few commercial highlights in his update because Robert Peek and members of the sales team are in California attending the largest shipping conference in the country, the Trans-Pacific Maritime Conference. He stated that the two largest ocean carriers in the world – MSC (Mediterranean Shipping Company) and Maersk - announced that effective in 2025 they will dissolve their alliance partnership. These two carriers, along with Zim Lines, have been in this global partnership for approximately eight years, sharing vessels and container space around the world. Today they call on Blount Island at SSA.

Once the alliance ends in 2025, each of these carriers will be free to provide their own stand-alone service. Mr. Green views this as a tremendous opportunity for JAXPORT to possibly have three independent services from these carriers. He stated that JAXPORT has started laying the groundwork for that to happen with his visit to Geneva (the headquarters for MSC) this month with sales team members.

Mr. Green stated that they will also be visiting Maersk and Zim U.S. Headquarters over the next couple of months. These visits will come more frequently as time goes on, as well as requesting Board members to possibly make trips to highlight our great port.

Finally, Mr. Green let the Board know that Beth McCague visited Mayport Coastal Science Academy to donate the first of three new river education teaching tools to students at Duval County Public Schools. JAXPORT is donating the 3D-River Models through its connected partnership with Jacksonville University.

A short video from First Coast News showing how the models provide hands-on learning opportunities for local students was then shown to the Board members.

Reports

R2023-02-01 Engineering and Construction Update

Mr. James Bennett provided an overview of the key capital and engineering projects.

R2023-02-02 Financial Highlights by Beth McCague

Ms. Beth McCague provided Financial Highlights to the Board in their books for the month of January 2023.

R2023-02-03 Financials/Vital Statistics

Mr. Mike McClung provided an overview of the financials and vital statistics.

R2023-02-04 Commercial Highlights by Robert Peek

Mr. Robert Peek provided updated commercial highlights to the Board in their books for the month of January 2023.

Other Business

After a motion by Mr. Bean and a second by Mr. Fleming, the Board unanimously approved travel by one or more Board Members of the Authority for business solicitation purposes or to attend any necessary conferences and/or meetings during the month of April 2023.

Chairman Clarkson informed the Board that Brad Talbert was resigning from the JAXPORT Board of Directors effective March 1, 2023 to become the CEO of Memorial Health in Savannah, Georgia. Mr. Clarkson and CEO Eric Green presented Mr. Talbert with a gift to thank him for his service to the port and the community over the last two years.

Chairman Clarkson stated that due to Mr. Talbert's departure from the Board, his position as Board Treasurer would need to be filled.

Mr. Bean made a motion that Wendy Hamilton should serve as Board Treasurer for the remaining portion of Mr. Talbert's term, but also retain her current role as Board Secretary for the remainder of the current term ending September 30, 2023. After this motion was seconded by Mr. Fleming, the full Board unanimously agreed.

There were no emergency purchases or unbudgeted transactions. There being no further business of the Board, the meeting adjourned at 9:41AM.

BD2023-03-01



**SUBMISSION
FOR
BOARD APPROVAL**

SUBJECT: FY2022 Report on Compliance Audit

COST: \$ NA BUDGETED: NA

SOURCE OF FUNDS: NA

BACKGROUND:

The audit of the Jacksonville Port Authority's financial statements for the year ending September 30, 2022, was completed by RSM US, LLP, Certified Public Accountants and previously accepted by JAXPORT's Board of Directors on February 27, 2023. RSM has now completed the audit of JAXPORT's compliance requirements as described in the OMB Compliance Supplement and in the State of Florida's Department of Financial Services, State Projects Compliance Supplement that could have a direct and material effect on each of the Authority's major federal programs and state financial assistance projects for the year ended September 30, 2022. RSM is required to conduct their audit in accordance with Government Auditing Standards issued by the Comptroller General of the United States; the audit requirements of Title 2 U.S. Code of Federal Regulations Part 200, Uniform Administrative Requirements, Cost Principles and Audit Requirements for Federal Awards (Uniform Guidance); and the audit requirements of Chapter 10.650, Rules of the Florida Auditor General (Chapter 10.650).

RSM has issued an opinion that JAXORT complied, in all material respects, with the types of compliance requirements referred to above that could have a direct and material effect on each of its major federal programs and state financial assistance projects for the year ended September 30, 2022.

At the February 27, 2023 Audit Committee meeting, the Audit Committee accepted the Report on Compliance Audit, subject to no change in the final report, and approved it to be recommended to the Board once the final report was issued. There were no changes to the final report.

RECOMMENDATION:

It is recommended that the Board accept the Report of Compliance Audit prepared by RSM US, LLP.



SUBMISSION FOR BOARD APPROVAL

ATTACHMENTS:

- Audited Financial Statements prepared by RSM US, LLP

<u>RECOMMENDED FOR APPROVAL:</u>	
Beth McCague Chief Financial Officer	Signature: <u>Beth McCague</u> <small>Beth McCague (Mar 22, 2023 11:34 EDT)</small> Email: Beth.McCague@jaxport.com <hr/> Signature and Date
<u>SUBMITTED FOR APPROVAL:</u>	
Eric Green Chief Executive Officer	Signature: <u>Eric B. Green</u> <small>Eric B. Green (Mar 22, 2023 11:37 EDT)</small> Email: eric.green@jaxport.com <hr/> Signature and Date
<u>BOARD APPROVAL:</u>	
<u>3/27/2023</u> Meeting Date	<hr/> Rebecca Dicks/Recording Secretary
<u>ATTEST:</u>	
<hr/> Wendy O. Hamilton, Treasurer/Secretary	<hr/> J. Palmer Clarkson, Chairman

**Jacksonville Port Authority
A Component Unit of the
City of Jacksonville, Florida**

Annual Financial Report
For the Year Ended September 30, 2022

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February 25, 2023

To the Board of Directors of the
Jacksonville Port Authority:

We present the Annual Financial Report of the Jacksonville Port Authority (the Authority or JAXPORT), a component unit of the City of Jacksonville, Florida, for the fiscal year ended September 30, 2022. Responsibility for both the accuracy of the data and completeness and fairness of the presentation, including all disclosures, rests with the Authority. To the best of our knowledge and belief, this report fairly presents and fully discloses the Authority's financial position, changes in financial position and cash flows in accordance with accounting principles generally accepted in the United States of America. Please refer to the Management Discussion and Analysis (MD&A) for additional information about the financial position of the Authority.

Reporting Entity and Governance

The Jacksonville Port Authority, a public body corporate and politic, was created in 1963 by Chapter 63-1447 of the Laws of Florida to own and operate marine facilities in Duval County, Florida.

JAXPORT is comprised of three separate terminal locations in Jacksonville, with a diverse mix of cargo including containers, automobiles, bulk and cruise operations. Approximately 3/4 of all revenues are generated by containers and autos. The remaining lines of business include breakbulk, dry bulk, liquid cargo and cruise.

A seven-member Board of Directors presently governs the Authority. The Board of Directors establishes Authority policy and appoints a Chief Executive Officer/CEO. The Board of Directors annually elects a Chairman, Vice-Chairman, Secretary and Treasurer. Directors serve a four-year term.

The CEO of the Authority plans and directs all the programs and activities of the Authority, focusing on the future and the development of long-term business strategies.

2022 Operating Revenue results

Total operating revenues of \$61.2 million in fiscal year 2022 reflected a slight decline of 1%, compared to prior year results of \$61.9 million. Container TEUs totaled 1,298,132 in fiscal year 2022 and auto units were at 555,301 units, down 8% and 10% respectively. Container TEU declines were largely attributable to one tenant's declining vessel and cargo business, leading to an early surrender and termination of lease agreement in mid-2022. Auto volumes for 2022 were adversely impacted by global supply chain shortages, including computer chips and parts. However, due to fixed-lease contracts, auto revenues were down only 1%. Breakbulk tonnage volumes were up 35% over prior year to 989,058 tons, with related revenues up 42%. Cruises returned in March 2022, after a two-year absence, with strong passenger counts (nearly 100% occupancy), adding \$2.6 million in revenues compared to zero in 2021.

Steps forward in 2022 and looking ahead

In addition to the mid-year 2022 completion and formal opening of the deepened Jacksonville Harbor to 47 feet, JAXPORT took several major steps in 2022 to strengthen its current book of business and prepare for future business growth and development, including:

- Completion of deep-water berths concurrent with the 47 ft. Harbor Deepening project

- Site preparation for three additional tenant-provided new 100-gauge electric cranes arriving in 2023
- Negotiated exit of tenant in February 2022, and transition to a new tenant (with a 20-year contract) in March 2022
- Expansion and modernization of a major container terminal beginning mid-2022 (from 77 to 93 acres), with all funding sources coming from tenant and federal grants (estimated completion date 2024)
- Design and development of a new auto terminal, concurrent with a 30-year contract renewal, to include a total 90 acres to be developed, beginning in early 2023. All funding for construction provided by tenant and state grants (estimated completion date 2025)
- Partnering with sister agency, Jacksonville Electric Authority, to begin design and construction of the raising of the power lines spanning the Jacksonville Harbor from a current 174 ft. operational clearance to 205 ft. This project is funded by both state and local grants, and funding from the Authority.

Rating agencies Moody's Investors Service and Fitch Ratings currently report JAXPORT credit ratings of A2 and A, respectively, Outlook Stable for both.

As exhibited in the attached financial statements, JAXPORT continues to strive for disciplined fiscal stewardship focused on maintaining strong cash balances, controlled expenses, while managing its conservative debt profile.

Independent Audit

A firm of independent certified public accountants is retained each year to conduct an audit of the financial statements of the Authority in accordance with auditing standards generally accepted in the United States and to meet the requirements of the Uniform Guidance and Chapter 10.550, Rules of the Florida Auditor General. The Authority selected the firm of RSM US LLP to perform these services. Their opinion is presented with this report. Each year, the independent certified public accountants meet with the Audit Committee of the Board of Directors to review the results of the audit.

The Authority's financial statements are prepared in accordance with accounting principles generally accepted in the United States of America, using the accrual basis of accounting. The Authority is a local government proprietary fund, and therefore the activities are reported in conformity with governmental accounting and financial reporting principles issued by the Governmental Accounting Standards Board.

Acknowledgement

I would like to recognize the Finance Team in the preparation and presentation of JAXPORT's financial statements and commentary.

I would also like to thank the Board of Directors for their direction, oversight, and strong corporate governance in the financial and operational matters of the Port.

Respectfully submitted,



Eric Green, CEO



RSM US LLP

Independent Auditor's Report

Members of the Board of Directors
Jacksonville Port Authority

Report on the Audit of the Financial Statements

Opinions

We have audited the financial statements of the Jacksonville Port Authority (the Authority), a component unit of the City of Jacksonville, Florida, as of and for the years ended September 30, 2022 and 2021, and the related notes to the financial statements, which collectively comprise the Authority's basic financial statements as listed in the table of contents.

In our opinion, the accompanying financial statements referred to above present fairly, in all material respects, the respective financial position of the Authority, as of September 30, 2022 and 2021, and the respective changes in financial position, and, where applicable, cash flows thereof for the years then ended in accordance with accounting principles generally accepted in the United States of America.

Basis for Opinions

We conducted our audits in accordance with auditing standards generally accepted in the United States of America (GAAS) and the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are required to be independent of the Authority and to meet our other ethical responsibilities, in accordance with the relevant ethical requirements relating to our audits. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinions.

Responsibilities of Management for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with accounting principles generally accepted in the United States of America, and 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.

In preparing the financial statements, management is required to evaluate whether there are conditions or events, considered in the aggregate, that raise substantial doubt about the Authority's ability to continue as a going concern for 12 months beyond the financial statement date, including any currently known information that may raise substantial doubt shortly thereafter.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinions. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with GAAS and *Government Auditing Standards* will always detect a material misstatement when it exists. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control. Misstatements are considered material if there is a substantial likelihood that, individually or in the aggregate, they would influence the judgment made by a reasonable user based on the financial statements.

In performing an audit in accordance with GAAS and *Government Auditing Standards*, we

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Authority's internal control. Accordingly, no such opinion is expressed.
- Evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluate the overall presentation of the financial statements.
- Conclude whether, in our judgment, there are conditions or events, considered in the aggregate, that raise substantial doubt about the Authority's ability to continue as a going concern for a reasonable period of time.

We are required to communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit, significant audit findings, and certain internal control-related matters that we identified during the audit.

Required Supplementary Information

Accounting principles generally accepted in the United States of America require that the management's discussion and analysis (MD&A), the schedule of changes in total OPEB liability, the schedules of the Authority's proportionate share of the net pension liability, and the schedules of Authority contributions be presented to supplement the basic financial statements. Such information is the responsibility of management and, although not a part of the basic financial statements, is required by the Governmental Accounting Standards Board who considers it to be an essential part of financial reporting for placing the basic financial statements in an appropriate operational, economic, or historical context. We have applied certain limited procedures to the required supplementary information in accordance with auditing standards generally accepted in the United States of America, which consisted of inquiries of management about the methods of preparing the information and comparing the information for consistency with management's responses to our inquiries, the basic financial statements, and other knowledge we obtained during our audit of the basic financial statements. We do not express an opinion or provide any assurance on the information because the limited procedures do not provide us with sufficient evidence to express an opinion or provide any assurance.

Supplementary Information

Our audit was conducted for the purpose of forming an opinion on the Authority's basic financial statements. The revenue recognition – GAAP to budgetary basis reconciliation is presented for purpose of additional analysis and is not a required part of the basic financial statements. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the basic financial statements. The information has been subjected to the auditing procedures applied in the audit of the basic financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the basic financial statements or to the basic financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the revenue recognition – GAAP to budgetary basis reconciliation is fairly stated, in all material respects, in relation to the basic financial statements as a whole.

Other Reporting Required by Government Auditing Standards

In accordance with *Government Auditing Standards*, we have also issued our report dated February 25, 2023, on our consideration of the Authority's internal control over financial reporting and on our tests of its compliance with certain provisions of laws, regulations, contracts, and grant agreements and other matters. The purpose of that report is solely to describe the scope of our testing of internal control over financial reporting and compliance and the results of that testing, and not to provide an opinion on the effectiveness of the Authority's internal control over financial reporting or on compliance. That report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering Authority's internal control over financial reporting and compliance.

RSM US LLP

Jacksonville, Florida
February 25, 2023

Jacksonville Port Authority

Management's Discussion and Analysis (unaudited)

This section of the Jacksonville Port Authority's (the Authority or JAXPORT) annual financial report presents a narrative overview and analysis of the Authority's financial performance for the fiscal years ended September 30, 2022 and 2021. The discussion is intended to assist the readers in focusing on the significant financial issues and activities of the Authority and to identify any significant changes in financial position. We encourage readers to consider the information contained in this discussion in conjunction with the Authority's financial statements.

FINANCIAL STATEMENTS PRESENTATION

The Authority, a component unit of the City of Jacksonville, is considered a special purpose governmental entity engaged in a single business-type activity. JAXPORT is a landlord port and generates revenues primarily through user fees and charges to its tenants and customers. The Authority maintains a proprietary fund, which reports transactions related to activities similar to those found in the private sector. As such, the Authority presents only the statements required of enterprise funds, which include the statements of net position, statements of revenues, expenses and changes in net position and statements of cash flows.

The statements of net position presents information on all of the Authority's assets and deferred outflows of resources, liabilities and deferred inflows of resources, with the difference reported as net position. The statements of revenue, expenses and changes in net position shows how the Authority's net position changed during the fiscal year. The statements of cash flows represents cash and cash equivalent activity for the fiscal year resulting from operating, non-capital financing, capital financing and investing activities. Collectively, these financial statements provide an assessment of the overall financial condition of the Authority.

FINANCIAL ANALYSIS OF THE AUTHORITY

A condensed overview of the Authority's net position is provided in the following pages. The statements of net position serve as a useful indicator of assessing the Authority's financial position and relative components of assets, deferred outflows of resources, liabilities and deferred inflows of resources. It identifies these assets, deferred outflows of resources, liabilities and deferred inflows of resources for their expected use both for current operations and long-term purposes and identifies trends and allocation of resources.

As the Authority operates in a capital-intensive environment, capital assets are by far the largest component of net position. They are essential to seaport operations, providing land assets, buildings and equipment and other capital assets to its tenants and customers. These capital assets are largely funded by bonds and notes outstanding (debt). Repayment of this debt is provided annually from operations, as well as funds maintained by the Authority restricted for ongoing scheduled and certain future debt payments. The Authority's capital spending program is also supported by funding from its primary government, the City of Jacksonville, as well as state and federal grants. In addition to long-term assets and liabilities, the Authority holds current assets, including operating cash balances, to meet current liabilities.

Monetary amounts are presented in the thousands (000's), unless noted otherwise.

Jacksonville Port Authority**Management's Discussion and Analysis (unaudited)**Operating Results for 2022

Total operating revenues for fiscal year 2022 were \$61,233, a decline in total revenues of 1%, compared to revenues of \$61,853 in fiscal year 2021. Total container volumes in 2022 were 1,298,132 TEUs (twenty-foot equivalent units), declining from a record 1,407,310 TEUs in 2021. The reduction was largely due to a steady decline of shipper calls and vessel activity at one terminal location, leading to an early termination of the lease and transition to a new terminal operator in mid-year. As of 2022, JAXPORT now accommodates larger cargo vessels with the 47 feet harbor depth achieved in mid-2022, concurrent with the completion of deep-water berths. Auto units totaled 553,029 in 2022 compared to 623,212 units in 2021, the decline primarily a result of a global shortage of auto parts and supplies. Auto revenue dollars held up well, declining only 1% due to fixed lease acreage-based contracts. Breakbulk tonnage increased to 989,058 tons, a 35% increase over prior year, primarily driven by demand for forest products – paper, wood pulp and lumber. Collectively, Containers (48%), Autos (25%), and Breakbulk (10%) make up 83% of total revenues. Cruise revenues for 2022 were \$2,562 and reflect approximately seven months of cruise activity beginning in March of 2022. Other lines of business including liquid bulk and dry bulk were steady year over year.

**STATEMENT OF REVENUES, EXPENSES
AND CHANGES IN NET POSITION****(in thousands of dollars)**

	2022	2021	2020
Operating revenue	\$ 61,233	\$ 61,853	\$ 63,507
Operating expenses			
Salaries and benefits	18,913	15,882	18,610
Services and supplies	5,559	3,806	3,952
Security services	4,405	4,374	5,039
Business travel and training	322	141	272
Promotion, advertising, dues and memberships	647	539	579
Utility services	743	632	850
Repairs and maintenance	2,138	1,846	1,829
Berth maintenance dredging	4,920	3,986	5,394
Miscellaneous	155	163	163
Total operating expenses	<u>37,802</u>	<u>31,369</u>	<u>36,688</u>
Operating income before depreciation	23,431	30,484	26,819
Depreciation	30,989	30,031	29,659
Operating (loss) income	<u>(7,558)</u>	<u>453</u>	<u>(2,840)</u>
Non-operating revenue (expense)			
Interest expense	(7,028)	(7,261)	(8,487)
Interest income	184	10	230
Shared revenue from primary government	9,769	9,847	1,847
Intragovernmental grant revenue	18,758	-	-
Gain on contract termination	109,114	-	-
Capital contributions from/(to) tenants	22,093	-	(1,092)
Capital contributions to other government agencies	-	-	(1,025)
(Loss) gain on sale/disposition of assets	(317)	(150)	13
Other non-operating expenses	(94)	(853)	(884)
Total non-operating revenue (expense)	<u>152,479</u>	<u>1,593</u>	<u>(9,398)</u>
Income (loss) before capital contributions	144,921	2,046	(12,238)
Capital contributions	25,996	35,619	50,847
Changes in net position	<u>170,917</u>	<u>37,665</u>	<u>38,609</u>
NET POSITION			
Beginning of year	507,902	470,237	431,628
End of year	<u>\$ 678,819</u>	<u>\$ 507,902</u>	<u>\$ 470,237</u>

Jacksonville Port Authority

Management's Discussion and Analysis (unaudited)

Total operating expenses before depreciation for 2022 were \$37,802 an increase of \$6,433 over prior year expenses before depreciation of \$31,369. Prior fiscal year 2021 included COVID-19 cost containment measures, whereas fiscal year 2022 expense levels returned to more normalized levels. Salaries and benefits in 2022 were \$18,913, an increase of \$3,031 over 2021, of which \$1,483 was attributable to variances in "year-end valuation accounting" for pension costs. Other factors accounting for the increase included a return to full staffing levels, post COVID, and the addition of nine security personnel previously part of outsourced contract security. Workers' Compensation Insurance expense included a two years catchup assessment totaling \$675. Fuel costs in 2022 increased \$615 largely due to diesel (85%) price increases. Berth maintenance dredging expense increased \$934 in fiscal year 2022, reflective of increased dredge volumes.

Net non-operating revenues (expenses) for 2022 totaled \$152,479, and included several large non-recurring and recurring transactions. Most notable was a gain on contract termination in the amount of \$109,114, the outcome of an early exit of a tenant with a 30-year contract, causing an accelerated recognition of unearned revenue amounts (see note E). The Authority also received Coronavirus State and Local Fiscal Recovery Funds (ARPA Funds) totaling \$17,716 in 2022, recorded as intergovernmental grant revenue. Tenant contributions for construction totaled \$22,093. Noteworthy in fiscal years 2022 and 2021 is a significant increase in shared revenue from primary government of \$9,769 and \$9,847, respectively, compared to \$1,847 in fiscal year 2020. The increase is a result of certain debt obligations previously recorded on the books of the City, on behalf of the Authority, serviced by this revenue source being fully satisfied at year end 2020. Beginning in 2021 and forward, the Authority receives the full share of these interlocal revenues.

Capital contributions in 2022, which includes state, local and federal grant contributions totaled \$25,996, compared to \$35,619 in prior year. Included in 2021, was a local capital contribution of \$4,161 from the City of Jacksonville, which was in addition to \$35,000 provided in fiscal year 2020, specifically to support the final phase of the 47 feet harbor deepening project.

At the close of fiscal year 2022, the Authority had a net position of \$678,819, an increase of \$170,917 from \$507,902 at fiscal year-end 2021.

Revenue, Expenses and Changes in Net Position 2021 vs 2020

Total operating revenues for fiscal year 2021 were \$61,853, a decline in total revenues of 3%, compared to revenues of \$63,507 in fiscal year 2020. Container volumes in 2021 rebounded to a record 1,407,310 TEUs, and accounted for 51% of all revenues. Autos also rebounded in 2021, to 623,212 units and account for about 25% of all revenues. The absence of cruise revenues continued into all of fiscal year 2021, whereas fiscal year 2020 had reported about \$1.9 million in cruise related revenues. Bulk cargo volumes including breakbulk, dry bulk, and liquid bulk were relatively constant year over year, and collectively account for about 13% of total revenues. Container volumes growth in 2021, up 130,149 TEUs, reflected increased volumes in Puerto Rico and Caribbean trade lanes, as well as Asian trade.

Total operating expenses before depreciation for 2021 were \$31,369, a decrease of \$5,319 from prior year expenses before depreciation of \$36,688. The Authority continued COVID-19 cost containment measures into early 2021, gradually returning to more normalized levels by year end. Salaries and benefits declined \$2,728, to \$15,882 in 2021, of which \$3,198 was attributable to variances in accounting for pension costs. Berth maintenance dredging expense declined \$1,408 in fiscal year 2021. The Authority was able to maintain employment of all existing personnel and incurred no furloughs of staff for both fiscal years 2020 and 2021.

Jacksonville Port Authority**Management's Discussion and Analysis (unaudited)**

Net non-operating revenues (expenses) for 2021 totaled \$1,593, compared to (\$9,398) in 2020, a \$10,991 favorable increase. Noteworthy in fiscal year 2021 is a significant increase in shared revenue from primary government totaling \$9,847, compared to \$1,847 in 2020. The increase is a result of certain debt obligations recorded on the books of the City, on behalf of the Authority, serviced by this revenue source, being fully satisfied at year end 2020. Interest expense on debt totaled \$7,261 in 2021, a reduction of \$1,226 from fiscal year 2020, primarily resulting from a bond refunding transaction in 2020.

Capital contributions in 2021, which include state, local, and federal grant contributions totaled \$35,619, compared to \$50,847 in 2020. Included in 2021, was a second capital contribution of \$4,161 from the City of Jacksonville, which was in addition to \$35,000 provided in fiscal 2020, provided specifically to support the funding of the final phase of the 47 feet harbor deepening project.

At the close of fiscal year 2021, the Authority had a net position of \$507,902, an increase of \$37,665 from \$470,237 at fiscal year-end 2020.

Net Position2022 vs. 2021

At September 30, 2022, the Authority's net position was \$678,819 compared to \$507,902 at year end 2021, an increase of \$170,917. Significant additions in 2022, were the receipt of \$18,758 in intragovernmental grant revenue, largely ARPA funds of \$17,716, tenant contributions for construction of \$22,093, and a \$109,114 gain on contract termination effectively reducing total liabilities and deferred inflows in the same amount (eliminating unearned revenue balances). Other recurring sources of support include shared revenue from primary government of \$9,769 and state and federal grants of \$25,996.

<i>(In thousands of dollars)</i>	2022	2021	2020
NET POSITION			
Current assets	\$ 61,669	\$ 54,109	\$ 42,662
Noncurrent assets (excluding capital assets)	31,496	23,373	31,614
Capital assets	856,329	849,826	849,045
Deferred outflows of resources	10,077	9,266	11,284
Total assets and deferred outflows	<u>959,571</u>	<u>936,574</u>	<u>934,605</u>
Current liabilities	20,615	24,563	24,675
Bonds and notes outstanding (net of current portion)	206,067	214,291	222,152
Other noncurrent liabilities and deferred inflows	54,070	189,818	217,541
Total liabilities and deferred inflows	<u>280,752</u>	<u>428,672</u>	<u>464,368</u>
Net position			
Net investment in capital assets	621,944	468,910	440,981
Restricted for debt service	18,391	18,080	17,468
Restricted – other	3,071	2,926	2,991
Unrestricted	35,413	17,986	8,797
Total net position	<u>\$ 678,819</u>	<u>\$ 507,902</u>	<u>\$ 470,237</u>

Total assets and deferred outflows at year end 2022 were \$959,571, Capital asset net increases were \$6,503. Current assets improved with unspent ARPA funds adding \$13,095 at year end, partly offset by \$5,540 in reduced grant receivable balances. Noncurrent assets were \$31,496 and include tenant funds provided for construction of \$15,535, partly offset by \$7,037 in a reduction of long-term grant receivables.

Jacksonville Port Authority

Management's Discussion and Analysis (unaudited)

Total liabilities and deferred inflows were \$280,752 at year end 2022, compared to \$428,672 in 2021. Bonds and notes outstanding (net of current portion), declined \$8,224, primarily from scheduled debt service. Other noncurrent liabilities and deferred inflows were reduced significantly in 2022, reflecting paydowns of other borrowings (line of credit and bridge loan) totaling \$29,730. The elimination of unearned revenue balances associated with the aforementioned gain on contract termination resulted in a \$6.3 million reduction (unearned revenue) in current liabilities and \$106.8 million reduction (unearned revenue) in other noncurrent liabilities and deferred inflows.

Total net position at year end 2022 was \$678,819, reflecting net investment in capital assets of \$621,944, amounts restricted for debt service of \$18,391, unrestricted balances of \$35,413 and repair and replacement funds of \$3,071.

Net Position

2021 vs. 2020

At September 30, 2021, the Authority's net position was \$507,902 compared to \$470,237 at year end 2020. Operating income before depreciation was \$30,484, compared to \$26,819 in 2020. The Authority's operations are also supported by state, local and federal grants, totaling \$35,619 in 2021, primarily dedicated to capital improvements. The Authority is also supported through an interlocal agreement with the City of Jacksonville, which provided \$9,847 in fiscal year 2021, see Note A.22 for additional information.

Total assets and deferred outflows at year end 2021 were \$936,574, capital Asset net increases in 2021 were nominal compared to large harbor deepening additions of \$77,344, and \$52,004 in fiscal years 2020 and 2019, respectively. Funding for the Harbor Deepening project was completed in fiscal year 2020 and included contributions from federal, state and local grants, as well as tenant and Authority support. See Note C for additional information. Depreciation expense was \$30,031 in 2021, compared to \$29,659 in 2020.

Total liabilities and deferred inflows were \$428,672 at year end 2021, compared to \$464,368 in 2020. Bonds and notes outstanding (net of current portion), declined \$7,861, primarily from scheduled debt service. Other noncurrent liabilities and deferred inflows were reduced significantly in 2021, reflecting paydowns of other borrowings (line and of credit and bridge loan) totaling \$16,567, and deferred revenue balances reductions of \$8,070. In addition to normal deferred lease revenue amortization, the Authority returned a \$4 million previous tenant lease prepayment, opting for future throughput fees instead. See Note F for additional information. Deferred inflows of resources for pensions and related net pension liability declined \$2,971.

Total net position at year end 2021 was \$507,902, reflecting net investment in capital assets of \$468,910, amounts restricted for debt service of \$18,080 and unrestricted balances of \$17,986.

Cash Flows

2022 vs 2021

Cash flows from operating activities in 2022 were \$23,758 compared to \$20,571 in prior year. Fiscal year 2021 included a return of funds to a tenant in the amount of \$4 million. The tenant had paid substantial upfront rents in fiscal year 2020, by mutual agreement the Authority refunded the \$4 million, in exchange for increased throughput tonnage rates.

Cash flows from noncapital financing activities in 2022 were \$27,485, compared to \$9,847 in 2021. This increase is attributable to the receipt of intragovernmental grant revenue (ARPA Funds) awarded in the amount of \$17,716 in fiscal year 2022.

Jacksonville Port Authority

Management's Discussion and Analysis (unaudited)

Net cash used in capital and related financing activities totaled \$23,090. Large outflows include funding for acquisition and construction of capital assets of \$34,786, principal and interest debt service payments of \$15,256. Additionally, the Authority paid off a bridge loan balance of \$25,000, and also a net paydown on the line of credit of \$4,730. The Authority also incurred a \$4,064 outlay associated with a tenant lease termination (see Note E). Significant inflows include state and federal contributions-in-aid of construction of \$38,645 and tenant contributions for construction for \$22,093.

Cash and cash equivalents at the end of 2022 were \$69,752 compared to \$41,415 in 2021. The cash balance of \$69,752 at September 30, 2022 is comprised of \$17,349 in unrestricted cash, \$13,095 in current restricted cash (ARPA funds), \$15,535 in construction funds, \$20,702 in restricted debt service and reserve funds and \$3,071 for renewal and replacement funds.

Cash Flows

2021 vs 2020

Cash flows from operating activities in 2021 were \$20,571 compared to \$30,218 in prior year. Most of this \$9,647 reduction was related to a \$6 million prepaid lease payment received in 2020 and a subsequent \$4 million return of these funds in 2021, pertaining to a contract amendment in 2021 which allows for ongoing increased "throughput" payments instead.

Cash flows from noncapital financing activities in 2021 were \$9,847, representing an increase of \$8,000 over \$1,847 in 2020. These receipts from the primary government increased in 2021 as a result of the satisfaction of all debt obligations originally issued and recorded by the City. These shared revenues had been pledged to pay the debt service on these obligations.

Net cash used in capital and related financing activities totaled \$33,212, which include outlays for acquisition and construction of capital assets of \$31,369, principal and interest debt service payments of \$14,686, and paydown of other interim borrowings (City bridge loan and net line of credit activity) of \$16,567. Significant inflows include state and federal contributions-in-aid of construction of \$26,183 and an additional contribution from the City of \$4,161 supporting the harbor deepening project.

Cash and cash equivalents at the end of 2021 were \$41,415 compared to \$44,199 in 2020. The cash balance of \$41,415 at September 30, 2021 is comprised of \$17,004 in unrestricted cash, \$345 in construction funds, \$21,140 in restricted debt service and reserve funds and \$2,926 for renewal and replacement funds.

CAPITAL ASSETS AND DEBT ADMINISTRATION

Capital Assets

Capital assets include land, land improvements, harbor deepening and related costs, buildings and building improvements and equipment. At September 30, 2022, the Authority had commitments for future construction work of approximately \$63,036. Additional information regarding capital assets can be found in the accompanying notes to the financial statements (see Note C).

2022 vs. 2021

At September 30, 2022, the Authority's capital assets, net of depreciation, grew to \$856,329, compared to prior year net capital assets of \$849,826. Capital project additions for 2022 were \$37,838; major projects include terminal construction and rehab \$13,329, wharf rehabilitation projects \$5,976, and dredge material management sites \$9,032. Capital spending was partly funded by local, state and federal grants totaling \$25,996 in 2022. Depreciation expense for 2022 was \$30,989, compared to \$30,031 in 2021.

Jacksonville Port Authority

Management's Discussion and Analysis (unaudited)

2021 vs. 2020

At September 30, 2021, the Authority's capital assets, net of depreciation, grew to \$849,826, compared to prior year net capital assets of \$849,045. Capital project additions for 2021 were \$30,981; major projects include wharf rehabilitation projects totaling \$13,057, dredge material management sites \$5,089, bridge rehabilitation \$2,130 and harbor deepening of \$1,509. Capital spending was partly funded by local, state and federal grants totaling \$35,619 in 2021. Depreciation expense for 2021 was \$30,031, compared to \$29,659 in 2020.

Long-Term Debt

2022 vs. 2021

At September 30, 2022, the Authority had outstanding bonds and notes payable of \$214,103, a decrease of \$7,860 from \$221,963 at end of fiscal year 2021 (both net of unamortized bond premiums). Line of credit balances outstanding at September 30, 2022 were \$10,749, compared to \$15,479 at prior year-end. In 2022 the Authority paid off all outstanding balances on an original \$37,700 bridge loan from primary government, balances at prior year end 2021 was \$25,000.

2021 vs. 2020

At September 30, 2021, the Authority had outstanding bonds and notes payable of \$221,963, a decrease of \$7,352 from \$229,315 at end of fiscal year 2020 (both net of unamortized bond premiums). Line of credit balances outstanding at September 30, 2021 were \$15,479, compared to \$19,346 at prior year-end. The Authority paid down balances of \$12,700 on a \$37,700 bridge loan from primary government, to \$25,000 at year-end 2021. Both the line of credit borrowings and the bridge loan serve as funding sources for large grant-funded capital project in progress (harbor deepening and wharf rehabilitation), whereby associated repayment amounts pending from FDOT grant reimbursement agreements will provide total repayment for both obligations, to be paid in full by 2023.

The Authority exceeded its required minimum debt service coverage ratio for the 2022 fiscal year.

Budgetary Highlights

The City Council of the City of Jacksonville, Florida approves and adopts the Authority's annual operating and capital budget. The Authority did not experience any budgetary stress during the fiscal years ended September 30, 2022 and 2021.

REQUESTS FOR INFORMATION

This financial report is designed to provide our citizens, taxpayers, customers, investors and creditors with a general overview of the Authority's finances and to demonstrate the Authority's accountability to each of those groups. Questions concerning any information included in this report or any request for additional information should be addressed to the Chief Financial Officer, Jacksonville Port Authority, P.O. Box 3005, Jacksonville, FL 32206-0005.

Jacksonville Port Authority**Statements of Net Position
September 30, 2022 and 2021***(In thousands of dollars)*

	2022	2021
Assets		
Current assets		
Cash and cash equivalents	\$ 17,349	\$ 17,004
Restricted cash and cash equivalents	20,958	8,149
Accounts receivable, net	7,251	7,309
Notes and other receivables	120	420
Grants receivable	13,914	19,454
Inventories and prepaid items	2,077	1,773
Total current assets	<u>61,669</u>	<u>54,109</u>
Noncurrent assets		
Restricted assets:		
Cash and cash equivalents	15,910	15,917
Restricted for capital projects:		
Cash and cash equivalents	15,535	345
Notes receivable	51	74
Grants receivable	-	7,037
Capital assets, net	856,329	849,826
Total noncurrent assets	<u>887,825</u>	<u>873,199</u>
Total assets	<u>949,494</u>	<u>927,308</u>
Deferred outflow of resources	10,077	9,266
Total assets and deferred outflow of resources	<u>959,571</u>	<u>936,574</u>

(continued)

Jacksonville Port Authority**Statements of Net Position
September 30, 2022 and 2021***(In thousands of dollars)*

	2022	2021
Liabilities		
Current liabilities		
Accounts payable	2,257	2,202
Accrued expenses	683	1,066
Accrued interest payable	2,180	2,928
Construction contracts payable	3,139	2,326
Retainage payable	3,620	1,382
Unearned revenue	700	6,987
Bonds and notes payable	8,036	7,672
Total current liabilities	<u>20,615</u>	<u>24,563</u>
Noncurrent liabilities		
Unearned revenue	14,592	120,952
Accrued expenses	2,290	3,291
Other obligations	8,537	8,537
Net pension liability	16,545	6,690
Bridge loan from primary government	-	25,000
Line of credit note	10,749	15,479
Bonds and notes payable	206,067	214,291
Total noncurrent liabilities	<u>258,780</u>	<u>394,240</u>
Total liabilities	<u>279,395</u>	<u>418,803</u>
Deferred inflow of resources for pensions	<u>1,357</u>	<u>9,869</u>
Net Position		
Net investment in capital assets	621,944	468,910
Restricted for		
Debt service	18,391	18,080
Repair and replacement	3,071	2,926
Unrestricted	35,413	17,986
Total net position	<u>\$ 678,819</u>	<u>\$ 507,902</u>

See Notes to the Financial Statements.

Jacksonville Port Authority**Statements of Revenue, Expenses and Changes in Net Position****For the Years Ended September 30, 2022 and 2021***(In thousands of dollars)*

	2022	2021
Operating revenue	<u>\$ 61,233</u>	<u>\$ 61,853</u>
Operating expenses		
Salaries and benefits	18,913	15,882
Services and supplies	5,559	3,806
Security services	4,405	4,374
Business travel and training	322	141
Promotions, advertising, dues and memberships	647	539
Utility services	743	632
Repairs and maintenance	2,138	1,846
Berth maintenance dredging	4,920	3,986
Miscellaneous	155	163
Total operating expenses	<u>37,802</u>	<u>31,369</u>
Operating income before depreciation	23,431	30,484
Depreciation expense	30,989	30,031
Operating (loss) income	<u>(7,558)</u>	<u>453</u>
Non-operating revenues (expenses)		
Interest expense	(7,028)	(7,261)
Investment income	184	10
Shared revenue from primary government	9,769	9,847
Intragovernmental grant revenue	18,758	-
Gain on contract termination	109,114	-
Contributions from tenants	22,093	-
Loss on sale/disposition of assets	(317)	(150)
Other non-operating (expenses)	(94)	(853)
Total non-operating income (expenses)	<u>152,479</u>	<u>1,593</u>
Income before capital contributions	144,921	2,046
Capital contributions	25,996	35,619
Change in net position	<u>170,917</u>	<u>37,665</u>
Net position		
Beginning of year	507,902	470,237
End of year	<u>\$ 678,819</u>	<u>\$ 507,902</u>

See Notes to the Financial Statements.

Jacksonville Port Authority**Statements of Cash Flows****For The Years Ended September 30, 2022 and 2021***(In thousands of dollars)*

	2022	2021
Cash flows from operating activities		
Receipts from customers	\$ 62,023	\$ 56,815
Payments for services and supplies	(19,165)	(19,178)
Payments to/for employees	(19,100)	(17,066)
Net cash provided by operating activities	<u>23,758</u>	<u>20,571</u>
Cash flows from noncapital financing activities		
Receipts from primary government	9,769	9,847
Intragovernmental grant revenue	17,716	-
Net cash provided by noncapital financing activities	<u>27,485</u>	<u>9,847</u>
Cash flows from capital and related financing activities		
Proceeds from capital debt	88,870	-
Principal paid on debt refunding	(88,870)	-
Bridge loan from primary government	(25,000)	(12,700)
Contribution from primary government	-	4,161
Line of credit advances	10,000	10,844
Line of credit payments	(14,730)	(14,711)
Contributions from tenants for construction	22,093	-
Contributions-in-aid of construction (grants)	38,645	26,183
Acquisition and construction of capital assets	(34,786)	(31,369)
Principal paid on capital debt	(7,672)	(7,163)
Interest paid on capital debt	(7,584)	(7,523)
Proceeds from sale of assets	52	42
Costs associated with contract termination	(4,064)	
Other	(44)	(976)
Net cash used in capital and related financing activities	<u>(23,090)</u>	<u>(33,212)</u>
Cash flows provided from investing activities		
Interest on investments	184	10
Net cash provided by investing activities	<u>184</u>	<u>10</u>
Net increase (decrease) in cash and cash equivalents	28,337	(2,784)
Cash and cash equivalents		
Beginning of year	41,415	44,199
End of year	<u>\$ 69,752</u>	<u>\$ 41,415</u>

(continued)

Jacksonville Port Authority**Statements of Cash Flows****For The Years Ended September 30, 2022 and 2021***(In thousands of dollars)*

	2022	2021
Reconciliation of operating (loss) income to net cash provided by operating activities		
Operating (loss) income	\$ (7,558)	\$ 453
Adjustment to reconcile operating (loss) income to net cash provided by operating activities:		
Depreciation expense	30,989	30,031
Decrease in accounts receivable and other current assets	(47)	(738)
Increase (decrease) in deferred outflow of resources – pension	(1,177)	1,653
Increase (decrease) in liabilities:		
Accounts payable and accrued expenses	(324)	627
Unearned revenue	532	(8,484)
Pension	9,855	(11,379)
Increase (decrease) in deferred inflows of resources – pension	(8,512)	8,408
Total adjustments	31,316	20,118
Net cash provided by operating activities	\$ 23,758	\$ 20,571
Noncash investing, capital and financing activities		
Construction costs paid on account	\$ 6,759	\$ 3,708
Grants receivable	13,914	26,491

See Notes to the Financial Statements.

Jacksonville Port Authority

Notes to Financial Statements

Note A – Summary of Significant Accounting Policies

1. Reporting entity

The Jacksonville Port Authority (the Authority) was created in 1963 by Chapter 63-1447 of the Laws of Florida, to own and operate marine facilities in Duval County, Florida. The Authority is governed by a seven-member board. Three board members are appointed by the Governor of Florida and four are appointed by the Mayor and confirmed by the City Council of the City of Jacksonville, Florida. The City Council reviews and approves the Authority's annual budget.

The Authority is a component unit of the City of Jacksonville, Florida (the City), as defined by Governmental Accounting Standards Board (GASB) Section 2100 of Codification, *The Financial Reporting Entity*. The Authority's financial statements include all funds and departments controlled by the Authority or which are dependent on the Authority. No other agencies or organizations have been included in the Authority's financial statements.

2. Basic financial statements

The Authority is considered a special purpose government engaged in a single business-type activity. Business-type activities are those activities primarily supported by user fees and charges. The Authority maintains a proprietary fund, which reports transactions related to activities similar to those found in the private sector. As such, the Authority presents only the statements required of enterprise funds, which include the statements of net position, statements of revenues, expenses and changes in net position and statements of cash flows.

3. Fund structure

The operations of the Authority are recorded in a single proprietary fund. Proprietary funds distinguish operating revenues and expenses from non-operating revenue and expenses. Operating revenue and expenses generally result from providing services and producing and delivering goods in connection with the fund's principal ongoing operation. The principal operating revenues for the Authority's proprietary fund are charges to customers for sales and services. Operating expenses include direct expenses of providing the goods or services, administrative expenses and depreciation on capital assets. All revenue and expenses not meeting this definition are reported as non-operating revenue and expenses.

4. Basis of accounting

The accounting and financial reporting treatment applied to a fund is determined by its measurement focus. The Authority's financial statements are reported using the economic resources measurement focus and the accrual basis of accounting. Under this method, revenue is recorded when earned and expenses are recorded when a liability is incurred, regardless of the timing of the related cash flows. Grants and similar items are recognized as revenue or capital contributions when all eligibility requirements imposed by the provider are met.

Operating revenues of the Authority include revenues from facility leases, which are recognized over the term of the lease agreements. All other revenues, such as fees from wharfage, throughput and dockage, are recognized as services are provided.

The Authority's policy is to use restricted resources first, then unrestricted resources, when both are available for use to fund activity.

Jacksonville Port Authority

Notes to Financial Statements

Note A – Summary of Significant Accounting Policies (Continued)

5. New pronouncements not yet adopted

GASB Statement No. 91, Conduit Debt Obligations was issued in May 2019, and will be effective for the Authority in fiscal year 2023. The primary objectives of this Statement are to provide a single method of reporting conduit debt obligations by issuers and eliminate diversity in practice associated with: (1) commitments extended by issuers, (2) arrangements associated with conduit debt obligations, and (3) related note disclosures. This Statement achieves those objectives by clarifying the existing definition of a conduit debt obligation, establishing that a conduit debt obligation is not a liability of the issuer, establishing standards for accounting and financial reporting of additional commitments and voluntary commitments extended by issuers and arrangements associated with conduit debt obligations and improving required note disclosures. Management does not expect this to have a significant impact on the financial statements of the Authority.

GASB Statement No. 96, Subscription – Based Information Technology Arrangements was issued in May 2020, and will be effective for the Authority in fiscal year 2023. This Statement provides guidance on the accounting and financial reporting for subscription-based information technology arrangements (SBITAs) for government end users. This Statement: (1) defines a SBITA; (2) establishes that a SBITA results in a right-to-use subscription asset—an intangible asset—and a corresponding subscription liability; (3) provides the capitalization criteria for outlays other than subscription payments, including implementation costs of a SBITA; and (4) requires note disclosures regarding a SBITA. To the extent relevant, the standards for SBITAs are based on the standards established in Statement No. 87, Leases, as amended. Management is currently evaluating the impact of this standard to the Authority's financial statements.

GASB Statement No. 101, Compensated Absences was issued in June 2022, and will be effective for the Authority in fiscal year 2024. Earlier application is encouraged. The objective of this standard is to better meet the information needs of financial statement users by updating the recognition and measurement guidance for compensated absences. Management is currently evaluating the impact of this standard to the Authority's financial statements.

6. Budgeting procedures

The Authority's charter and related amendments, City Council resolutions and/or Board policies have established the following budgetary procedures for certain accounts maintained within its enterprise fund. These include:

Prior to July 1 of each year, the Authority shall prepare and submit its budget to the City Council for the ensuing fiscal year.

The City Council may increase or decrease the appropriation requested by the Authority on a total basis or a line-by-line basis; however, the appropriation from the City Council for construction, reconstruction, enlargement, expansion, improvement or development of any marine project or projects authorized to be undertaken by the Authority, shall not be reduced below \$800,000.

Once adopted, additional appropriations may only be through action of the City Council.

The Authority is authorized to transfer within Operating/Non-Operating Schedules and the Capital Schedule as needed. Transfers between schedules are allowable up to \$50,000. Once the \$50,000 limit is reached, City Council approval must be obtained. Operating budget item transfers require Chief Executive Officer or Chief Financial Officer approval. Line-to-line capital budget transfers of \$50,000 or less require the same approval levels. Line-to-line capital budget transfers of more than \$50,000 require the same approval levels, with additional notification to the Board if deemed necessary by either of the above-mentioned parties. Any Capital Budget transfer creating a new capital project greater than \$1,000,000 requires Board approval. All appropriations lapse at the end of each fiscal year and must be re-appropriated.

Jacksonville Port Authority

Notes to Financial Statements

Note A – Summary of Significant Accounting Policies (Continued)

7. Cash and cash equivalents

Cash and cash equivalents consist of demand deposits, money market funds and the Florida State Board of Administration investment pool. Cash equivalents are investments with a maturity of three months or less when purchased.

8. Accounts receivable

Management considers all accounts to be fully collectible; however, the Authority has established an allowance for doubtful accounts based upon collections experience. The allowance for doubtful accounts for the years ended September 30, 2022 and 2021 was \$92,000.

9. Leases

The Authority, as a landlord port, has various leases which convey usage of property, facilities, equipment, terminal privileges, and space to its tenants. As lessor, the Authority administers the leases as a Marine Terminal Operator (MTO), as defined by the Federal Maritime Commission (FMC). Additionally, lessees (tenants) are also defined as MTOs. The Authority takes the position that all its lease agreements and tariffs are regulated and *subject to external laws, regulations, or legal rulings*, and meet the definition under the accounting standard as *certain regulated leases*. The Authority has no material ancillary operational activities outside the scope of those defined as a “terminal facility” by FMC regulations.

The Authority implemented GASB Statement 87, *Leases* in fiscal year 2022. In accordance with the standard, recognition and measurement for *certain regulated leases* under *GASB 87, paragraphs 42 and 43*, prescribes that *lessors should recognize inflows of resources based upon payment provisions of the lease contract and provide disclosures*, as provided in paragraph 60 of GASB Statement 87 for leases for which external laws, regulations or legal rulings apply. Please see note D for required disclosures.

The Authority owns all its facilities and has no property or equipment leases defined as long term, and accordingly reports no lease obligations.

10. Grants receivable

Grants received from federal and state government agencies that are restricted for the acquisition of construction of capital assets are recorded as capital contributions when earned. Grants are earned when costs relating to such capital assets, which are reimbursable under the terms of the grant, have been incurred. Grants receivable are classified as current unless deferred receipts arrangements are prescribed by grantor agreement.

11. Investments

The Authority’s investments are reported at fair value using quoted market price or other fair value techniques as required by GASB Statement No. 72, *Fair Value Measurements* (GASB 72). Fair value is defined by GASB 72, as the price that would be received to sell an asset or to transfer a liability in an orderly transaction between market participants at the measurement date. Categories within the fair value hierarchy include: Level 1 inputs are quoted prices in active markets for identical assets; Level 2 inputs are significant other observable inputs and Level 3 are unobservable inputs. As of September 30, 2022 and 2021, the Authority did not hold any investments.

Jacksonville Port Authority**Notes to Financial Statements**

Note A – Summary of Significant Accounting Policies (Continued)**12. Restricted assets**

Certain proceeds of revenue bonds and notes, as well as certain resources set aside for their repayment, are classified as restricted assets on the statement of net position, as their use is limited by applicable debt agreements. Restricted cash also includes renewals and replacement funds restricted for capital improvements and other funds as specifically designated by contributors or by grant agreement.

13. Capital assets

Capital assets are carried at cost less accumulated depreciation. Capital assets are defined by the Authority as assets with an individual cost of \$5,000 or greater, and an estimated useful life of more than one year.

Capital assets are depreciated on a straight-line basis over the estimated useful lives of the assets. The estimated useful lives of property and equipment are as follows:

<u>Asset Class</u>	<u>Estimated Service Life (Years)</u>
Buildings	20-30
Other improvements	10-50
Equipment	3-30

When capital assets are disposed of, the related cost and accumulated depreciation are recorded as gains or losses on disposition.

Costs incurred for harbor deepening are accounted for as non-depreciable land improvements. Costs incurred for the development of dredge spoil sites are recorded as land improvements and amortized over 20 years. Berth maintenance dredging is expensed as incurred.

14. Inventories and prepaid items

Inventories are stated at cost using the average cost method. Payments made to vendors for services that will benefit periods beyond the current fiscal year are recorded as prepaid items.

15. Deferred outflows/inflows of resources

In addition to assets, the statements of net position include a separate section for deferred outflows of resources. These separate financial statements section, deferred outflows of resources, represents a consumption of net assets that applies to future periods and so will not be recognized as an outflow of resources (expenses) until that time. The Authority currently reports the net deferred loss on refunding of debt and deferred outflows related to pensions in this category.

In addition to liabilities, the statements of financial position include a separate section for deferred inflows of resources. This separate financial statement section, deferred inflows of resources, represents an acquisition of net assets that applies to a future period and so will not be recognized as an inflow of resources (revenue) until that time. The Authority currently reports deferred inflows related to pensions in this category.

Jacksonville Port Authority

Notes to Financial Statements

Note A – Summary of Significant Accounting Policies (Continued)

16. Unearned revenue

Resources that do not meet revenue recognition requirements (not earned) are recorded as unearned revenue in the financial statements. Unearned revenue consists primarily of unearned lease revenue.

17. Compensated absences (accrued leave plan)

Compensated absences consist of paid time off, which employees accrue each pay period. Individual leave accrual rates vary based upon position and years of service criteria. A liability is accrued as the benefits are earned by the employee for services already rendered and to the extent it is probable the employer will compensate the employees for the benefits. Maximum leave accrual balances cap at 480 hours for union employees, and 350 hours for non-union employees.

18. Conduit debt

On February 28, 2022, a Surrender and Termination of Lease agreement was executed by the Authority and its tenant Trapac Jacksonville, LLC. On that date, per the agreement, Mitsui O.S.K. (MOL) redeemed the outstanding balance of Special Facilities Bonds (Mitsui O.S.K. Lines, Ltd. Project), Series 2007 Bonds (Par amount of redeemed bonds were \$57,050,000). Please see Note E for additional information.

19. Long-term obligations

In the financial statements, long-term obligations are reported as liabilities in the statements of net position. Bond premiums and discounts are deferred and amortized over the life of the related obligation using the straight-line method, which is not materially different than the effective interest method. Bonds payable are reported net of the applicable premium or discount. Costs of issuance are expensed as incurred.

20. Pensions

In the statement of net position, liabilities are recognized for the Authority's proportionate share of each pension plan's net pension liability. For purposes of measuring the net pension liability, deferred outflows/inflows of resources and pension expense, information about the fiduciary net position of the Florida Retirement System (FRS) defined benefit plan and the Health Insurance Subsidy (HIS) and additions to/deductions from FRS's and HIS's fiduciary net position have been determined on the same basis as they are reported by the FRS and HIS plans. For this purpose, plan contributions are recognized as of employer payroll paid dates.

21. Other post-employment benefits (OPEB)

The Authority obtains actuarial valuation reports for its post-employment benefit plan (other than pensions) and records the total OPEB liability as required under GASB Statement No. 75. *Accounting and Financial Reporting for Postemployment Benefits Other Than Pensions*.

22. Net position

In the financial statements, net position is classified in the following categories:

Net Investment in Capital Assets – This category groups all capital assets into one component of net position. Accumulated depreciation and the outstanding balances of debt, deferred balances from debt refunding and prepaid lease revenues (unearned revenues) that are attributable to the acquisition, construction or improvement of these assets will reduce this category.

Jacksonville Port Authority

Notes to Financial Statements

Note A – Summary of Significant Accounting Policies (Continued)

Restricted Net Position – This category represents the net position of the Authority which is restricted by constraints placed on the use by external groups such as creditors, grantors, contributors or laws and regulations.

Unrestricted Net Position – This category represents the net position of the Authority, which is not restricted for any project or other purpose.

23. Shared revenue from primary government

Shared revenue from primary government represents the Authority's share of the Communications Service Tax received by the City, millage payments from the Jacksonville Electric Authority (JEA) pursuant to City Ordinance Code and the Interlocal Agreement, as well as a fixed contribution from the City. These revenues had been pledged to pay debt service on bond obligations issued by the city and designated for port expansion projects. All previous debt obligations issued by the City, on behalf of the Authority, were paid off at year-end 2020. Shared revenue from primary government was \$9,769,000 and \$9,847,000 in 2022 and 2021, respectively.

24. Intragovernmental grant revenue

Intragovernmental grant revenues are accounted for as non-operating revenues in the period they are received or recognized, as defined by the grant agreement. Most common are reimbursements for specific federal security grants for security or public safety operational expenditures. Also included are Federal Emergency Management Agency (FEMA) funds received for disaster relief, examples would include federal assistance for costs incurred for hurricane preparation and recovery. In fiscal year 2022, the Authority received Coronavirus State Fiscal Recovery Funds under the American Rescue Plan Act (ARPA) in the amount of \$17,716,224 accounted for as operating grants.

25. Contributions from tenants for construction

Tenant Contributions are accounted for as contributions within non-operating income (in a non-exchange transaction). Whereby the tenant contributes funding for a construction project they would have otherwise undertaken, but the project is administered by the Authority when federal or state grants are involved.

26. Use of estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America (U.S. GAAP) requires management to make estimates and assumptions that affect the reported amounts of assets, deferred outflows, liabilities and deferred inflows and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

Note B – Deposits and Investments

Cash and Deposits

At September 30, 2022 and 2021, the carrying amount of the Authority's cash deposit accounts was \$20,551,000 and \$20,063,000, respectively. The Authority's cash deposits are held by banks that qualify as a public depository under the Florida Security for Community Deposits Act as required by Chapter 280, Florida Statutes. The Authority's cash deposits are fully insured by the Public Deposits Trust Fund.

Jacksonville Port Authority**Notes to Financial Statements****Note B – Deposits and Investments (Continued)**

Cash equivalents consist of deposits with the State Board of Administration (SBA) for participation in the Local Government Surplus Funds Trust Fund investment pool created by Section 218.405, Florida Statutes. This investment pool operates under investment guidelines established by Section 215.47, Florida Statutes.

Investments

The Authority formally adopted a comprehensive investment policy pursuant to Section 218.415, Florida Statutes that established permitted investments, asset allocation limits and issuer limits, credit ratings requirements and maturity limits to protect the Authority's cash and investment assets.

The Authority's investment policy allows for the following investments: The State Board of Administration's Local Government Surplus Funds Trust Fund, United States Government Securities, United States Government Agencies, Federal Instrumentalities, Interest Bearing Time Deposit or Saving Accounts, Repurchase Agreements, Commercial Paper, Corporate Bonds, Bankers' Acceptances, State and/or Local Government Taxable and/or Tax-Exempt Debt, Registered Investment Companies (Money Market Mutual Funds) and Intergovernmental Investment Pools.

In instances where unspent bond proceeds, scheduled bond payments held by a third-party trustee, or other bond reserves as prescribed by bond covenants are held, the Authority will look first to the Authority's Bond Resolution for guidance on qualified investments and then to the Authority's investment policy.

Interest Rate Risk

Interest rate risk is the risk of changes in market interest rates adversely affecting the fair value of an investment. Generally, the longer the maturity of an investment the greater the sensitivity of its fair value to changes in market interest rates. The Authority's investment policy limits interest rate risk by attempting to match investment maturities with known cash needs and anticipated cash flow requirements. The policy of the Authority is to maintain an amount equal to three months, or one quarter, of the budgeted operating expenses of the current fiscal year in securities with maturities of less than 90 days. The weighted average duration of the portfolio will not exceed 3 years at the time of each reporting period. As of September 30, the Authority had the following investments and effective duration presented in terms of years:

<u>2022</u> (in thousands of dollars)	Fair Value	Investment Maturities (in Years)	
		Less Than 1	1-5
Investment Type			
Investments Subject to Interest Rate Risk			
Money market funds	\$ 20,570	\$ 20,570	\$ -
Total investments	\$ 20,570	\$ 20,570	\$ -

<u>2021</u> (in thousands of dollars)	Fair Value	Investment Maturities (in Years)	
		Less Than 1	1-5
Investment Type			
Investments Subject to Interest Rate Risk			
Money market funds	\$ 21,352	\$ 21,352	\$ -
Total investments	\$ 21,352	\$ 21,352	\$ -

Jacksonville Port Authority

Notes to Financial Statements

Note B – Deposits and Investments (Continued)

Total investments amounts shown above are classified as restricted cash and cash equivalents, reflecting money market funds held for debt service obligations (and related proceeds), on the statements of net position.

Credit Risk

Credit risk is the risk that a security or a portfolio will lose some or all of its value due to a real or perceived change in the ability of the issuer to repay its debt. This risk is generally measured by the assignment of a rating by a nationally recognized statistical rating organization. The Authority's investment policy permits the following investments, which are limited to credit quality ratings from nationally recognized rating agencies as described below:

Commercial paper of any United States company or foreign company domiciled in the United States that is rated, at the time of purchase, 'Prime-1' by Moody's and 'A-1' by Standard & Poor's (prime commercial paper), or equivalent as provided by two nationally recognized rating agencies. If the commercial paper is backed by a letter of credit (LOC), the long-term debt of the LOC provider must be rated 'A' or better by at least two nationally recognized rating agencies.

Corporate bonds issued by corporations organized and operating within the United States or by depository institutions licensed by the United States that have a long-term debt rating, at the time of purchase, at a minimum 'A' by Moody's and a minimum long-term debt rating of 'A' by Standard & Poor's, or equivalent as provided by two nationally recognized rating agencies.

Bankers' acceptances issued by a domestic bank or a federally chartered domestic office of a foreign bank, which are eligible for purchase by the Federal Reserve System, at the time of purchase, the short-term paper is rated, at a minimum, 'P-1' by Moody's Investors Service and 'A-1' Standard & Poor's, or equivalent as provided by two nationally recognized rating agencies.

State and/or local government taxable and/or tax-exempt debt, general obligation and/or revenue bonds, rated at least 'Aa' by Moody's and 'AA' by Standard & Poor's for long-term debt, or rated at least 'VMIG-2'

by Moody's and 'A-2' by Standard & Poor's for short-term debt (one year or less), or equivalent as provided by two nationally recognized rating agencies.

Federal instrumentalities or U.S. Government sponsored agencies which are non-full faith and credit agencies limited to the following:

- Federal Farm Credit Bank (FFCB)
- Federal Home Loan Bank or its Authority banks (FHLB)
- Federal National Mortgage Association (FNMA)
- Federal Home Loan Mortgage Corporation (Freddie Macs)

Money market funds shall be rated 'AAAm' or better by Standard & Poor's or the equivalent by another rating agency.

Jacksonville Port Authority**Notes to Financial Statements**

Note B – Deposits and Investments (Continued)

As of September 30, the Authority had the following credit exposure as a percentage of total investments:

2022

<u>Security type:</u>	<u>Credit Rating</u>	<u>% of Portfolio</u>
Money market funds	AAA _m	100.00%
Total		100.00%

2021

<u>Security type:</u>	<u>Credit Rating</u>	<u>% of Portfolio</u>
Money market funds	AAA _m	100.00%
Total		100.00%

Custodial Credit Risk

This is the risk that in the event of the failure of the counterparty, the Authority will not be able to recover the value of its investments or collateral securities that are in the possession of an outside party. The Authority's investment policy, pursuant to Section 218.415(18), Florida Statutes, requires securities, with the exception of certificates of deposits, shall be held with a third-party custodian and all securities purchased by and all collateral obtained by the Authority should be properly designated as an asset of the Authority. The securities must be held in an account separate and apart from the assets of the financial institution. A third-party custodian is defined as any bank depository chartered by the Federal Government, the State of Florida, or any other state or territory of the United States which has a branch or principal place of business in the State of Florida, or by a national association organized and existing under the laws of the United States which is authorized to accept and execute trusts and which is doing business in the State of Florida.

Concentration of Credit Risk

The Authority's investment policy has established asset allocation and issuer limits on the following investments, which are designed to reduce concentration of credit risk of the Authority's investment portfolio.

A maximum of 100% may be invested in non-negotiable interest-bearing time certificates of deposit, time deposit accounts, demand deposit accounts, or savings accounts in banks organized under State of Florida law. To include national banks organized under the laws of the United States and doing business in the State of Florida, provided that any such deposits are secured by the Florida Security for Public Deposits

Act, Chapter 280, Florida Statutes, or such deposits are with a national bank whose short-term ratings are at least A-1 by Standard Poor's, or P-1 by Moody's Rating agency.

A maximum of 100% of available funds may be invested in the Local Government Surplus Funds Trust Fund, in Savings Accounts and in the United States Government Securities: 50% of available funds may be invested in United States Government Agencies with a 25% limit on individual issuers; 100% of available funds may be invested in Federal Instrumentalities with a 40% limit on individual Issuers; 25% of available funds may be invested in Interest Bearing Time Deposit with a 15% limit on individual issuers; 50% of available funds may be invested in Repurchase Agreements with a 25% limit on individual issuers; 20% of available funds may be directly invested in Commercial Paper with a 10% limit on individual issuers; 15% of available funds may be directly invested in Corporate Bonds with a 5% limit on individual issuers; 20% of available funds may be directly invested in Bankers Acceptances with a 10% limit on individual issuers; 20% of available funds may be invested in State and/or Local Government Taxable and/or Tax-Exempt Debt with a 25% limit of individual funds and 25% of available funds may be invested in intergovernmental investment pools.

Jacksonville Port Authority**Notes to Financial Statements****Note B – Deposits and Investments (Continued)****Fair Value Measurements**

The Authority categorizes its fair value measurements within the fair value hierarchy established by U.S. GAAP. The hierarchy is based upon the valuation inputs used to measure the fair value of the asset. Level 1 inputs are quoted prices in active markets for identical assets; Level 2 inputs are significant other observable inputs; Level 3 inputs are unobservable inputs. The Authority had no fair value measurements at September 30, 2022 or 2021.

Note C – Capital Assets

Capital asset activity for the fiscal year ended September 30, 2022, was as follows:

<u>2022</u> <i>(in thousands of dollars)</i>	<u>Beginning Balance</u>	<u>Increases</u>	<u>Decreases</u>	<u>Ending Balance</u>
Capital assets not being depreciated				
Land and improvements	\$ 145,447	\$ -	\$ -	\$ 145,447
Harbor deepening and related costs	279,996	-	-	279,996
Construction in progress	61,438	37,393	(56,736)	42,095
Total capital assets not being depreciated	<u>486,881</u>	<u>37,393</u>	<u>(56,736)</u>	<u>467,538</u>
Depreciable capital assets				
Buildings	96,484	41	-	96,525
Improvements	595,433	55,766	(65)	651,134
Equipment	146,837	1,374	(7,611)	140,600
Total depreciable capital assets at historical cost	<u>838,754</u>	<u>57,181</u>	<u>(7,676)</u>	<u>888,259</u>
Less accumulated depreciation for:				
Buildings	65,358	3,159	-	68,517
Improvements	328,934	22,275	(57)	351,152
Equipment	81,517	5,555	(7,273)	79,799
Total accumulated depreciation	<u>475,809</u>	<u>30,989</u>	<u>(7,330)</u>	<u>499,468</u>
Depreciable capital assets, net	<u>362,945</u>	<u>26,192</u>	<u>(346)</u>	<u>388,791</u>
Capital assets, net	<u>\$ 849,826</u>	<u>\$ 63,585</u>	<u>\$ (57,082)</u>	<u>\$ 856,329</u>

Jacksonville Port Authority**Notes to Financial Statements****Note C – Capital Assets (Continued)**

Capital asset activity for the fiscal year ended September 30, 2021, was as follows:

2021 <i>(in thousands of dollars)</i>	Beginning Balance	Increases	Decreases	Ending Balance
Capital assets not being depreciated				
Land and improvements	\$ 144,763	\$ 684	\$ -	\$ 145,447
Harbor Deepening and related costs	278,487	1,509	-	279,996
Construction in progress	37,450	28,510	(4,522)	61,438
Total capital assets not being depreciated	460,700	30,703	(4,522)	486,881
Depreciable capital assets				
Buildings	96,484	-	-	96,484
Improvements	592,754	2,679	-	595,433
Equipment	147,883	2,121	(3,167)	146,837
Total depreciable capital assets at historical cost	837,121	4,800	(3,167)	838,754
Less accumulated depreciation for:				
Buildings	62,200	3,158	-	65,358
Improvements	307,483	21,451	-	328,934
Equipment	79,093	5,422	(2,998)	81,517
Total accumulated depreciation	448,776	30,031	(2,998)	475,809
Depreciable capital assets, net	388,345	(25,231)	(169)	362,945
Capital assets, net	<u>\$ 849,045</u>	<u>\$ 5,472</u>	<u>\$ (4,691)</u>	<u>\$ 849,826</u>

Land Improvements – Harbor Deepening and Dredge Spoil Sites

The Authority has entered into cooperative agreements with the United States Army Corps of Engineers (USACE) to share in costs to deepen the channel of open access waterways to agreed-upon depths. To date, the Authority's share (as Non-Federal Sponsor) of these costs amounts to approximately \$280 million. These costs, referred to as harbor deepening costs, are classified as non-depreciable land improvements on the Authority's financial statements. Pursuant to the agreement, the USACE provides for the continued maintenance of the channel at the deepened depth in perpetuity. Similarly, dredge spoil sites are also managed in conjunction with the USACE and costs associated with the improvement and expansions of these sites are accounted for as improvements made to land, which is included in other capital assets and amortized over a 20-year life. To date, the Authority's share of these costs total, net of depreciation is approximately \$30 million. Costs incurred and paid by the USACE (Federal Sponsor / Government) for both harbor deepening and dredge spoil sites, are not capitalized or recorded on the books of the Authority.

Jacksonville Port Authority**Notes to Financial Statements**

Note D – Leasing Operations

In accordance with GASB 87 paragraph 43, lessors who are regulated by external laws, regulators, or legal rulings, should only recognize current inflows of resources and provide the required disclosures outlined in paragraph 60.

Required Disclosures

The Authority leases property to terminal operators for the purpose of cargo movement generated from foreign commerce. Capital assets held for lease have a cost of approximately \$892,184,000 and accumulated depreciation of \$410,838,000 as of September 30, 2022. All assets including cranes and other equipment include language in contracts such as – a minimum complement of cranes (not specified), tenant acreage is exclusive to the extent that the port properties are segregated for operational and security purposes.

Inflows of resources for leases for the fiscal year ending September 30, 2022, were \$52,689,736 of which \$28,010,148 were contractual annual guarantees and required rents. Inflows of resources in this reporting period that are related to variable payments not included in expected future minimum payments were \$24,679,588. The Authority has no lease agreements with terms and conditions which allow the lessee to solely terminate the lease or abate payments. The Authority looks to its pledged revenues to support its debt obligations, but no lease agreement calls for lease payments as security for debt obligations. Minimum future rental receipts and contractual minimum annual guarantees for each of the next five years and thereafter, excluding contingent or volume variable amounts on non-cancelable operating facility leases at September 30, 2022, are as follows:

<i>(in thousands of dollars)</i>	<u>Total</u>
2023	\$ 27,785
2024	28,637
2025	29,529
2026	28,997
2027	27,139
2028-2032	126,399
2033-2037	119,662
2038-2042	115,206
2043-2047	104,999
2048-2052	100,187
2053-2057	44,245
	<u>\$ 752,785</u>

Note E – Lease with Mitsui O.S.K. Lines, Ltd. (MOL)

In 2005, the Authority entered into a lease agreement with Mitsui O.S.K. Lines (MOL), LTD., Japanese Corporation, whereby the Authority agreed to construct a 158-acre container terminal for exclusive use by MOL. The 30-year lease term began at the date of project completion, which occurred January 2009. MOL was responsible for all operational costs of the facility over the lease term. MOL subsequently assigned the lease to TraPac, Inc (Trapac), a wholly-owned subsidiary of MOL.

Jacksonville Port Authority**Notes to Financial Statements**

Note E – Lease with Mitsui O.S.K. Lines, Ltd. (MOL) (Continued)Project Financing

The lease agreement stipulates that MOL would provide project financing arrangements for the first \$195 million, the financing includes:

\$100 million in Special Purpose Bonds, Series 2007 (SPB), issued in April 2007 as conduit debt designated for the MOL project. MOL was solely responsible for repayment supported by an irrevocable direct-pay Letter of Credit from Sumitomo Mitsui Banking Corporation.

Additionally, the Authority issued \$95 million of its own debt, whereby MOL TraPac agreed to provide scheduled monthly rent payments to the Authority to meet these debt service requirements. Remaining scheduled rent payments and related debt service obligations were fully extinguished in 2022.

Surrender and Termination of Lease Agreement

On February 28, 2022, the Authority and TraPac executed a surrender and termination of lease agreement in connection with the sale of 100% of the issued and outstanding equity in TraPac to Ceres Terminal Holdings LLC. Per the terms of the agreement, the lease was hereby amended to provide that, upon and subject to the satisfaction of the closing, the expiration date of the lease shall be February 28, 2022, and the Term shall expire as if such date were the Expiration Date set forth in the Lease for the termination thereof.

All debt obligations pertaining to project financing have been satisfied in full by MOL/TraPac, including final rent payments remitted in 2022 to meet the Authority's remaining associated debt service obligations. Additionally, the redemption of the Special Purpose Bonds, Series 2007 by MOL occurred on February 28, 2022. An associated SWAP agreement (between SMBC Capital Markets, Inc. and TraPac) was also terminated at a cost of approximately \$8.1 million. The SWAP (interest rate hedging transaction) was in place with the original issuance of the SPB. The lease agreement called for the Authority and MOL to each share 50% of the SWAP termination fee. The Authority's SWAP termination shared cost was approximately \$4.1 million, and is recorded net (an offset) with the gain on the contract termination transaction (net \$109 million).

Revenue Recognition

Lease revenue is recognized on a straight-line basis over the 30-year lease term, in accordance with lease accounting guidance. Revenue recognition for years ending September 30, 2022 and 2021, were \$2,801,446 and \$6,286,923, respectively. With the surrender and termination of the lease in mid-year 2022, the Authority recognized a gain on termination of contract of approximately \$109 million. As a result of this transaction, the Authority no longer reports any associated unearned revenue balances at September 30, 2022. Amounts reported at September 30, 2021, were approximately \$112 million.

Note F – Lease with SSA Atlantic, LLC (SSA)

In fiscal year 2019, the Authority executed a 25-year lease agreement with (SSA). The lease includes approximately 77 acres initially, with plans for future development totaling 100+ acres. As part of the agreement, SSA advanced \$18 million of rent payments, which are being recognized on a straight-line basis over the lease term, in accordance with lease accounting guidance. Unearned revenue at September 30, 2022 and 2021, was \$15,292,000 and \$15,993,000 respectively.

Jacksonville Port Authority

Notes to Financial Statements

Note G – Pension Plan

Retirement Benefits

The Authority provides retirement benefits to its employees through the Florida Retirement System (FRS), the Florida Retirement System Health Insurance Subsidy (HIS) and an FRS Deferred Retirement Option Program (DROP). Additionally, the Authority provides an implicit rate subsidy for retiree insurance (an age adjusted premium benefit), which is addressed in Note I – Other Post-Employment Benefits.

GASB No. 68

As a participating employer, the Authority follows accounting guidance under GASB Statement No. 68, *Accounting and Financial Reporting for Pensions*, which requires employers participating in cost-sharing multiple employer defined benefit pension plans to report the employers' proportionate share of the net pension liabilities and related pension amounts of the defined benefit pension plans. The GASB 68 component of pension expense captures and records the Authority's proportionate share of net pension liability of both the FRS Pension Plan and Health Insurance Program, along with the Authority's related allocation of deferred outflows and deferred inflows and pension expense impacts. The GASB 68 pension expense accrual has no current year impact on pension funding. The employer share of FRS and HIS pension funding contributions are recorded as expense when contributed. The two elements (accrual and contributions) are combined to show total pension expense of the Authority.

General Information about the FRS

The FRS was created in Chapter 121, Florida Statutes, to provide a defined benefit pension plan for participating public employees. The FRS was amended in 1998 to add the Deferred Retirement Option Program under the defined benefit plan and amended in 2000 to provide a defined contribution plan alternative to the defined benefit plan for FRS members effective July 1, 2002. This integrated defined contribution pension plan is the FRS Investment Plan. Chapter 112, Florida Statutes, established the Retiree Health Insurance Subsidy (HIS) Program, a cost-sharing multiple employer defined benefit pension plan, to assist retired members of any State-administered retirement system in paying the costs of health insurance.

Essentially all regular employees of the Authority are eligible to enroll as members of the State-administered FRS. Provisions relating to the FRS are established by Chapters 121 and 122, Florida Statutes; Chapter 112, Part IV, Florida Statutes; Chapter 238, Florida Statutes; and FRS Rules, Chapter 60S, Florida Administrative Code; wherein eligibility, contributions and benefits are defined and described in detail. Such provisions may be amended at any time by further action from the Florida Legislature. The FRS is a single retirement system administered by the Florida Department of Management Services, Division of Retirement and consists of the two cost-sharing, multiple employer defined benefit plans and other nonintegrated programs. A comprehensive annual financial report of the FRS, which includes its financial statements, required supplementary information, actuarial report and other relevant information, is available from the Florida Department of Management Services Web site (www.dms.myflorida.com).

The Authority's pension expense for FRS and HIS totaled \$2,117,971 and \$264,479 for the fiscal years ended September 30, 2022 and 2021, respectively. Included in pension expense is the amortization of deferred inflows and outflows as well as the changes in the net pension liability.

Jacksonville Port Authority**Notes to Financial Statements**

Note G – Pension Plan (Continued)Florida Retirement System (FRS) Pension Plan

Plan Description: The FRS Pension Plan (the Plan) is a cost-sharing multiple-employer defined benefit pension plan, with a Deferred Retirement Option Program (DROP) for eligible employees. The general classes of membership are as follows:

- *Regular Class* – Members of the FRS who do not qualify for membership in the other classes.
- *Senior Management Service Class (SMSC)* – Members in senior management level positions.

Employees enrolled in the Plan prior to July 1, 2011, vest at 6 years of creditable service and employees enrolled in the Plan on or after July 1, 2011, vest at 8 years of creditable service. All vested members, enrolled prior to July 1, 2011, are eligible for normal retirement benefits at age 62 or at any age after 30 years of service. All members enrolled in the Plan on or after July 1, 2011, once vested, are eligible for normal retirement benefits at age 65 or any time after 33 years of creditable service. Members of the Plan may include up to 4 years of credit for military service toward creditable service.

The Plan also includes an early retirement provision; however, there is a benefit reduction for each year a member retires before his or her normal retirement date. The Plan provides retirement, disability, death benefits and annual cost-of-living adjustments to eligible participants.

DROP, subject to provisions of Section 121.091, Florida Statutes, permits employees eligible for normal retirement under the Plan to defer receipt of monthly benefit payments while continuing employment with an FRS employer. An employee may participate in DROP for a period not to exceed 60 months after electing to participate, except that certain instructional personnel may participate for up to 96 months. During the period of DROP participation, deferred monthly benefits are held in the FRS Trust Fund and accrue interest. The net pension liability does not include amounts for DROP participants, as these members are considered retired and are not accruing additional pension benefits.

Benefits Provided: Benefits under the Plan are computed on the basis of age and/or years of service, average final compensation and service credit. Credit for each year of service is expressed as a percentage of the average final compensation. For members initially enrolled before July 1, 2011, the average final compensation is the average of the five highest fiscal years' earnings; for members initially enrolled on or after July 1, 2011, the average final compensation is the average of the eight highest fiscal years' earnings. The total percentage value of the benefit received is determined by calculating the total value of all service, which is based on the retirement class to which the member belonged when the service credit was earned. Members are eligible for in-line-of-duty or regular disability and survivors' benefits. The following chart shows the percentage value for each year of service credit earned:

	<u>% Value</u>
<i>Regular Class members initially enrolled before July 1, 2011</i>	
Retirement up to age 62 or up to 30 years of service	1.60
Retirement at age 63 or with 31 years of service	1.63
Retirement at age 64 or with 32 years of service	1.65
Retirement at age 65 or with 33 or more years of service	1.68
<i>Regular Class members initially enrolled on or after July 1, 2011</i>	
Retirement up to age 65 or up to 33 years of service	1.60
Retirement at age 66 or with 34 years of service	1.63
Retirement at age 67 or with 35 years of service	1.65
Retirement at age 68 or with 36 or more years of service	1.68
<i>Senior Management Service Class</i>	2.00

Jacksonville Port Authority**Notes to Financial Statements**

Note G – Pension Plan (Continued)

As provided in Section 121.101, Florida Statutes, if the member is initially enrolled in the FRS before July 1, 2011, and all service credit was accrued before July 1, 2011, the annual cost-of-living adjustment is 3% per year. If the member is initially enrolled before July 1, 2011, and has service credit on or after July 1, 2011, there is an individually calculated cost-of-living adjustment. The annual cost-of-living adjustment is a proportion of 3% determined by dividing the sum of the pre-July 2011 service credit by the total service credit at retirement multiplied by 3%. Plan members initially enrolled on or after July 1, 2011, will not have a cost-of-living adjustment after retirement.

Contributions: The Florida Legislature establishes contribution rates for participating employers and employees. Contribution rates for fiscal years 2022 and 2021, were as follows:

Notes: Employer rates include 1.66% for the postemployment health insurance subsidy program.

Class	Percent of Gross Salary		
	Employee	2022	2021
		Employer	Employer
FRS, Regular	3.00	11.91	10.82
FRS, Senior Management Service	3.00	31.57	29.01
DROP – Applicable to Members from all above classes	0.00	18.60	18.34

The Authority's contributions, for FRS and HIS totaled \$1,955,376 and employee contributions totaled \$375,917 for the fiscal year ended September 30, 2022. The Authority's contributions, for FRS and HIS totaled \$1,640,690 and employee contributions totaled \$340,433 for the fiscal year ended September 30, 2021.

Pension Liabilities, Pension Expense, and Deferred Outflows of Resources and Deferred Inflows of Resources Related to Pensions: At September 30, 2022, the Authority reported a liability of \$12,764,006 for its proportionate share of the FRS Plan's net pension liability, compared to \$2,480,995 at September 30, 2021. The net pension liability was measured as of June 30, 2022, and the total pension liability used to calculate the net pension liability was determined by an actuarial valuation as of July 1, 2022. The Authority's proportionate share of the net pension liability was based on the Authority's 2021-22 fiscal year contributions relative to the 2021-22 fiscal year contributions of all participating members. At June 30, 2022, the Authority's proportionate share was .0343%, which was an increase of 0.0015% from its proportionate share measured as of June 30, 2021, of 0.0328%.

Jacksonville Port Authority**Notes to Financial Statements****Note G – Pension Plan (Continued)**

For the fiscal year ended September 30, 2022, the Authority recognized the Plan pension expense of \$1,951,619. Fiscal year 2021 showed pension expense of \$10,616, which, in addition, the Authority reported deferred outflows of resources and deferred inflows of resources related to pensions from the following sources, for 2022 and 2021, as shown:

<u>2022</u>	Deferred Outflow of Resources	Deferred Inflow of Resources
<u>Description</u>		
Differences between expected and actual experience	\$ 606,217	\$ -
Change of assumptions	1,571,941	-
Net difference between projected and actual earnings on FRS pension plan investments	842,806	-
Changes in proportion and differences between Authority FRS contributions and proportional share of contributions	573,444	489,378
Authority FRS contributions subsequent to the measurement date	406,143	-
Total	<u>\$ 4,000,551</u>	<u>\$ 489,378</u>
<u>2021</u>	Deferred Outflow of Resources	Deferred Inflow of Resources
<u>Description</u>		
Differences between expected and actual experience	\$ 425,247	\$ -
Change of assumptions	1,697,620	-
Net difference between projected and actual earnings on FRS pension plan investments	-	8,665,570
Changes in proportion and differences between Authority FRS contributions and proportional share of contributions	358,517	690,432
Authority FRS contributions subsequent to the measurement date	315,926	-
Total	<u>\$ 2,797,310</u>	<u>\$ 9,356,002</u>

Jacksonville Port Authority**Notes to Financial Statements****Note G – Pension Plan (Continued)**

The deferred outflows of resources related to pensions, totaling \$406,143, resulted from the Authority's contributions to the Plan subsequent to the measurement date and will be recognized as a reduction of the net pension liability in 2022. Other amounts reported as deferred outflows of resources and deferred inflows of resources related to pensions will be recognized in pension expense as follows:

2022	Amount
2023	\$ 482.7
2024	391.7
2025	373.7
2026	343.4
2027	658.0
Thereafter	855.6

Actuarial Assumptions: The total pension liabilities in the July 1, 2022 and 2021, actuarial valuations were determined using the following actuarial assumptions, applied to all periods included in the measurement:

	2022	2021
Inflation	2.40%	2.40%
Salary Increase	3.25%	3.25%
Investment Rate of Return	6.70%	6.80%

PUB2010 base table varies by member category and sex, projected generationally with Scale MP-2018 details in valuation reports.

The long-term expected rate of return on pension plan investments was not based on historical returns, but instead is based on a forward-looking capital market economic model. The allocation policy's description of each asset class was used to map the target allocation to the asset classes shown below. Each asset class assumption is based on a consistent set of underlying assumptions and includes an adjustment for the inflation assumption. The target allocation and best estimates of arithmetic and geometric real rates of return for each major asset class are summarized in the following tables:

July 1, 2022 actuarial assumptions:

Asset Class	Target Allocation	Annual Arithmetic Return	Compound Annual (Geometric) Return	Standard Deviation
Cash	1.0%	2.6%	2.6%	1.1%
Fixed Income	19.8%	4.4%	4.4%	3.2%
Global Equity	54.0%	8.8%	7.3%	17.8%
Real Estate	10.3%	7.4%	6.3%	15.7%
Private Equity	11.1%	12.0%	8.9%	26.3%
Strategic Investments	3.8%	6.2%	5.9%	7.8%
Total	<u>100.0%</u>			
Assumed inflation – Mean			2.4%	1.3%

Jacksonville Port Authority**Notes to Financial Statements****Note G – Pension Plan (Continued)**

July 1, 2021 actuarial assumptions:

Asset Class	Target Allocation	Annual Arithmetic Return	Compound Annual (Geometric) Return	Standard Deviation
Cash	1.0%	2.1%	2.1%	1.1%
Fixed Income	20.0%	3.8%	3.7%	3.3%
Global Equity	54.2%	8.2%	6.7%	17.8%
Real Estate	10.3%	7.1%	6.2%	13.8%
Private Equity	10.8%	11.7%	8.5%	26.4%
Strategic Investments	3.7%	5.7%	5.4%	8.4%
Total	<u>100%</u>			
Assumed inflation – Mean			2.4%	1.2%

Discount Rate: The discount rate used to measure the total pension liability was 6.7%. The Plan's fiduciary net position was projected to be available to make all projected future benefit payments of current active and inactive employees. Therefore, the discount rate for calculating the total pension liability is equal to the long-term expected rate of return.

Sensitivity of the Authority's Proportionate Share of the Net Position Liability to Changes in the Discount Rate: The following presents the Authority's proportionate share of the net pension liability calculated using the discount rate of 6.7%, as well as what the Authority's proportionate share of the net pension liability would be if it were calculated using a discount rate that is 1 percentage-point lower (5.7%) or 1 percentage-point higher (7.7%) than the current rate:

	1% Decrease	Current Discount Rate	1% Increase
Authority's proportionate share of the net pension liability			
As of July 1, 2022	\$ 22,074,470	\$ 12,764,006	\$ 4,979,350
As of July 1, 2021	\$ 11,095,178	\$ 2,480,995	\$ (4,719,495)

Pension Plan Fiduciary Net Position: Detailed information about the Plan's fiduciary net position is available in the separately issued FRS Pension Plan and Other State-Administered Systems, Annual Comprehensive Financial Report.

The Retiree Health Insurance Subsidy Program (HIS)

Plan Description: The HIS Pension Plan (HIS Plan) is a cost-sharing multiple employer defined benefit pension plan established under Section 112.363, Florida Statutes and may be amended by the Florida Legislature at any time. The benefit is a monthly payment to assist retirees of State-administered retirement systems in paying their health insurance costs and is administered by the Florida Department of Management Services, Division of Retirement.

Jacksonville Port Authority

Notes to Financial Statements

Note G – Pension Plan (Continued)

Benefits Provided: For the fiscal year ended June 30, 2022, eligible retirees and beneficiaries received a monthly HIS payment of \$5 for each year of creditable service completed at the time of retirement, with a minimum HIS payment of \$30 and a maximum HIS payment of \$150 per month, pursuant to Section 112.363, Florida Statutes. To be eligible to receive HIS Plan benefits, a retiree under a State-administered retirement system must provide proof of health insurance coverage, which may include Medicare.

Contributions: The HIS Plan is funded by required contributions from FRS participating employers as set by the Florida Legislature. Employer contributions are a percentage of gross compensation for all active FRS members. For the fiscal year ended June 30, 2022, the contribution rate was 1.66% of payroll pursuant to section 112.363, Florida Statutes. HIS Plan contributions are deposited in a separate trust fund from which payments are authorized. HIS Plan benefits are not guaranteed and are subject to annual legislative appropriation. In the event the legislative appropriation or available funds fail to provide full subsidy benefits to all participants, benefits may be reduced or canceled.

The Authority's contributions to the HIS Plan totaled \$223,739 for the fiscal year ended June 30, 2022, and \$203,674 for the fiscal year ended June 30, 2021.

Pension Liabilities, Pension Expense, and Deferred Outflows of Resources and Deferred Inflows of Resources Related to Pensions: At June 30, 2022, the Authority reported a net pension liability of

\$3,780,704 for its proportionate share of the HIS Plan's net pension liability, compared to \$4,209,146 at September 30, 2021. The net pension liability was measured as of June 30, 2022, and the total pension

liability used to calculate the net pension liability was determined by an actuarial valuation as of July 1, 2022. The Authority's proportionate share of the net pension liability was based on the Authority's 2021-22 fiscal year contributions relative to the total 2020-21 fiscal year contributions of all participating members. At June 30, 2022, the Authority's proportionate share was 0.0356%, a 0.0013% increase in its proportionate share measured as of June 30, 2021, of 0.0343%.

Jacksonville Port Authority**Notes to Financial Statements****Note G – Pension Plan (Continued)**

For the fiscal year ended June 30, 2022, the Authority recognized the HIS Plan pension expense of \$166,352 and \$253,863 for fiscal year 2021. In addition, the Authority reported deferred outflows of resources and deferred inflows of resources related to pensions from the following sources:

<u>Description</u>	<u>2022</u>	Deferred Outflow of Resources	Deferred Inflow of Resources
Differences between expected and actual experience		\$ 114,753	\$ 16,635
Change of assumptions		216,712	584,872
Net difference between projected and actual earnings on HIS pension plan investments		5,474	-
Changes in proportion and differences between Authority HIS contributions and proportional share of contributions		159,433	266,979
Authority HIS contributions subsequent to the measurement date		60,503	-
Total		<u>\$ 556,875</u>	<u>\$ 868,486</u>
<u>Description</u>	<u>2021</u>	Deferred Outflow of Resources	Deferred Inflow of Resources
Differences between expected and actual experience		\$ 140,849	\$ 1,763
Change of assumptions		330,745	173,428
Net difference between projected and actual earnings on HIS pension plan investments		4,388	-
Changes in proportion and differences between Authority HIS contributions and proportional share of contributions		59,860	348,191
Authority HIS contributions subsequent to the measurement date		46,984	-
Total		<u>\$ 582,826</u>	<u>\$ 523,382</u>

The deferred outflows of resources related to pensions, totaling \$60,503, resulted from the Authority's contributions to the Plan subsequent to the measurement date and will be recognized as a reduction of the net pension liability in 2022. Other amounts reported as deferred outflows of resources and deferred inflows of resources related to pensions will be recognized in pension expense as follows:

<u>2022</u>	<u>Amount</u>
2023	\$ (83.8)
2024	(80.3)
2025	(40.7)
2026	(40.3)
2027	(41.4)
Thereafter	(85.6)

Jacksonville Port Authority**Notes to Financial Statements**

Note G – Pension Plan (Continued)

Actuarial Assumptions: The total pension liabilities in the July 1, 2022 and 2021 actuarial valuations were determined using the following actuarial assumptions, applied to all periods included in the measurement:

	2022	2021
Inflation	2.40%	2.40%
Salary Increase	3.25%	3.25%
Investment Rate of Return	3.54%	2.16%

Mortality rates were based on the Generational RP-2010 with Projection Scale MP 2018.

Discount Rate: The discount rate used to measure the total pension liability was 3.54%. In general, the discount rate for calculating the total pension liability is equal to the single rate equivalent to discounting at the long-term expected rate of return for benefit payments prior to the projected depletion date. Because the HIS benefit is essentially funded on a pay-as-you-go basis, the depletion date is considered to be immediate and the single equivalent discount rate is equal to the municipal bond rate selected by the HIS Plan sponsor.

Sensitivity of the Authority's Proportionate Share of the Net Pension Liability to Changes in the Discount Rate: The following presents the Authority's proportionate share of the net pension liability calculated using the discount rate of 3.54%, as well as what the Authority's proportionate share of the net pension liability would be if it were calculated using a discount rate that is 1 percentage-point lower (2.54%) or 1 percentage-point higher (4.54%) than the current rate:

	1% Decrease	Current Discount Rate	1% Increase
Authority's proportionate share of the net pension liability			
As of July 1, 2021	\$ 4,325,435	\$ 3,780,704	\$ 3,329,949
As of July 1, 2020	\$ 4,866,180	\$ 4,209,146	\$ 3,670,853

Jacksonville Port Authority**Notes to Financial Statements**

Note G – Pension Plan (Continued)

Pension Plan Fiduciary Net Position: Detailed information about the HIS Plan's fiduciary net position is available in the separately issued FRS Pension Plan and Other State Administered Systems Annual Comprehensive Financial Report.

FRS – Defined Contribution Pension Plan

The SBA administers the defined contribution plan officially titled the FRS Investment Plan (Investment Plan). The Investment Plan is reported in the SBA's annual financial statements and in the State of Florida Comprehensive Annual Financial Report.

As provided in Section 121.4501, Florida Statutes, eligible FRS members may elect to participate in the Investment Plan in lieu of the FRS defined benefit plan. Authority employees participating in DROP are not eligible to participate in the Investment Plan. Employer and employee contributions, including amounts contributed to individual member's accounts, are defined by law, but the ultimate benefit depends in part on the performance of investment funds. Benefit terms, including contribution requirements, for the Investment Plan are established and may be amended by the Florida Legislature. The Investment Plan is funded with the same employer and employee contribution rates that are based on salary and membership class (Regular Class, Elected County Officers, etc.), as the FRS defined benefit plan. Contributions are directed to individual member accounts and the individual members allocate contributions and account balances among various approved investment choices. Costs of administering plan, including the FRS Financial Guidance Program, are funded through an employer contribution of 0.04% of payroll and by forfeited benefits of plan members.

For all membership classes, employees are immediately vested in their own contributions and are vested after one year of service for employer contributions and investment earnings. If an accumulated benefit obligation for service credit originally earned under the FRS Pension Plan is transferred to the Investment Plan, the member must have the years of service required for FRS Pension Plan vesting (including the service credit represented by the transferred funds) to be vested for these funds and the earnings on the funds. Non-vested employer contributions are placed in a suspense account for up to five years. If the employee returns to FRS-covered employment within the five-year period, the employee will regain control over their account. If the employee does not return within the five-year period, the employee will forfeit the accumulated account balance. For the fiscal year ended September 30, 2022, the information for the amount of forfeitures was unavailable from the SBA; however, management believes that these amounts, if any, would be immaterial to the Authority.

After termination and applying to receive benefits, the member may rollover vested funds to another qualified plan, structure a periodic payment under the Investment Plan, receive a lump-sum distribution, leave the funds invested for future distribution, or any combination of these options. Disability coverage is provided, the member may either transfer the account balance to the FRS Pension Plan when approved for disability retirement to receive guaranteed lifetime monthly benefits under the FRS Pension Plan or remain in the Investment Plan and rely upon that account balance for retirement income.

The Authority's Investment Plan pension expense totaled \$721,967 for the fiscal year ended September 30, 2022, and \$584,052 for the fiscal year ended September 30, 2021.

Jacksonville Port Authority**Notes to Financial Statements**

Note H – Deferred Compensation Plan

The Authority offers its employees a deferred compensation plan (the 457 Plan) created in accordance with Internal Revenue Code (IRC) Section 457. The 457 Plan, which is available to all full-time employees, permits employees to defer a portion of their salary until future years. The deferred compensation is not available to employees until termination, retirement, death or unforeseeable emergency. All plan assets are held by trustees for the exclusive benefit of plan participants and beneficiaries. Thus, the assets and liabilities relating to the 457 Plan are not reflected on the Authority's statements of net position.

The Authority also makes matching contributions to a separate retirement plan created in accordance with IRC Section 401(a). The Authority contributes a specified amount for each dollar the employee defers to the 457 Plan. All 401(a) Plan assets are held by trustees for the exclusive benefit of plan participants and beneficiaries. Thus, the assets and liabilities relating to the 401(a) plan are not reflected on the Authority's statements of position. The Authority's 401(a) matching contributions were \$191,000 and \$172,000 for the years ended September 30, 2022 and 2021, respectively.

Note I – Other Post-Employment Benefits (OPEB)Plan Description

The Authority maintains a single employer medical benefits plan that it makes available both to current and retired employees. Retiree employees have a one-time benefit option to continue coverage under the group plan upon retirement. Retirees pay the full insurance premium with no direct subsidy from the Authority. The medical plan is an experience-rated insurance contract plan that provides medical benefits to employees and eligible retirees and their dependents. The OPEB portion of the benefits (referred to as OPEB) refers to the benefits applicable to current and future retirees based upon GASB 75. The Authority currently has 129 active participants in the group medical plan and 3 participating retirees.

OPEB Liability

GASB 75 requires the recording of the OPEB liability. The OPEB liability is the actuarial present value of the total projected benefits allocated to years of employment prior to the measurement date. The Authority recognizes an implicit rate subsidy (age-adjusted premium benefit), which is calculated based on the annual required contribution of the employer, as determined in accordance with parameters of GASB 75. The OPEB expense reflects the annual change in the employer's OPEB liability, with deferred recognition provided for certain items. GASB 75 calls for the Authority to have an OPEB valuation performed every two years. The Authority does not accumulate assets to pay benefits but rather finances the program on a pay-as-you-go basis.

Jacksonville Port Authority**Notes to Financial Statements**

Note I – Other Post-Employment Benefits (OPEB) (Continued)**Actuarial Assumptions****Valuation Date:** 10/1/2021 (9/30/2021 census)**Discount Rate:** 2.43% per annum (beginning of year) 4.77% per annum (end of year). *Source: The S&P 20 AA Municipal Bond Index***Salary Scale:** 3.0% per annum**Health Care Cost Trend Rate:** 6.5% per annum trending down 0.5% each year until reaching the ultimate trend of 4.5%**Mortality:** PUB-2010 mortality table with MP-2021 projection.**Asset Valuation Method:** Market value.**Amortization Basis:** Experience gains/losses: average expected future working lifetime of the whole group. assumption changes: average expected future working lifetime of the whole group.**Changes in Total OPEB Liability**

The following data presents the changes in the total OPEB Liability for fiscal years ended September 30:

	2022	2021
Balance, beginning of year	\$ 404,992	\$ 315,914
Service cost	16,442	15,206
Interest cost	9,397	7,917
Differences between expected and actual experience	(5,422)	18,890
Changes in assumptions or other inputs	(35,873)	83,659
Benefit payments	(36,594)	(36,594)
Net change	(52,050)	89,078
Balance, end of year	<u>\$ 352,942</u>	<u>\$ 404,992</u>

Deferred inflows and outflows associated with the Authority's total OPEB liability are not considered significant by management and accordingly have not been recorded in the Authority's financial statements.

Jacksonville Port Authority**Notes to Financial Statements****Note I – Other Post-Employment Benefits (OPEB) (Continued)***Sensitivity of the Total OPEB Liability to Changes in the Health Care Cost Trend Rate and Discount Rate*

Health Care Cost Trend Sensitivity, calculated using trend rates that are one percent lower or higher than the current rate assumption:

	Rate	Total OPEB Liability		
		1% Decrease	Current Rate	1% Increase
As of September 30, 2022	8.0%	\$324,864	\$352,942	\$385,958
As of September 30, 2021	6.5%	\$375,074	\$404,992	\$440,071

Discount Rate Sensitivity: The discount rate was based upon a 20-year tax-exempt municipal bond fund, below are the changes as impacted by a 1% lower or higher than the current rate assumption:

	Discount Rate	Total OPEB Liability		
		1% Decrease	Current Rate	1% Increase
As of September 30, 2022	4.77%	\$324,864	\$352,942	\$385,958
As of September 30, 2021	2.43%	\$420,284	\$404,992	\$389,095

Note J – Risk Management

The Authority participates in the City's experience rated self-insurance plan which provides for auto liability, comprehensive general liability and workers' compensation coverage, up to \$1,200,000 per occurrence for workers' compensation claims. The Authority has excess coverage for individual workers' compensation claims above \$1,200,000. The Authority's expense is the premium charged by the City's self-insurance plan. Workers' compensation and general liability insurance premiums amounted to \$856,000 and \$176,000 for the years ended September 30, 2022 and 2021, respectively. Fiscal year 2022 amounts included a multi-year assessment catchup premium of \$566,000.

The Authority is also a participant in the City's property insurance program which is provided through commercial insurance policies. Premium expense amounted to \$597,000 and \$535,000 for the years ended September 30, 2022 and 2021, respectively.

As a part of the Authority's risk management program, the Authority also purchases certain additional commercial insurance policies to cover exposures such as special risk employees and business interruption coverage. The Authority does not retain any risk on their policies and settlements have not exceeded insurance coverage for each of the last three fiscal years.

Jacksonville Port Authority**Notes to Financial Statements****Note K – Long-Term Debt and Other Noncurrent Liabilities**

Long-term liability activity for the years ended September 30, was as follows:

<i>(In thousands of dollars)</i>	2022				Amounts Due Within One Year
	Beginning Balance	Additions	Reductions	Ending Balance	
Bonds and notes payable					
Revenue bonds	\$ 42,400	\$ -	\$ -	\$ 42,400	\$ -
Revenue and Refunding bonds	1,850	-	(905)	945	945
Revenue Notes – Tax Exempt	169,196	88,870	(95,247)	162,819	6,571
Revenue Note – Taxable	3,305	-	(390)	2,915	520
Unamortized original issue premium amounts	5,212	-	(188)	5,024	-
Total bonds and notes payable	221,963	88,870	(96,730)	214,103	8,036
Liability for pollution remediation	798	-	(59)	739	-
Compensated absences and other	1,771	433	(245)	1,959	356
Line of credit	15,479	10,000	(14,730)	10,749	-
Bridge loan from primary government	25,000	-	(25,000)	-	-
Reserve for grants assessment	970	-	(970)	-	-
Other obligation	8,537	-	-	8,537	-
	<u>\$ 274,518</u>	<u>\$ 99,303</u>	<u>\$ (137,734)</u>	<u>\$ 236,087</u>	<u>\$ 8,392</u>
	2021				
<i>(In thousands of dollars)</i>	Beginning Balance	Additions	Reductions	Ending Balance	Amounts Due Within One Year
Bonds and notes payable					
Revenue bonds	\$ 42,400	\$ -	\$ -	\$ 42,400	\$ -
Revenue and Refunding bonds	2,715	-	(865)	1,850	905
Revenue Notes – Tax Exempt	175,393	-	(6,197)	169,196	6,377
Revenue Note – Taxable	3,405	-	(100)	3,305	390
Unamortized original issue premium amounts	5,402	-	(190)	5,212	-
Total bonds and notes payable	229,315	-	(7,352)	221,963	7,672
Liability for pollution remediation	876	-	(78)	798	-
Compensated absences and other	1,539	533	(301)	1,771	338
Line of credit	19,346	10,844	(14,711)	15,479	-
Bridge loan from primary government	37,700	-	(12,700)	25,000	-
Reserve for grants assessment	970	-	-	970	-
Other obligation	8,537	-	-	8,537	-
	<u>\$ 298,283</u>	<u>\$ 11,377</u>	<u>\$ (35,142)</u>	<u>\$ 274,518</u>	<u>\$ 8,010</u>

Jacksonville Port Authority**Notes to Financial Statements****Note K – Long-Term Debt and Other Noncurrent Liabilities (Continued)**

Long-term liabilities at September 30, consisted of the following:

<i>(in thousands of dollars)</i>	2022	2021
Tax Exempt Revenue Note, Series 2017, due in varying amounts through 2028. Interest rate is fixed at 2.25%.	\$ 16,725	\$ 18,900
Revenue and Refunding Bonds, Series 2012, including serial bonds due in varying amounts through 2023. Interest rates range from 4.00% to 5.0%.	945	1,850
Tax Exempt Revenue Note, Series 2010, due in varying amounts through 2030. Interest rate is fixed at 2.69%.	15,274	16,654
Tax Exempt Bank Note Crane 2014, Subordinate Obligation due in varying amounts through 2034. Interest rate is fixed at 3.04%.	16,430	17,496
Revenue Bonds, Series 2018B, due in varying amounts thru 2048. Interest rate is fixed at 5%.	42,400	42,400
Tax Exempt Revenue Note, Series 2018A, due in varying amounts through 2033. Interest rate is fixed at 2.872%.	25,520	27,276
Taxable Revenue Note, Series 2020A, due in varying amounts through 2024. Interest rate is fixed at 2.66%	2,915	3,305
Taxable Revenue Note, Series 2020B, due in varying amounts through 2038. Interest rate (taxable) was 2.66% thru 2022.	-	88,870
Tax Exempt Revenue Note, Series 2022, due in varying amounts through 2038. Interest rate is fixed at 2.10%.	88,870	
Tax Exempt Bridge Loan from primary government, due in varying amounts through 2023. Outstanding balance paid in mid 2022. Interest rates based upon the city's commercial paper rate.	-	25,000
\$50 million Line of Credit Note, Subordinate Obligation, interest due semi-annually in varying rates, 1.09% to 3.15% in 2021 and 2022. Principal due February 2028, per December 12, 2022 renewal.	10,749	15,479
	219,828	257,230
Less current portion	8,036	7,672
	\$ 211,792	\$ 249,558

Jacksonville Port Authority

Notes to Financial Statements

Note K – Long-Term Debt and Other Noncurrent Liabilities (Continued)

In January 2009, the Authority established a \$50 million multi-year Line of Credit with Regions Bank, which has been subsequently renewed for multi-year terms since that time. An eighth renewal was executed on December 12, 2022 and is due and payable February 2028. The current agreement allows for additional renewal options up to 1-5 years through 2029. It is the intention of the Authority to use the line for a revolving medium term or long-term funding source designated for the Authority's capital spending program. All amounts currently on the line of credit will be paid from FDOT grants reimbursement, pending receipt in fiscal year 2023. The outstanding balance on the Line of Credit at September 30, 2022 was \$10,749,000.

In November 2010, the Authority executed a loan agreement with Regions Bank, Tax-Exempt Revenue Note Series 2010, for the purpose of paying off the Series 2000 Revenue Bonds and to establish a required reserve account. The Regions Bank, Tax Exempt Note Series 2010, has a final maturity of 2030. The outstanding balance as of September 30, 2022 was \$15,274,000.

In September 2012, the Authority issued \$87,410,000 in Revenue and Refunding Bonds, Series 2012. The bonds were issued to refund \$65,020,000 of the Authority's outstanding Series 2008 Bonds and to finance new capital project spending. The Series 2012 issue had a final maturity of 2038. In 2020, the 2012 Bonds were advance refunded with the issuance of the 2020A and 2020B Bonds, with the exception of 5% of the outstanding balance. These remaining obligations have a maturity date of November 2022. The outstanding balance as of September 30, 2022 was \$945,000.

In September 2014, the Authority executed a loan agreement in the amount of \$25,000,000 to support the acquisition of new three cranes. The agreement has a fixed term rate of 3.04%. The SunTrust Bank Note issue has a final maturity of 2034. The outstanding balance as of September 30, 2022 was \$16,430,000.

In November 2017, the Authority executed a loan agreement with Regions Bank, the Tax-Exempt Revenue Note, Series 2017, for the purpose of paying off the balance of the 2008 Bonds. The original amount of the loan was \$23,120,000, at a fixed term rate of 2.25%, with a final maturity of 2028. The outstanding balance as of September 30, 2022 was \$16,725,000.

In August 2018, the Authority executed a \$28,982,000 loan agreement with Chase Bank, N.A., Tax-Exempt Revenue Note Series 2018A, for the purpose of financing or refinancing expenditures relating to the cost of portions of the Authority's capital program and to pay down the Authority's Line of Credit. The agreement has a fixed term rate of 2.872% with a term of 15 years. The outstanding balance as of September 30, 2022 was \$25,520,000.

In August 2018, the Authority issued \$42,400,000 in Revenue Bonds, Series 2018B, for the purposes of financing the Authority's capital improvement program, largely the harbor deepening project. The bonds have a fixed term rate of 5.00% with a term of 30 years. The outstanding balance as of September 30, 2022 was \$42,400,000.

In March 2020, the Authority executed loan agreements with Truist Bank for the purpose of advance refunding \$84,695,000 (95%) of the Series 2012 bonds. The transaction effectively defeased 95% of the outstanding Series 2012 Bonds in advance of their 2022 call date in a Cinderella Bonds transaction. The transaction resulted in two bank notes, the Taxable Revenue Note, Series 2020A for \$3,405,000, at 2.66%, and the Taxable Revenue Note, Series 2020B for \$88,870,000, ranging from 2.10% to 2.66%. On August 3, 2022, the Revenue Refunding Bond, Series 2022 \$88,870,000 (Tax-Exempt) were exchanged for Taxable Revenue Note, Series 2020B in the same amount. The remaining Taxable Revenue Note, Series 2020A (maturity date 2024), had an outstanding balance as of September 30, 2022 of \$2,915,000.

Jacksonville Port Authority**Notes to Financial Statements****Note K – Long-Term Debt and Other Noncurrent Liabilities (Continued)**

In August 2022, the Authority executed an agreement with Truist Commercial Equity, Inc. to issue Tax-Exempt Revenue Refunding Bond, Series 2022 for \$88,870,000 for the purposes of redeeming the Taxable Revenue Note, Series 2020B in the same amount (see March 2020 note – Cinderella Bonds transaction). The bond has a tax-exempt interest rate of 2.10%, with a maturity date of November 2038.

Bridge loan from primary government

In August 2020, the Authority executed the 2020 Tax Exempt Bridge Loan with the City in the amount of \$37,700,000. The purpose of the loan was to provide bridge financing for an FDOT Grant, in like amount, for the Harbor Deepening Project Contract C. The related FDOT grant calls for reimbursements to occur based upon project progress expenditures. FDOT funds collected by the Authority are concurrently remitted against the outstanding balance on the loan from the city. The Authority paid off this bridge loan in full in mid-2022, with no balance outstanding at September 30, 2022.

Bond covenants

The Authority's debt resolutions place restrictions on the issuance of additional bonds, designate required funding of related bond reserves and requires certain monies for debt service payments be held in trust funds. The Authority has also agreed in its bond covenants to establish and maintain rates charged to customers that will be sufficient to generate certain levels of operating revenues and operating income in excess of its annual debt service on the various outstanding bonds. The Authority has agreed to maintain net operating revenues in excess of 125% of the senior debt service obligations and 100% of the total subordinate debt service obligations.

Debt Maturities

Required debt service for the outstanding bonds and notes payable for the next five years and thereafter to maturity as of September 30, 2022, was as follows:

Years ending	<i>(in thousands of dollars)</i>	Interest	Principal
2023		\$ 5,550	\$ 8,036
2024		5,795	8,668
2025		5,565	8,920
2026		5,334	9,183
2027		5,098	9,438
2028 – 2032		21,656	53,624
2033 – 2037		14,615	56,800
2038 – 2042		7,946	30,670
2043 – 2047		4,004	16,090
2048 – 2052		387	7,650
		<u>\$ 75,950</u>	<u>\$ 209,079</u>

Jacksonville Port Authority**Notes to Financial Statements**

Note K – Long-Term Debt and Other Noncurrent Liabilities (Continued)Original Issue Discount and Deferred Loss on Refundings (in thousands of dollars)

Unamortized premiums on bonds were \$5,024 and \$5,212 in 2022 and 2021, respectively. Unamortized deferred loss on debt refundings was \$5,520 and \$5,886 in 2022 and 2021, respectively.

Deferred outflow/inflow of resources

Deferred outflow of resources as shown on the statements of net position include unamortized loss on debt refundings and defeasance transactions. Additionally, deferred outflows and inflows are recorded for changes related to pensions activities.

<i>(in thousands of dollars)</i>	2022	2021
Deferred loss on debt refundings	\$ 5,520	\$ 5,886
Deferred outflow pension (see Note G)	3,380	3,380
Total deferred outflow of resources	\$ 8,900	\$ 9,266
Deferred inflow of resources – pension (see Note G)	\$ 9,869	9,869

Other Noncurrent Liabilities

Unearned revenue balances were approximately \$15,292,000 and \$127,939,000 for years ended September 30, 2022 and 2021, respectively. The current portion was \$700,000 and represents one year of rent amortization on SSA rents collected but unearned. See Note E and Note F for further explanation regarding unearned lease rents revenue recognition.

The Authority has accrued reserves in the amount of \$739,000 for specific pollution remediation liability. These reserves are reviewed annually for any additional liability and adequacy and adjusted accordingly.

OPEB liabilities for retiree medical benefits were \$353,000 and \$405,000 at September 30, 2022 and 2021, respectively. See Note I for additional information.

Note L – Other Obligation

The Authority entered into a Project Cooperation Agreement with the USACE in 2001 for Construction of the improvement features of the Jacksonville Harbor Federal Navigation Project. This project was completed in 2010, and cooperatively resulted in 40 feet depth of general navigation features in the Jacksonville Harbor.

The Project Cooperation Agreement committed Federal Government funding of 65% towards project costs and required the Authority to fund 25% of the project costs. The agreement also required that the Authority be responsible for the remaining 10% of total projects costs, payable over a period of up to a 30-year amortization. As a result, an estimated liability amount of \$8,537,000 is currently recorded as other obligations by the Authority. As of September 30, 2022, repayment terms had not been determined.

Jacksonville Port Authority

Notes to Financial Statements

Note M – Commitments and Contingencies

Construction Related

At September 30, 2022, the Authority had commitments for future construction work of approximately \$63,036,000, primarily for terminal construction projects and improvements, and Dredge Material Management Areas development.

Environmental Remediation

The Authority owns several parcels of property located at the southernmost portion of the Talleyrand Marine Terminal which were used by previous owners to conduct fertilizer blending and packaging and other operations involving the use of chemicals. Property adjacent to these parcels, owned by an unrelated third-party has also been identified to contain contaminants attributed to its former use. In conjunction with the Florida Department of Environmental Protection (FDEP), the Authority developed an Interim Remedial Action Plan (IRAP), which includes a site soil and groundwater treatment system, allowing for the groundwater to be captured by wells and discharged to a nearby publicly owned treatment works facility (POTW). The Authority had originally established a \$1.5 million reserve for project and ongoing operations costs of the groundwater treatment system, of which \$739,000 remains at September 30, 2022, for ongoing operations and monitoring costs.

Collective Bargaining Agreement

The Authority's workforce is made up of approximately 160 employees. Union employees represent about 40% of the total. The current union contract runs through September 30, 2025.

Note N – Significant Customers

For the fiscal year ended September 30, 2022, the Authority had five customers with significant operating revenues (10% or more of total revenues): Crowley Liner Services (16%), SSA Atlantic (14%), Tote Maritime (11%), APS East Coast (10%).

Note O – Capital Contributions

Federal Contributions

The Authority received monies from federal funding awards designated for constructing various capital assets and capital improvements. Contributions of \$3,002,265 and \$653,225 were recorded for the years ended September 30, 2022 and 2021, respectively.

State Contributions

Amounts from state funding awards totaled \$22,993,142 and \$30,804,926 for the years ended September 30, 2022 and 2021, respectively.

Local Contributions

Amounts from local funding from the City, designated for the Harbor Deepening project, totaled \$0 and \$4,160,988 for the years ended September 30, 2022 and 2021, respectively.

JACKSONVILLE PORT AUTHORITY
REQUIRED SUPPLEMENTAL INFORMATION (UNAUDITED)

Schedule of Changes in Total OPEB Liability
Last Ten Fiscal Years*
(in dollars)

	2022	2021	2020	2019	2018
Total OPEB liability – beginning	\$ 404,992	\$ 315,914	\$ 294,914	\$ 317,699	\$ 319,347
Service cost	16,442	15,206	15,000	16,000	14,896
Interest cost	9,397	7,917	12,000	12,098	11,984
Differences between expected and actual experience	(5,422)	18,890	-	67,260	-
Changes in assumptions or other inputs	(35,873)	83,659	-	(115,492)	(18,451)
Benefit payments	(36,594)	(36,594)	(6,000)	(2,651)	(10,077)
Net change	(52,050)	89,078	21,000	(22,785)	(1,648)
Total OPEB liability – ending	\$ 352,942	\$ 404,992	\$ 315,914	\$ 294,914	\$ 317,699
Covered employee payroll	\$ 10,920,134	\$ 10,092,846	\$ 9,887,483	\$ 9,578,318	\$ 9,164,400
Total OPEB liability as a percentage of covered payroll	3.23%	4.01%	3.20%	3.08%	3.47%

* Changes in total OPEB Liability for the fiscal years prior to 2018 were not available, and accordingly, not included in the schedule.

**SCHEDULE OF THE AUTHORITY'S PROPORTIONATE
SHARE OF THE NET PENSION LIABILITY –
FLORIDA RETIREMENT SYSTEM PENSION PLAN
LAST TEN FISCAL YEARS
(amounts expressed in dollars)**

	2022	2021	2020	2019	2018	2017	2016	2015
Authority's proportion of the FRS net pension liability	0.0343%	0.0328%	0.0317%	0.0341%	0.0358%	0.0374%	0.0353%	0.0352%
Authority's proportionate share of the FRS net pension liability	\$12,764,006	\$2,480,995	\$13,754,260	\$11,740,361	\$10,797,420	\$11,070,761	\$8,917,567	\$4,546,261
Authority's covered-employee payroll	\$12,713,611	\$12,269,541	\$12,234,777	\$12,246,587	\$12,533,283	\$12,195,198	\$11,910,007	\$11,486,853
Authority's proportionate share of the FRS net pension liability as a percentage of its covered-employee payroll	100.40%	20.22%	112.42%	95.86%	86.15%	90.78%	74.87%	39.58%
FRS Plan fiduciary net position as a percentage of the total pension liability	82.89%	96.40%	78.85%	82.61%	84.26%	83.89%	84.88%	92.00%

Note: The amounts presented for each fiscal year were determined as of June 30th. The schedule is presented to illustrate the requirements of GASB Statement No. 68. Currently, only data for fiscal years ending June 30, 2015, 2016, 2017, 2018, 2019, 2020, 2021 and 2022 are available.

**SCHEDULE OF THE AUTHORITY'S PROPORTIONATE
SHARE OF THE NET PENSION LIABILITY –
HEALTH INSURANCE SUBSIDY PENSION PLAN
LAST TEN FISCAL YEARS
(amounts expressed in dollars)**

	2022	2021	2020	2019	2018	2017	2016	2015
Authority's proportion of the HIS net pension liability	0.0365%	0.0343%	0.0353%	0.0370%	0.0370%	0.0398%	0.0383%	0.0373%
Authority's proportionate share of the HIS net pension liability	\$3,780,704	\$4,209,146	\$4,315,437	\$4,137,205	\$3,917,903	\$4,250,943	\$4,461,658	\$3,806,082
Authority's covered-employee payroll	\$12,713,610	\$12,269,541	\$12,234,777	\$12,246,587	\$12,533,283	\$12,195,198	\$11,910,007	\$11,486,853
Authority's proportionate share of the HIS net pension liability as a percentage of its covered-employee payroll	29.74%	34.31%	35.27%	33.78%	31.26%	34.86%	37.46%	33.13%
HIS Plan fiduciary net position as a percentage of the total pension liability	4.81%	3.56%	3.00%	2.63%	2.15%	1.64%	0.97%	0.50%

Note: The amounts presented for each fiscal year were determined as of June 30th. The schedule is presented to illustrate the requirements of GASB Statement No. 68. Currently, only data for fiscal years ending June 30, 2015, 2016, 2017, 2018, 2019, 2020, 2021 and 2022 are available.

**SCHEDULE OF THE AUTHORITY'S CONTRIBUTIONS
FLORIDA RETIREMENT SYSTEM PENSION PLAN
LAST TEN FISCAL YEARS
(amounts expressed in dollars)**

	2022	2021	2020	2019	2018	2017	2016	2015
Contractually required FRS contribution	\$ 1,731,637	\$ 1,437,015	\$ 1,217,755	\$ 1,167,644	\$ 1,202,882	\$ 1,046,313	\$ 947,884	\$ 948,391
FRS contributions in relation to the contractually required FRS	1,731,637	1,437,015	1,217,755	1,167,644	1,202,882	1,046,313	947,884	948,391
FRS contribution deficiency (excess)	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Authority's covered-employee payroll	\$ 12,713,610	\$ 12,269,541	\$ 12,234,777	\$ 12,246,587	\$ 12,553,283	\$ 12,195,198	\$ 11,910,007	\$ 11,486,853
FRS contributions as a percentage of cover-employee payroll	13.6%	11.7%	10.0%	9.5%	9.6%	8.6%	8.0%	8.3%

Note: The amounts presented for each fiscal year were determined as of September 30th. The schedule is presented to illustrate the requirements of GASB Statement No. 68. Currently, only data for fiscal years ending September 30, 2015, 2016, 2017, 2018, 2019, 2020, 2021 and 2022 are available.

**SCHEDULE OF THE AUTHORITY'S CONTRIBUTIONS
HEALTH INSURANCE SUBSIDY PENSION PLAN
LAST TEN FISCAL YEARS
(amounts expressed in dollars)**

	2022	2021	2020	2019	2018	2017	2016	2015
Contractually required HIS contribution	\$ 223,739	\$ 203,674	\$ 203,097	\$ 203,293	\$ 208,052	\$ 202,440	\$ 197,706	\$ 157,222
HIS contributions in relation to the contractually required HIS	223,739	203,674	203,097	203,293	208,052	202,440	197,706	157,222
HIS contribution deficiency (excess)	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Authority's covered-employee payroll	\$ 12,713,610	\$ 12,269,541	\$ 12,234,777	\$ 12,246,587	\$ 12,533,283	\$ 12,195,198	\$ 11,910,007	\$ 11,486,853
HIS contributions as a percentage of cover-employee payroll	1.8%	1.7%	1.7%	1.7%	1.7%	1.7%	1.7%	1.4%

Note: The amounts presented for each fiscal year were determined as of September 30th. The schedule is presented to illustrate the requirements of GASB Statement No. 68. Currently, only data for fiscal years ending September 30, 2015, 2016, 2017, 2018, 2019, 2020, 2021 and 2022 are available.

SUPPLEMENTAL INFORMATION

Jacksonville Port Authority

**Revenue Recognition
GAAP to Budgetary Basis Reconciliation
For the Fiscal Year Ended September 30, 2022**

GAAP Revenue – per Financial Statements	\$ 61,233
Reconciling Adjustment – GAAP to Budgetary Revenues – See Note (1)	<u>184</u>
Budgetary Basis Revenues	<u><u>\$ 61,417</u></u>

Note 1. MOL and SSA rent payments are recognized on a straight-line basis over the contract lease term for GAAP, while budgetary basis revenues are recognized primarily when received.

Jacksonville Port Authority, Florida

Schedule of Expenditures of Federal Awards and State Financial Assistance
Fiscal Year Ended September 30, 2022

Agency/Program	ALN/ CFSA Number	Grant Number	Expenditures
FEDERAL AWARDS			
Direct Awards:			
<u>U.S. Department of Homeland Security</u>			
Port Security Grant Program	97.056	EMW-2020-PU-00121	\$ 311,223
Port Security Grant Program – Operating	97.056	EMW-2021-PU-00128	26,411
Total U.S. Department of Homeland Security			337,634
<u>US Department of Transportation (MARAD)</u>			
FY19 Build Grant Program	20.933	693JF72040002	2,691,042
Total U.S. Department of Transportation			2,691,042
<u>FEMA – Hurricane Disaster Assistance</u>			
FEMA	97.036	Hurricane Dorian	975,310
COVID 19 – FEMA	97.036	COVID 19	40,478
Total FEMA Hurricane Disaster Assistance			1,015,788
<u>Coronavirus State and Local Fiscal Recovery Funds (ARPA)</u>			
COVID 19 – State Issued (State of Florida)	21.027	G1Z79	13,716,224
COVID 19 – Local Issued (City of Jacksonville)	21.027	N/A	4,000,000
Total Coronavirus Recovery Funds (ARPA)			17,716,224
Total Expenditures of Federal Awards			\$ 21,760,688
STATE PROJECTS			
<u>State of Florida Department of Transportation</u>			
Seaport Grants	55.005	GOG95	\$ 575,416
Seaport Grants	55.005	G0496	3,201,749
Seaport Grants	55.005	G1604	(15,660)
Seaport Grants	55.005	G1K24	12,707,957
Seaport Grants	55.005	G1L70	15,660
Seaport Grants	55.005	G1L95	322,743
Seaport Grants	55.005	G1M54	204,693
Seaport Grants	55.005	G1V25	1,269,466
Seaport Grants	55.005	G1P01	3,047,478
Seaport Grants	55.005	G2408	1,466,066
Seaport Grants	55.005	G2756	52,063
Seaport Grants	55.005	G2758	214,460
Total Expenditures of State Financial Assistance			\$ 23,062,091
Total Expenditures of Federal Awards and State Financial Assistance			\$ 44,822,779

See accompanying notes to the Schedule of Federal Expenditures and State Financial Assistance

Jacksonville Port Authority, Florida

**Notes to Schedule of Expenditures of Federal Awards and State Financial Assistance
For the Year Ended September 30, 2022**

Note 1. Basis of Presentation

The accompanying schedule of expenditures of federal awards and state financial assistance (the Schedule) includes the federal and state grant activity of the Jacksonville Port Authority (Authority), a component unit of the City of Jacksonville, Florida, and is presented using the accrual basis of accounting for grants which are accounted for in proprietary funds. Such expenditures are reported following the cost principles contained in Title 2 U.S. Code of Federal Regulations Part 200, Uniform Administrative Requirements, Cost Principles, and Audit Requirements for Federal Awards (Uniform Guidance), and Chapter 10.550, Rules of the Florida Auditor General. Wherein certain types of expenditures are not allowable or are limited as to reimbursement. Therefore, some amounts presented in the Schedule may differ from amounts presented in, or used in the preparation of, the financial statements.

The accompanying Schedule includes the federal and state award activity of the Authority under programs of the federal and state government for the year ended September 30, 2022. Because the Schedule presents only a selected portion of the operations of the Authority, it is not intended to and does not present the financial position, and changes in net position or cash flows of the Authority

Note 2. Subrecipients

The Authority did not make sub-awards of state financial assistance during the year ended September 30, 2022.

Note 3. Indirect Cost Recovery

The Authority did not recover its indirect costs using the 10% de minimus indirect cost rate provided under section 200.414 of the Uniform Guidance.



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Report on Internal Control over Financial Reporting and on Compliance and Other Matters Based on an Audit of Financial Statements Performed in Accordance With Governmental Auditing Standards

Independent Auditor's Report

Members of the Board of Directors
Jacksonville Port Authority
Jacksonville, Florida

We have audited, in accordance with the auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards* issued by the Comptroller General of the United States, the financial statements of the Jacksonville Port Authority (the Authority), a component unit of the City of Jacksonville, as of and for the year ended September 30, 2022, and the related notes to the financial statements, which collectively comprise the Authority's basic financial statements, and have issued our report thereon dated February 25, 2023.

Internal Control Over Financial Reporting

In planning and performing our audit of the financial statements, we considered the Authority's internal control over financial reporting (internal control) as a basis for designing audit procedures that are appropriate in the circumstances for the purpose of expressing our opinion on the financial statements, but not for the purpose of expressing an opinion on the effectiveness of the Authority's internal control. Accordingly, we do not express an opinion on the effectiveness of the Authority's internal control.

A *deficiency in internal control* exists when the design or operation of a control does not allow management or employees, in the normal course of performing their assigned functions, to prevent, or detect and correct, misstatements on a timely basis. A *material weakness* is a deficiency, or a combination of deficiencies, in internal control, such that there is a reasonable possibility that a material misstatement of the entity's financial statements will not be prevented, or detected and corrected on a timely basis. A *significant deficiency* is a deficiency, or a combination of deficiencies, in internal control that is less severe than a material weakness, yet important enough to merit attention by those charged with governance.

Our consideration of internal control was for the limited purpose described in the first paragraph of this section and was not designed to identify all deficiencies in internal control that might be material weaknesses or significant deficiencies. Given these limitations, during our audit we did not identify any deficiencies in internal control that we consider to be material weaknesses. However, material weaknesses may exist that have not been identified.

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Compliance and Other Matters

As part of obtaining reasonable assurance about whether the Authority's financial statements are free from material misstatement, we performed tests of its compliance with certain provisions of laws, regulations, contracts and grant agreements, noncompliance with which could have a direct and material effect on the financial statements. However, providing an opinion on compliance with those provisions was not an objective of our audit, and accordingly, we do not express such an opinion. The results of our tests disclosed no instances of noncompliance or other matters that are required to be reported under *Government Auditing Standards*.

Purpose of This Report

The purpose of this report is solely to describe the scope of our testing of internal control and compliance and the results of that testing, and not to provide an opinion on the effectiveness of the entity's internal control or on compliance. This report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering the entity's internal control and compliance. Accordingly, this communication is not suitable for any other purpose.

RSM US LLP

Jacksonville, Florida
February 25, 2023



RSM US LLP

Report on Compliance for Each Major Federal Program and the Major State Financial Assistance Project; Report on Internal Control Over Compliance; and Report on Schedule of Expenditures of Federal Awards and State Financial Assistance Required by the Uniform Guidance and State of Florida Chapter 10.650, *Rules of the Auditor General*

Independent Auditor's Report

Members of the Board of Directors
Jacksonville Port Authority
Jacksonville, Florida

Report on Compliance for Each Major Federal Program and State Financial Assistance Project

Opinion on Each Major Federal Program and State Financial Assistance Project

We have audited the Jacksonville Port Authority's (the Authority's), a component unit of the City of Jacksonville, compliance with the types of compliance requirements described in the *OMB Compliance Supplement* and in the State of Florida's *Department of Financial Services' State Projects Compliance Supplement* that could have a direct and material effect on each of the Authority's major federal programs and state financial assistance projects for the year ended September 30, 2022. The Authority's major federal programs and state financial assistance projects are identified in the summary of auditor's results section of the accompanying schedule of findings and questioned costs.

In our opinion, the Authority complied, in all material respects, with the types of compliance requirements referred to above that could have a direct and material effect on each of its major federal programs and state financial assistance projects for the year ended September 30, 2022.

Basis for Opinion on Each Major Federal Program and State Financial Assistance Project

We conducted our audit of compliance in accordance with auditing standards generally accepted in the United States of America (GAAS); the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States (*Government Auditing Standards*); the audit requirements of Title 2 *U.S. Code of Federal Regulations Part 200, Uniform Administrative Requirements, Cost Principles, and Audit Requirements for Federal Awards* (Uniform Guidance); and the State of Florida Chapter 10.650, *Rules of the Auditor General* (Chapter 10.650). Our responsibilities under those standards, the Uniform Guidance and Chapter 10.650 are further described in the Auditor's Responsibilities for the Audit of Compliance section of our report.

We are required to be independent of the Authority and to meet our other ethical responsibilities, in accordance with relevant ethical requirements relating to our audit. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion on compliance for each major federal program and state financial assistance project. Our audit does not provide a legal determination of the Authority's compliance with the compliance requirements referred to above.

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Responsibilities of Management for Compliance

Management is responsible for compliance with the requirements referred to above and for the design, implementation and maintenance of effective internal control over compliance with the requirements of laws, statutes, regulations, rules and provisions of contracts or grant agreements applicable to the Authority's federal programs and state projects.

Auditor's Responsibilities for the Audit of Compliance

Our objectives are to obtain reasonable assurance about whether material noncompliance with the compliance requirements referred to above occurred, whether due to fraud or error, and express an opinion on the Authority's compliance based on our audit. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with GAAS, *Government Auditing Standards*, the Uniform Guidance, and Chapter 10.650 will always detect material noncompliance when it exists. The risk of not detecting material noncompliance resulting from fraud is higher than for that resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations or the override of internal control. Noncompliance with the compliance requirements referred to above is considered material, if there is a substantial likelihood that, individually or in the aggregate, it would influence the judgment made by a reasonable user of the report on compliance about the Authority's compliance with the requirements of each major federal program and state financial assistance project as a whole.

In performing an audit in accordance with GAAS, *Government Auditing Standards*, the Uniform Guidance, and Chapter 10.650, we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material noncompliance, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the Authority's compliance with the compliance requirements referred to above and performing such other procedures as we considered necessary in the circumstances.
- Obtain an understanding of the Authority's internal control over compliance relevant to the audit in order to design audit procedures that are appropriate in the circumstances and to test and report on internal control over compliance in accordance with the Uniform Guidance, but not for the purpose of expressing an opinion on the effectiveness of the Authority's internal control over compliance. Accordingly, no such opinion is expressed.

We are required to communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and any significant deficiencies and material weaknesses in internal control over compliance that we identified during the audit.

Report on Internal Control Over Compliance

A *deficiency in internal control over compliance* exists when the design or operation of a control over compliance does not allow management or employees, in the normal course of performing their assigned functions, to prevent, or detect and correct, noncompliance with a type of compliance requirement of a federal program on a timely basis. A *material weakness in internal control over compliance* is a deficiency, or a combination of deficiencies, in internal control over compliance, such that there is a reasonable possibility that material noncompliance with a type of compliance requirement of a federal program will not be prevented, or detected and corrected, on a timely basis. A *significant deficiency in internal control over compliance* is a deficiency, or a combination of deficiencies, in internal control over compliance with a type of compliance requirement of a federal program that is less severe than a material weakness in internal control over compliance, yet important enough to merit attention by those charged with governance.

Our consideration of internal control over compliance was for the limited purpose described in the Auditor's Responsibilities for the Audit of Compliance section above and was not designed to identify all deficiencies in internal control over compliance that might be material weaknesses or significant deficiencies in internal control over compliance. Given these limitations, during our audit, we did not identify any deficiencies in internal control over compliance that we consider to be material weaknesses, as defined above. However, material weaknesses or significant deficiencies in internal control over compliance may exist that were not identified.

Our audit was not designed for the purpose of expressing an opinion on the effectiveness of internal control over compliance. Accordingly, no such opinion is expressed.

The purpose of this report on internal control over compliance is solely to describe the scope of our testing of internal control over compliance and the results of that testing based on the requirements of the Uniform Guidance and Chapter 10.650. Accordingly, this report is not suitable for any other purpose.

Report on Schedule of Expenditures of Federal Awards and State Financial Assistance Required by the Uniform Guidance and State of Florida Chapter 10.650, *Rules of the Auditor General*

We have audited the financial statements of the Authority as of and for the year ended September 30, 2022, and have issued our report thereon dated February 25, 2023, which contained an unmodified opinion on those financial statements. Our audit was conducted for the purpose of forming an opinion on the financial statements as a whole. The accompanying schedule of expenditures of federal awards and state financial assistance is presented for purposes of additional analysis as required by the Uniform Guidance and State of Florida Chapter 10.650, *Rules of the Auditor General*, and is not a required part of the financial statements. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information has been subjected to the auditing procedures applied in the audit of the financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the financial statements or to the financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the schedule of expenditures of federal awards and state financial assistance is fairly stated in all material respects in relation to the financial statements as a whole.

RSM US LLP

Jacksonville, Florida
March 17, 2023

Jacksonville Port Authority

**Schedule of Findings and Questioned Costs
Year Ended September 30, 2022**

I – Summary of Independent Auditor’s Results

Financial Statements

Type of report the auditor issued on whether the financial statements were prepared in accordance with GAAP:

Unmodified

Internal control over financial reporting:

Material weakness(es) identified?	_____ Yes	_____ X _____ No
Significant deficiency(ies) identified that are not considered to be material weakness(es)?	_____ Yes	_____ X _____ None Reported
Noncompliance material to financial statements noted?	_____ Yes	_____ X _____ No

Federal Awards

Internal control over major program:

Material weakness(es) identified?	_____ Yes	_____ X _____ No
Significant deficiency(ies) identified not considered to be material weakness(es)?	_____ Yes	_____ X _____ None Reported

Type of auditor’s report issued on compliance for major program:

Unmodified

Any audit findings disclosed that are required to be reported in accordance with Section 2 CFR 200.516(a)?	_____ Yes	_____ X _____ No
--	-----------	------------------

Identification of major programs:

<u>Assistance Listing Numbers</u>	<u>Name of Federal Program or Cluster</u>
20.933	Build Grant Program
97.036	Hurricane Disaster Assistance
21.027	COVID 19 - Coronavirus State and Local Fiscal Recovery Funds (ARPA)

Dollar threshold used to distinguish between type A and type B programs (Federal and State):

\$ 750,000

Auditee qualified as low-risk auditee?	_____ Yes	_____ X _____ No
--	-----------	------------------

State Financial Assistance

Internal control over major project:

Material weakness(es) identified?	_____ Yes	_____ X _____ No
Significant deficiency(ies) identified not considered to be material weakness(es)?	_____ Yes	_____ X _____ None Reported

Type of auditor’s report issued on compliance for major project:

Unmodified

Any audit findings disclosed that are required to be reported in accordance with Chapter 10.550, Rules of the Auditor General?	_____ Yes	_____ X _____ No
--	-----------	------------------

Identification of major project:

<u>CSFA Number</u>	<u>Name of State Program or Project</u>
55.005	Seaport Grants

Jacksonville Port Authority

**Schedule of Findings and Questioned Costs (Continued)
Year Ended September 30, 2022**

II – Financial Statement Findings

No matters to report.

III – Findings and Questioned Costs for Federal Awards

No matters to report.

IV – Findings and Questioned Costs for State Financial Assistance

No matters to report.

Jacksonville Port Authority

**Summary Schedule of Prior Audit Findings
Year Ended September 30, 2022**

The prior year state Single Audits disclosed no findings, and no uncorrected or unresolved findings exist from prior Single Audits. There was no federal Single Audit performed in the prior year.



RSM US LLP

**Management Letter Required By
Chapter 10.550 of the Rules of the
Auditor General of the State of Florida**

Members of the Board of Directors
Jacksonville Port Authority
Jacksonville, Florida

Report on the Financial Statements

We have audited the financial statements of the Jacksonville Port Authority (the Authority), a component unit of the City of Jacksonville, as of and for the year ended September 30, 2022, and issued our report thereon dated February 25, 2023.

Auditor's Responsibility

We conducted our audit in accordance with auditing standards generally accepted in the United States of America; and the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States; the audit requirements of Title 2 U.S. *Code of Federal Regulations* Part 200, *Uniform Administrative Requirements, Cost Principles and Audit Requirements for Federal Awards* (Uniform Guidance); and Chapter 10.550, Rules of the Auditor General.

Other Reporting Requirements

We have issued our Independent Auditor's Report on Internal Control over Financing Reporting and on Compliance and Other Matters Based on an Audit of the Financial Statements Performed in Accordance with *Government Auditing Standards* and the Independent Accountant's Report on an examination conducted in accordance with *AICPA Professional Standards*, AT-C Section 315, regarding compliance requirements in accordance with Chapter 10.550, Rules of the Auditor General, which are dated February 25, 2023, and the Independent Auditor's Report on Compliance for Each Major Federal Program and State Financial Assistance Project and Report on Internal Control Over Compliance and the Schedule of Findings and Questioned Costs, which are dated March 17, 2023. Disclosures in those reports and schedule should be considered in conjunction with this management letter.

Prior Audit Findings

Section 10.554(1)(i)1, Rules of the Auditor General, requires that we determine whether or not corrective actions have been taken to address findings and recommendations made in the preceding annual financial audit report. In that regard, there were no recommendations made in the preceding financial audit report.

Official Title and Legal Authority

Section 10.554(1)(i)4, Rules of the Auditor General, requires that the name or official title and legal authority for the primary government and each component unit of the reporting entity be disclosed in this management letter, unless disclosed in the notes to the financial statements. The specific legal authority that established the Authority is disclosed in Note 1 of the financial statements.

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Financial Condition and Management

Section 10.554(1)(i)5a. and 10.556(7), Rules of the Auditor General, require us to apply appropriate procedures and communicate the results of our determination as to whether or not the Authority has met one or more of the conditions described in Section 218.503(1), Florida Statutes, and to identify the specific condition(s) met. In connection with our audit, we determined the Authority did not meet any of the conditions described in Section 218.503(1), Florida Statutes.

Pursuant to sections 10.554(1)(i)5b. and 10.556(8), Rules of the Auditor General, we applied financial condition assessment procedures for the Authority. It is management's responsibility to monitor the Authority's financial condition, and our financial condition assessment was based in part on representations made by management and the review of the financial information provided by the same.

Section 10.554(1)(i)2., Rules of the Auditor General, requires that we communicate any recommendations to improve financial management. In connection with our audit, we did not have any such recommendations.

Additional Matters

Section 10.554(1)(i)3., Rules of the Auditor General, requires that we address noncompliance with provisions of contracts or grant agreements, or abuse, that have occurred, or are likely to have occurred, that have an effect on the financial statements that is less than material but which warrants the attention of those charged with governance. In connection with our audit, we did not have any such findings.

Specific Information

As required by Section 218.39(3)(c), *Florida Statutes*, and Section 10.554(1)(i)6, *Rules of the Auditor General*, the Authority reported:

- a. The total number of district employees compensated in the last pay period of the districts fiscal year as 165.
- b. The total number of independent contractors to whom nonemployee compensation was paid in the last month of the district's fiscal year as 0.
- c. All compensation earned or awarded to employees, whether paid or accrued, regardless of contingency as \$14,354,901.
- d. All compensation earned or awarded to nonemployee independent contractors, whether paid or accrued, regardless of contingency as \$100,876.
- e. Each construction project with a total cost of at least \$65,000 approved by the district that is scheduled to begin on or after October 1 of the fiscal year being reported, together with the total expenditures for such project as shown below:

JACKSONVILLE PORT AUTHORITY 2021-2022 CAPITAL PROJECTS > \$65K		
PROJECT NUMBER	PROJECT DESCRIPTION	CONTRACT PAYMENTS
	CLEARING/CIP PARTS	220,576
B2019-08	BIMT TERMINAL IMPROVEMENTS (BERTHS 33/34)	3,342,044
B2020-01	CONTAINER TERMINAL UPGRADES	9,937,990
B2020-02	BREASTING DOLPHIN - BERTH 22	352,158
B2021-02	INTERSECTION IMPROVEMENTS DAVE RAWLS/MM MILLS	389,311
B2021-04	TRASIT SHED #1 REHAB	90,775
B2021-08	MARINE CORP RR CROSSING UPGRADE	238,024
B2021-09	STATIONARY RADAR SPEED SIGNS	129,055
B2021-10	INSTALL RAIL GATES @ 3 CROSSINGS	126,354
B2022-01	TENANT ASPHALT FACILITY REHAB	299,176
B2022-10	T BERTH CONSTRUCTION @ BERTH 20	286,240
B2022-11	TERMINAL DEVELOPMENT (PH1)	104,336
B2022-13	HANJUNG CRANE #8810 UPGRADES	352,681
B2022-14	HANJUNG CRANE #8811 UPGRADES	380,250
B2022-15	HANJUNG CRANE #8841 UPGRADES	380,250
D2019-02	AUGUST DRIVE BRIDGE SHEET PILE WALL (DESIGN)	272,514
D2021-01	SECURITY UPGRADES	142,870
D2022-01	SLOPE PROTECTION	158,526
D2022-02	AUTO TERMINAL EXPANSION	68,445
G2020-02	UPLAND DREDGE MATERIAL MGMT AREA DESIGN & CONSTRUCTION	6,780,413
G2020-03	MISC LAND ACQUISITION	81,085
G2021-04	FY20 PSPG FED SECURITY GRANT PROJECTS	439,943
G2021-06	DMMA BARTRAM ISLAND CELL C DESIGN/PERMITTING	2,252,533
G2021-08	PCOB BUILDING REMODEL	227,094
G2022-05	PCOB BOARD ROOM RENOVATION	67,199
T2018-01	SEAONUS WAREHOUSE REHAB	3,518,051
T2020-01	WESTROCK PROPERTY IMPROVEMENTS	228,880
T2021-02	UNDERDECK CONCRETE REHAB - PH2	1,382,129
T2021-06	PILE INSPECTION & REHAB	345,040
T2021-07	TERMINAL EQUIPMENT STORAGE BLDG	104,348
T2021-08	REPLACE RR TIES TO UPM WAREHOUSE	339,100
T2022-01	RESURFACE LEASED AREAS FY22	212,730
T2022-06	HANJUNG CRANE #8844 UPGRADES	352,681
	OTHER CAPITAL BLOUNT ISLAND	
003.2044.177	TRACTOR WITH SLOPE MOWER	89,000
	OTHER CAPITAL TALLEYRAND	
003.2044.178	ZPMC CRANE GANTRY WHEEL BRAKES	83,232
	OTHER CAPITAL PCOB	
003.2046.xxx	VEHICLE PURCHASES (ALL LOCATIONS)	643,351
003.2035.173	REPLACE AIR HANDLER UNITS (PCOB TENANT AREA)	68,007
003.2035.173	EXECUTIVE CONFERENCE ROOM RENOVATION	72,190

- f. A budget variance based on the budget adopted under Section 189.016(4), *Florida Statutes*, before the beginning of the fiscal year being reported if the district amends a final adopted budget under Section 189.016(6), *Florida Statutes*, as shown below:

JACKSONVILLE PORT AUTHORITY
QUARTERLY REPORT SUMMARY
For the Twelve Months Ending September 30, 2022
UNAUDITED

BALANCE SHEET				
Cash and Investments	\$ 69,751,706	Current Liabilities	\$ 13,413,653	
Accounts Receivable & Other Assets	32,291,479	Notes and Bonds Payable	224,851,951	
Fixed Assets	<u>856,329,215</u>	Other Liabilities	42,233,666	
TOTAL ASSETS	<u>\$ 958,372,400</u>	Net Position	<u>677,873,131</u>	
		TOTAL LIABILITIES & EQUITY	<u>\$ 958,372,400</u>	
OPERATING & NON-OPERATING ITEMS				
	2021/2022 ORIGINAL BUDGET	2021/2022 AMENDED BUDGET	2021/2022 YTD ACTUAL	FAVORABLE (UNFAVORABLE) BUDGET VARIANCE
OPERATING REVENUES				
Containers	\$ 29,856,732	\$ 29,856,732	\$ 29,623,331	\$ (233,401)
Autos	15,220,500	15,220,500	15,098,099	(122,401)
Military	998,133	998,133	577,644	(420,489)
Break Bulk	4,133,415	4,133,415	5,915,270	1,781,855
Liquid Bulk	1,490,922	1,490,922	1,509,050	18,128
Dry Bulk	2,078,202	2,078,202	2,222,715	144,513
Cruise	1,224,130	1,224,130	2,562,412	1,338,282
Other Operating Revenues	2,778,721	2,778,721	3,908,245	1,129,524
TOTAL OPERATING REVENUES	<u>\$ 57,780,755</u>	<u>\$ 57,780,755</u>	<u>\$ 61,416,766</u>	<u>\$ 3,636,011</u>
OPERATING EXPENDITURES				
Salaries	\$ 13,120,191	\$ 13,120,191	\$ 13,243,244	\$ (123,053)
Employee Benefits	5,913,133	5,913,133	5,967,838	(54,705)
Services & Supplies	4,948,700	4,948,700	5,559,249	(610,549)
Security Services	5,402,169	5,402,169	4,404,830	997,339
Business Travel & Training	576,725	576,725	322,033	254,692
Promotion, Advertising & Dues	734,327	734,327	647,350	86,977
Utility Services	781,944	781,944	743,320	38,624
Repairs & Maintenance	2,077,416	2,077,416	2,235,352	(157,936)
Crane Maintenance Pass Thru	(450,000)	(450,000)	(508,905)	58,905
Berth Maintenance Dredging	5,335,165	5,335,165	4,920,421	414,744
Miscellaneous	163,115	163,115	155,123	7,992
TOTAL OPERATING EXPENDITURES	<u>\$ 38,602,885</u>	<u>\$ 38,602,885</u>	<u>\$ 37,689,855</u>	<u>\$ 913,031</u>
OPERATING INCOME	<u>\$ 19,177,870</u>	<u>\$ 19,177,870</u>	<u>\$ 23,726,911</u>	<u>\$ 4,549,042</u>
NON-OPERATING REVENUES				
Investment Income	\$ 8,688	\$ 8,688	\$ 183,693	\$ 175,005
Operating Grants	73,440	73,440	29,461	(43,979)
Shared Revenue from Primary Govt	9,642,191	9,642,191	9,768,892	126,701
Other Revenue	8,500	8,500	20,712	12,212
	<u>\$ 9,732,819</u>	<u>\$ 9,732,819</u>	<u>\$ 10,002,758</u>	<u>\$ 269,939</u>
NON-OPERATING EXPENSES				
Debt Service	\$ 16,827,725	\$ 16,827,725	\$ 18,970,291	\$ (2,142,566)
Crane Relocation	-	-	504	(504)
Other Expenditures	3,360	3,360	19,562	(16,202)
	<u>\$ 16,831,085</u>	<u>\$ 16,831,085</u>	<u>\$ 18,990,357</u>	<u>\$ (2,159,272)</u>
NET INCOME BEFORE CAPITAL OUTLAY AND CONTINGENCY	<u>\$ 12,079,604</u>	<u>\$ 12,079,604</u>	<u>\$ 14,739,312</u>	<u>\$ 2,659,709</u>
Transfer (to)/from Operating Capital Outlay	\$ (12,079,604)	\$ (12,079,604)	\$ (9,483,495)	\$ 2,596,109
SURPLUS (DEFICIT)	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 5,255,817</u>	<u>\$ 5,255,817</u>
TOTAL REVENUES	<u>\$ 67,513,574</u>	<u>\$ 67,513,574</u>	<u>\$ 71,419,524</u>	
TOTAL APPROPRIATIONS	<u>\$ 67,513,574</u>	<u>\$ 67,513,574</u>	<u>\$ 66,163,707</u>	

Purpose of This Letter

Our management letter is intended solely for the information and use of the Legislative Auditing Committee, members of the Florida Senate and the Florida House of Representatives, the Florida Auditor General, Federal and other granting agencies, and applicable management, and is not intended to be and should not be used by anyone other than these specified parties.

RSM US LLP

Jacksonville, Florida
March 17, 2023



RSM US LLP

**Independent Accountant's Report on Compliance with
Local Government Investment Policies**

Members of the Board of Directors
Jacksonville Port Authority
Jacksonville, Florida

We have examined the Jacksonville Port Authority's (the Authority), a component unit of the City of Jacksonville, compliance with the local government investment policy requirements of Section 218.415, *Florida Statutes*, during the period October 1, 2021 to September 30, 2022. Management of the Authority is responsible for the Authority's compliance with the specific requirements. Our responsibility is to express an opinion on Authority's compliance with the specified requirements based on our examination.

Our examination was conducted in accordance with attestation standards established by the American Institute of Certified Public Accountants. Those standards require that we plan and perform the examination to obtain reasonable assurance about whether the Authority complied, in all material respects, with the specified requirements referenced above. An examination involves performing procedures to obtain evidence about whether the Authority complied with the specified requirements. The nature, timing and extent of the procedures selected depend on our judgment, including an assessment of the risks of material noncompliance, whether due to fraud or error. We believe that the evidence obtained is sufficient and appropriate to provide a reasonable basis for our opinion.

Our examination does not provide a legal determination of the Authority's compliance with the specified requirements.

We are required to be independent and to meet our other ethical responsibilities in accordance with relevant ethical requirements relating to the engagement.

In our opinion, the Authority complied, in all material respects, with the aforementioned requirements of Section 218.415, *Florida Statutes*, during the period October 1, 2021 to September 30, 2022.

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

RSM US LLP

Jacksonville, Florida
March 17, 2023

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**SUBMISSION
FOR
BOARD APPROVAL**

**SUBJECT: SOVEREIGNTY SUBMERGED LAND LEASE
MODIFICATION TO INCREASE SQUARE FOOTAGE
(Easement No. 30636 BOT FILE NO. 160529609)**

COST: \$0.00 (Renewal Fee)

BUDGETED: N/A

BACKGROUND: JAXPORT originally entered into a Lease Agreement No. 160529609 (“SSLL”) with the Board of Trustees of the Internal Improvement Trust Fund of the State of Florida (“State”) in 2001 to be used exclusively for mooring of commercial vessels in conjunction with an upland commercial auto off-loading facility, with fueling facilities, with a swage pump-out facility if it meets the regulatory requirements of the state of Florida Dept. of Environmental Protection.

Due to modifications to Berth 22 to add additional breasting and mooring dolphins, the current lease must be modified to account for the placement of the additional structures to support larger vessel placement at the berth.

STATUS: There is no cost to JAXPORT for the lease Renewal and Modification. The State will finalize the renewal upon acceptance.

RECOMMENDATION: Recommendation is hereby made for the Board to approve the Lease renewal and that the Board authorize the Chief Executive Officer, or his designee, to execute all documents necessary for the Submerged Lands Lease Renewal and Modification as shown in the attachment.

ATTACHMENTS:

- Location Map showing location of SSLL.
- Agreement for execution with Board of Trustees of Internal Improvement Trust Fund of the State of Florida, which includes the property description and sketch.

BD2023-03-02



SUBMISSION FOR BOARD APPROVAL

RECOMMENDED FOR APPROVAL:

James G. Bennett, PE
Chief Operating Officer

Signature: James G. Bennett, PE
James G. Bennett, PE (Mar 21, 2023 13:50 EDT)

Email: James.Bennett@jaxport.com

Signature and Date

SUBMITTED FOR APPROVAL:

Eric Green
Chief Executive Officer

Signature: Eric B. Green
Eric B. Green (Mar 21, 2023 14:04 EDT)

Email: eric.green@jaxport.com

Signature and Date

BOARD APPROVAL:

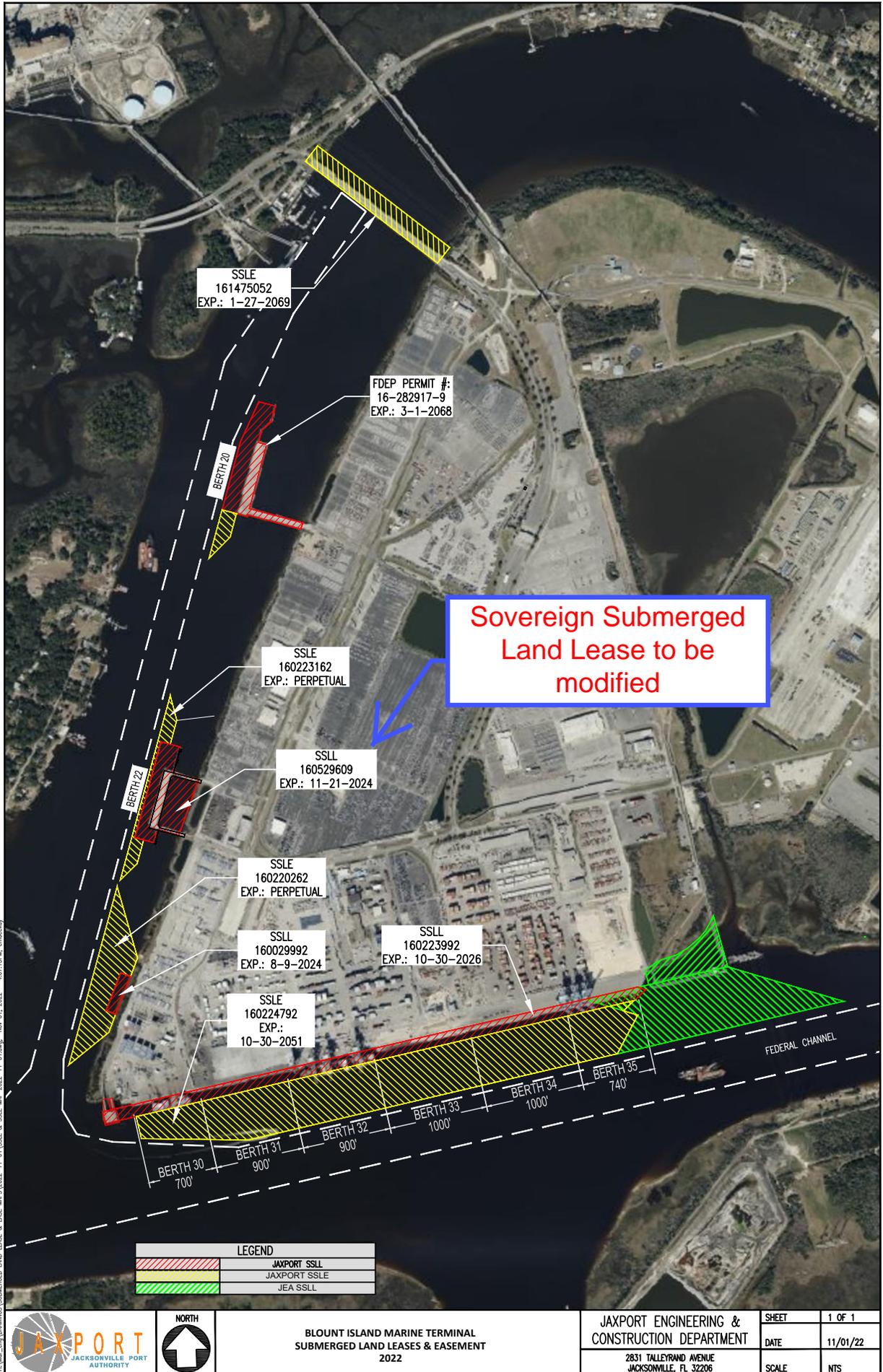
Meeting Date

Rebecca Dicks/Recording Secretary

ATTEST:

Wendy O. Hamilton, Treasurer/
Secretary

J. Palmer Clarkson, Chairman



H:\Map_2022\DOMINUS\SUBMERGED LAND LEASE & EASE MAPS\2022-11-01\SSLE & SLL MAP 2022-11-01.dwg, Nov 01, 2022 - 4:07:59PM, csmcbray



**BLOUNT ISLAND MARINE TERMINAL
SUBMERGED LAND LEASES & EASEMENT
2022**

**JAXPORT ENGINEERING &
CONSTRUCTION DEPARTMENT**
2831 TALLEYRAND AVENUE
JACKSONVILLE, FL 32206

SHEET	1 OF 1
DATE	11/01/22
SCALE	NTS

This Instrument Prepared By:
Celeda Wallace
Action No. 46729
Bureau of Public Land Administration
3900 Commonwealth Boulevard
Mail Station No. 125
Tallahassee, Florida 32399

BOARD OF TRUSTEES OF THE INTERNAL IMPROVEMENT TRUST FUND
OF THE STATE OF FLORIDA

SOVEREIGNTY SUBMERGED LANDS FEE WAIVED LEASE
MODIFICATION TO INCREASE SQUARE FOOTAGE

BOT FILE NO. 160529609

THIS LEASE is hereby issued by the Board of Trustees of the Internal Improvement Trust Fund of the State of Florida, hereinafter referred to as the Lessor.

WITNESSETH: That for and in consideration of payment of the annual lease fees hereinafter provided and the faithful and timely performance of and compliance with all terms and conditions stated herein, the Lessor does hereby lease to Jacksonville Port Authority, a public body politic and corporate, hereinafter referred to as the Lessee, the sovereignty submerged lands as defined in 18-21.003, Florida Administrative Code, contained within the following legal description:

A parcel of sovereignty submerged land in Section 25, Township 01 South, Range 27 East, in St. Johns River, Duval County, Florida, containing 381,792 square feet, more or less, as is more particularly described and shown on Attachment A, dated August 10, 2022.

TO HAVE THE USE OF the hereinabove described premises from November 14, 2022, the effective date of this modified lease, through November 21, 2024, the expiration date of this modified lease. The terms and conditions on and for which this lease is granted are as follows:

1. USE OF PROPERTY: The Lessee is hereby authorized to construct and operate a deep-water port to be used exclusively for mooring of commercial vessels in conjunction with an upland commercial auto off-loading facility, with fueling facilities, with a sewage pumpout facility if it meets the regulatory requirements of the State of Florida Department of Environmental Protection or State of Florida Department of Health, whichever agency has jurisdiction, and without liveaboards as defined in paragraph 25, as shown and conditioned in Attachment A, and the State of Florida Department of Environmental Protection Environmental Resource Permit No. 16-0010303-023-EI, dated November 9, 2022, incorporated herein and made a part of this lease by reference. The construction of the structures described in Attachment A shall be completed within the initial term hereof or within the first 5 years of the initial term if the initial term is for a period greater than 5 years. The failure to complete the construction of all authorized structures within this time period shall constitute a material breach of the lease causing the lease to automatically terminate upon the expiration of the initial term or first 5 years, whichever is sooner, without any right of renewal. All of the foregoing subject to the remaining conditions of this lease.

[02-29]

2. AGREEMENT TO EXTENT OF USE: This lease is given to the Lessee to use or occupy the leased premises only for those activities specified herein and as conditioned by the permit referenced in paragraph 1 of this lease. The Lessee shall not (i) change or add to the approved use of the leased premises as defined herein (e.g., from commercial to multi-family residential, from temporary mooring to rental of wet slips, from rental of wet slips to contractual agreement with third party for docking of cruise ships, from rental of recreational pleasure craft to rental or temporary mooring of charter/tour boats, from loading/offloading commercial to rental of wet slips, etc.); (ii) change activities in any manner that may have an environmental impact that was not considered in the original authorization or regulatory permit; or (iii) change the type of use of the riparian uplands or as permitted by the Lessee's interest in the riparian upland property that is more particularly described in Attachment B without first obtaining a regulatory permit/modified permit, if applicable, the Lessor's written authorization in the form of a modified lease, the payment of additional fees, if applicable, and, if applicable, the removal of any structures which may no longer qualify for authorization under the modified lease. If at any time during the lease term this lease no longer satisfies the requirements of subparagraph 18-21.011(1)(b)7., Florida Administrative Code, for a fee waived lease, the Lessee shall be required to pay an annual lease fee in accordance with Rule 18-21.011, Florida Administrative Code, and if applicable, remove any structures which may no longer qualify for authorization under this lease.

3. SUBMITTING ANNUAL CERTIFIED FINANCIAL RECORDS: By December 1 of each year during the term of this lease, the Lessee shall submit annual certified financial records of income and expenses to the State of Florida Department of Environmental Protection, Division of State Lands, Bureau of Public Land Administration, 3900 Commonwealth Blvd, MS 130, Tallahassee, FL 32399. "Income" is defined in subsection 18-21.003(31), Florida Administrative Code. The submitted financial records shall be certified by the Lessee.

4. EXAMINATION OF LESSEE'S RECORDS: For purposes of this lease, the Lessor is hereby specifically authorized and empowered to examine, for the term of this lease including any extensions thereto plus three (3) additional years, at all reasonable hours, the books, records, contracts, and other documents confirming and pertaining to the computation of annual lease payments as specified in paragraph two (2) above.

5. MAINTENANCE OF LESSEE'S RECORDS: The Lessee shall maintain separate accounting records for: (i) the gross revenue derived directly from the use of the leased premises, (ii) the gross revenue derived indirectly from the use of the leased premises, and (iii) all other gross revenue derived from the Lessee's operations on the riparian upland property. The Lessee shall secure, maintain and keep all records for the entire term of this lease plus three (3) additional years. This period shall be extended for an additional two (2) years upon request for examination of all records and accounts for lease verification purposes by the Lessor.

6. PROPERTY RIGHTS: The Lessee shall make no claim of title or interest to said lands hereinbefore described by reason of the occupancy or use thereof, and all title and interest to said land hereinbefore described is vested in the Lessor. The Lessee is prohibited from including, or making any claim that purports to include, said lands described or the Lessee's leasehold interest in said lands into any form of private ownership, including but not limited to any form of condominium or cooperative ownership. The Lessee is further prohibited from making any claim, including any advertisement, that said land, or the use thereof, may be purchased, sold, or re-sold.

7. INTEREST IN RIPARIAN UPLAND PROPERTY: During the term of this lease, the Lessee shall maintain satisfactory evidence of sufficient upland interest as required by paragraph 18-21.004(3)(b), Florida Administrative Code, in the riparian upland property that is more particularly described in Attachment B and by reference made a part hereof together with the riparian rights appurtenant thereto. If such interest is terminated or the Lessor determines that such interest did not exist on the effective date of this lease, this lease may be terminated at the option of the Lessor. If the Lessor terminates this lease, the Lessee agrees not to assert a claim or defense against the Lessor arising out of this lease. Prior to sale and/or termination of the Lessee's interest in the riparian upland property, the Lessee shall inform any potential buyer or transferee of the Lessee's interest in the riparian upland property and the existence of this lease and all its terms and conditions and shall complete and execute any documents required by the Lessor to effect an assignment of this lease, if consented to by the Lessor. Failure to do so will not relieve the Lessee from responsibility for full compliance with the terms and conditions of this lease which include, but are not limited to, payment of all fees and/or penalty assessments incurred prior to such act.

8. ASSIGNMENT OF LEASE: This lease shall not be assigned or otherwise transferred without prior written consent of the Lessor or its duly authorized agent. Such assignment or other transfer shall be subject to the terms, conditions and provisions of this lease, current management standards and applicable laws, rules and regulations in effect at that time. Any assignment or other transfer without prior written consent of the Lessor shall be null and void and without legal effect.

9. LIABILITY/INVESTIGATION OF ALL CLAIMS: The Lessee shall investigate all claims of every nature at its expense. Each party is responsible for all personal injury and property damage attributable to the negligent acts or omissions of that party and the officers, employees and agents thereof. Nothing herein shall be construed as an indemnity or a waiver of sovereign immunity enjoyed by any party hereto, as provided in Section 768.28, Florida Statutes, as amended from time to time, or any other law providing limitations on claims.

10. NOTICES/COMPLIANCE/TERMINATION: The Lessee binds itself, its successors and assigns, to abide by the provisions and conditions herein set forth, and said provisions and conditions shall be deemed covenants of the Lessee, its successors and assigns. In the event the Lessee fails or refuses to comply with the provisions and conditions herein set forth, or in the event the Lessee violates any of the provisions and conditions herein set forth, and the Lessee fails or refuses to comply with any of said provisions or conditions within twenty (20) days of receipt of the Lessor's notice to correct, this lease may be terminated by the Lessor upon thirty (30) days written notice to the Lessee. If canceled, all of the above-described parcel of land shall revert to the Lessor. All notices required to be given to the Lessee by this lease or applicable law or administrative rules shall be sufficient if sent by U.S. Mail to the following address:

Jacksonville Port Authority
2831 Talleyrand Ave
Jacksonville, Florida 32206

The Lessee shall notify the Lessor by certified mail of any change to this address at least ten (10) days before the change is effective.

11. TAXES AND ASSESSMENTS: The Lessee shall assume all responsibility for liabilities that accrue to the subject property or to the improvements thereon, including any and all drainage or special assessments or taxes of every kind and description which are now or may be hereafter lawfully assessed and levied against the subject property during the effective period of this lease.

12. NUISANCES OR ILLEGAL OPERATIONS: The Lessee shall not permit the leased premises or any part thereof to be used or occupied for any purpose or business other than herein specified unless such proposed use and occupancy are consented to by the Lessor and the lease is modified accordingly, nor shall Lessee knowingly permit or suffer any nuisances or illegal operations of any kind on the leased premises.

13. MAINTENANCE OF FACILITY/RIGHT TO INSPECT: The Lessee shall maintain the leased premises in good condition, keeping the structures and equipment located thereon in a good state of repair in the interests of public health, safety and welfare. No dock or pier shall be constructed in any manner that would cause harm to wildlife. The leased premises shall be subject to inspection by the Lessor or its designated agent at any reasonable time.

14. NON-DISCRIMINATION: The Lessee shall not discriminate against any individual because of that individual's race, color, religion, sex, national origin, age, handicap, or marital status with respect to any activity occurring within the area subject to this lease or upon lands adjacent to and used as an adjunct of the leased area.

15. ENFORCEMENT OF PROVISIONS: No failure, or successive failures, on the part of the Lessor to enforce any provision, nor any waiver or successive waivers on its part of any provision herein, shall operate as a discharge thereof or render the same inoperative or impair the right of the Lessor to enforce the same upon any renewal thereof or in the event of subsequent breach or breaches.

16. PERMISSION GRANTED: Upon expiration or cancellation of this lease all permission granted hereunder shall cease and terminate.

17. RENEWAL PROVISIONS: Renewal of this lease shall be at the sole option of the Lessor. Such renewal shall be subject to the terms, conditions and provisions of management standards and applicable laws, rules and regulations in effect at that time. In the event that the Lessee is in full compliance with the terms of this lease, the Lessor will begin the renewal process. The term of any renewal granted by the Lessor shall commence on the last day of the previous lease term. In the event the Lessor does not grant a renewal, the Lessee shall vacate the leased premises and remove all structures and equipment occupying and erected thereon at its expense. The obligation to remove all structures authorized herein upon termination of this lease shall constitute an affirmative covenant upon the Lessee's interest in the riparian upland property more particularly described in Attachment B which shall run with the title to the Lessee's interest in said riparian upland property and shall be binding upon the Lessee and the Lessee's successors in title or successors in interest.

18. REMOVAL OF STRUCTURES/ADMINISTRATIVE FINES: If the Lessee does not remove said structures and equipment occupying and erected upon the leased premises after expiration or cancellation of this lease, such structures and equipment will be deemed forfeited to the Lessor, and the Lessor may authorize removal and may sell such forfeited structures and equipment after ten (10) days written notice by certified mail addressed to the Lessee at the address specified in Paragraph 12 or at such address on record as provided to the Lessor by the Lessee. However, such remedy shall be in addition to all other remedies available to the Lessor under applicable laws, rules and regulations including the right to compel removal of all structures and the right to impose administrative fines.

19. REMOVAL COSTS/LIEN ON RIPARIAN UPLAND PROPERTY: Subject to the noticing provisions of Paragraph 20 of this lease, any costs incurred by the Lessor in removal of any structures and equipment constructed or maintained on state lands shall be paid by Lessee and any unpaid costs and expenses shall constitute a lien upon the Lessee's interest in the riparian upland property that is more particularly described in Attachment B. This lien on the Lessee's interest in the riparian upland property shall be enforceable in summary proceedings as provided by law.

20. RIPARIAN RIGHTS/FINAL ADJUDICATION: In the event that any part of any structure authorized hereunder is determined by a final adjudication issued by a court of competent jurisdiction to encroach on or interfere with adjacent riparian rights, Lessee agrees to either obtain written consent for the offending structure from the affected riparian owner or to remove the interference or encroachment within 60 days from the date of the adjudication. Failure to comply with this paragraph shall constitute a material breach of this lease agreement and shall be grounds for immediate termination of this lease agreement at the option of the Lessor.

21. AMENDMENTS/MODIFICATIONS: This lease is the entire and only agreement between the parties. Its provisions are not severable. Any amendment or modification to this lease must be in writing, must be accepted, acknowledged and executed by the Lessee and Lessor, and must comply with the rules and statutes in existence at the time of the execution of the modification or amendment. Notwithstanding the provisions of this paragraph, if mooring is authorized by this lease, the Lessee may install boatlifts within the leased premises without formal modification of the lease provided that (a) the Lessee obtains any state or local regulatory permit that may be required; and (b) the location or size of the lift does not increase the mooring capacity of the docking facility.

22. ADVERTISEMENT/SIGNS/NON-WATER DEPENDENT ACTIVITIES/ADDITIONAL ACTIVITIES/MINOR STRUCTURAL REPAIRS: No permanent or temporary signs directed to the boating public advertising the sale of alcoholic beverages shall be erected or placed within the leased premises. No restaurant or dining activities are to occur within the leased premises. The Lessee shall ensure that no permanent, temporary or floating structures, fences, docks, pilings or any structures whose use is not water-dependent shall be erected or conducted over sovereignty submerged lands without prior written consent from the Lessor. No additional structures and/or activities including dredging, relocation/realignment or major repairs or renovations to authorized structures, shall be erected or conducted on or over sovereignty, submerged lands without prior written consent from the Lessor. Unless specifically authorized in writing by the Lessor, such activities or structures shall be considered unauthorized and a violation of Chapter 253, Florida Statutes, and shall subject the Lessee to administrative fines under Chapter 18-14, Florida Administrative Code. This condition does not apply to minor structural repairs required to maintain the authorized structures in a good state of repair in the interests of public health, safety or welfare; provided, however, that such activities shall not exceed the activities authorized by this lease.

23. USACE AUTHORIZATION: Prior to commencement of construction and/or activities authorized herein, the Lessee shall obtain the U.S. Army Corps of Engineers (USACE) permit if it is required by the USACE. Any modifications to the construction and/or activities authorized herein that may be required by the USACE shall require consideration by and the prior written approval of the Lessor prior to the commencement of construction and/or any activities on sovereign, submerged lands.

24. COMPLIANCE WITH FLORIDA LAWS: On or in conjunction with the use of the leased premises, the Lessee shall at all times comply with all Florida Statutes and all administrative rules promulgated thereunder. Any unlawful activity which occurs on the leased premises or in conjunction with the use of the leased premises shall be grounds for the termination of this lease by the Lessor.

25. LIVEBOARDS: The term "liveaboard" is defined as a vessel docked at the facility and inhabited by a person or persons for any five (5) consecutive days or a total of ten (10) days within a thirty (30) day period. If liveaboards are authorized by paragraph one (1) of this lease, in no event shall such "liveaboard" status exceed six (6) months within any twelve (12) month period, nor shall any such vessel constitute a legal or primary residence.

26. GAMBLING VESSELS: During the term of this lease and any renewals, extensions, modifications or assignments thereof, Lessee shall prohibit the operation of or entry onto the leased premises of gambling cruise ships, or vessels that are used principally for the purpose of gambling, when these vessels are engaged in "cruises to nowhere," where the ships leave and return to the state of Florida without an intervening stop within another state or foreign country or waters within the jurisdiction of another state or foreign country, and any watercraft used to carry passengers to and from such gambling cruise ships.

[Remainder of page intentionally left blank; Signature page follows]

IN WITNESS WHEREOF, the Lessor and the Lessee have executed this instrument on the day and year first above written.

WITNESSES:

BOARD OF TRUSTEES OF THE INTERNAL
IMPROVEMENT TRUST FUND OF THE STATE
OF FLORIDA

Original Signature

(SEAL)

Print/Type Name of Witness

BY: _____
Brad Richardson, Chief, Bureau of Public Land Administration,
Division of State Lands, State of Florida Department of
Environmental Protection, as agent for and on behalf of the Board
of Trustees of the Internal Improvement Trust Fund of the
State of Florida.

Original Signature

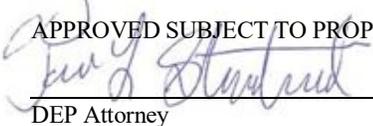
Print/Type Name of Witness

"LESSOR"

STATE OF FLORIDA
COUNTY OF LEON

The foregoing instrument was acknowledged before me by means of physical presence this _____ day of _____, 20____, by Brad Richardson, Chief, Bureau of Public Land Administration, Division of State Lands, State of Florida Department of Environmental Protection, as agent for and on behalf of the Board of Trustees of the Internal Improvement Trust Fund of the State of Florida. He is personally known to me.

APPROVED SUBJECT TO PROPER EXECUTION:



1/11/2023

DEP Attorney

Date

Notary Public, State of Florida

Printed, Typed or Stamped Name

My Commission Expires:

Commission/Serial No. _____

WITNESSES:

Jacksonville Port Authority,
a public body politic and corporate _____ (SEAL)

Original Signature

BY:

Original Signature of Executing Authority

Typed/Printed Name of Witness

Eric Green

Typed/Printed Name of Executing Authority

Original Signature

Chief Executive Officer

Title of Executing Authority

Typed/Printed Name of Witness

“LESSEE”

STATE OF _____

COUNTY OF _____

The foregoing instrument was acknowledged before me by means of __ physical presence or __online notarization this _____ day of _____, 20____, by Eric Green as Chief Executive Officer, for and on behalf of Jacksonville Port Authority, a public body politic and corporate. He is personally known to me or who has produced _____, as identification.

My Commission Expires:

Signature of Notary Public

Notary Public, State of _____

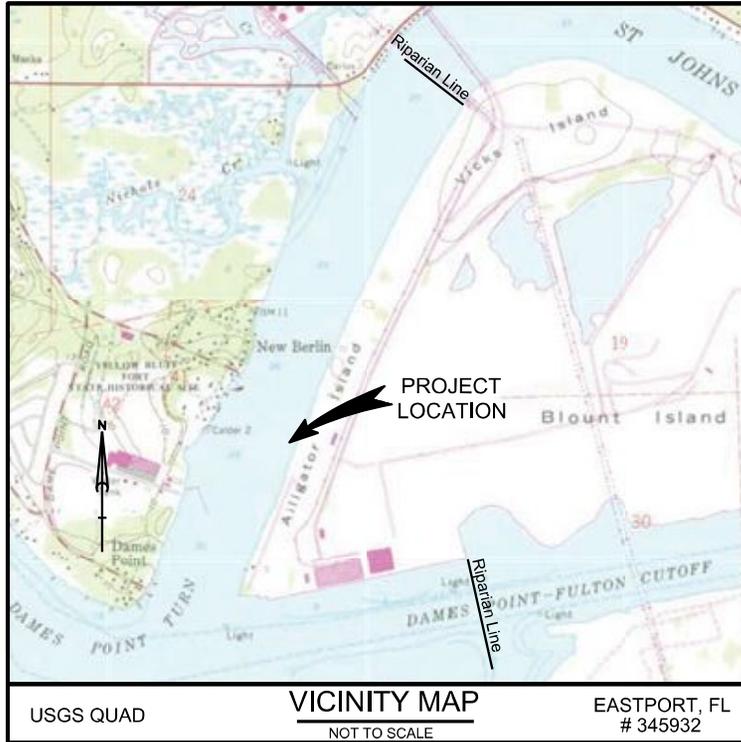
Commission/Serial No. _____

Printed, Typed or Stamped Name

Attachment A
Page 8 of 13 Pages
Sovereignty Submerged Lands Lease No. 160529609

MAPS SHOWING A SKETCH TO ACCOMPANY DESCRIPTION:

FOR A PORTION OF SUBMERGED SOVEREIGN LANDS LEASE OF THE STATE OF FLORIDA LYING ADJACENT TO THE BLOUNT ISLAND WEST CHANNEL OF THE ST. JOHNS RIVER, UNSURVEYED SECTION 25, TOWNSHIP 1 SOUTH, RANGE 27 EAST, DUVAL COUNTY, FLORIDA



LEGEND

O.R.V.	OFFICIAL RECORDS VOLUME
PG.	PAGE
P.C.	POINT OF CURVATURE
P.T.	POINT OF TANGENCY
P.R.C.	POINT OF REVERSE CURVATURE
P.C.C.	POINT OF COMPOUND CURVATURE
LB	LICENSED BUSINESS
R/W	RIGHT OF WAY
MHWL	MEAN HIGH WATER LINE
[10.5']	TIE TO LEASE AREA

SURVEY NOTES

1. THIS MAP REPRESENTS A FIELD SURVEY DATED MARCH 25, 2022.
2. BEARINGS SHOWN HEREON ARE BASED ON THE NORTH WESTERLY BULKHEAD LINE OF BLOUNT ISLAND S20°15'39"W AS IN ESTABLISHED BULKHEAD LINES PLAT BOOK 1, PAGE 32, DUVAL COUNTY, FLORIDA.
3. ALL DIMENSIONS SHOWN HEREON ARE IN FEET AND IN TENTHS AND ARE BASED ON THE U.S. SURVEY FOOT.
4. A TITLE COMMITMENT HAS NOT BEEN PROVIDED FOR THIS SURVEY.
5. NOTICE: THERE MAY BE ADDITIONAL RESTRICTIONS THAT ARE NOT SHOWN ON THIS SURVEY THAT MAY BE FOUND IN THE PUBLIC RECORDS OF THIS COUNTY.
6. ELEVATIONS SHOWN HEREON ARE BASED UPON NORTH AMERICAN VERTICAL DATUM, 1988 (NAVD88).
7. LINEAR FOOTAGE OF RIPARIAN SHORELINE IS APPROXIMATELY 9,824 FEET.
7. THE MEAN HIGH WATER LINE IS LOCATED AS INSTRUCTED BY THE DEPARTMENT OF ENVIRONMENTAL PROTECTION, BUREAU OF SURVEYING AND MAPPING, LABINS.ORG, AT ELEVATION 1.20' NAVD 1988 FOR INTERPOLATION TIDE POINT (TIP) No. 6023.
8. THE SURVEY SHOWN HEREON MEETS THE STANDARDS OF PRACTICE SET FORTH BY THE FLORIDA BOARD OF PROFESSIONAL SURVEYORS AND MAPPERS PURSUANT TO CHAPTER 5J-17,052 OF THE FLORIDA ADMINISTRATIVE CODES.

THIS SURVEY IS NOT COMPLETE WITHOUT ACCOMPANYING SHEETS 2 & 3.

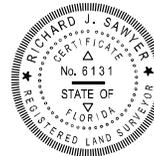
CERTIFIED TO

BOARD OF TRUSTEES OF THE INTERNAL IMPROVEMENT TRUST FUND OF THE STATE OF FLORIDA
JACKSONVILLE PORT AUTHORITY

Richard J.
Sawyer, PSM

Digitally signed by Richard J. Sawyer, PSM
Date: 2022.08.10 12:48:25 -04'00'

Richard J. Sawyer
Professional Surveyor and Mapper
Florida Certificate No. 6131



FOR: JACKSONVILLE PORT AUTHORITY
BERTH 22 - SOVEREIGN SUBMERGED LANDS LEASE

ARC SURVEYING & MAPPING, INC.



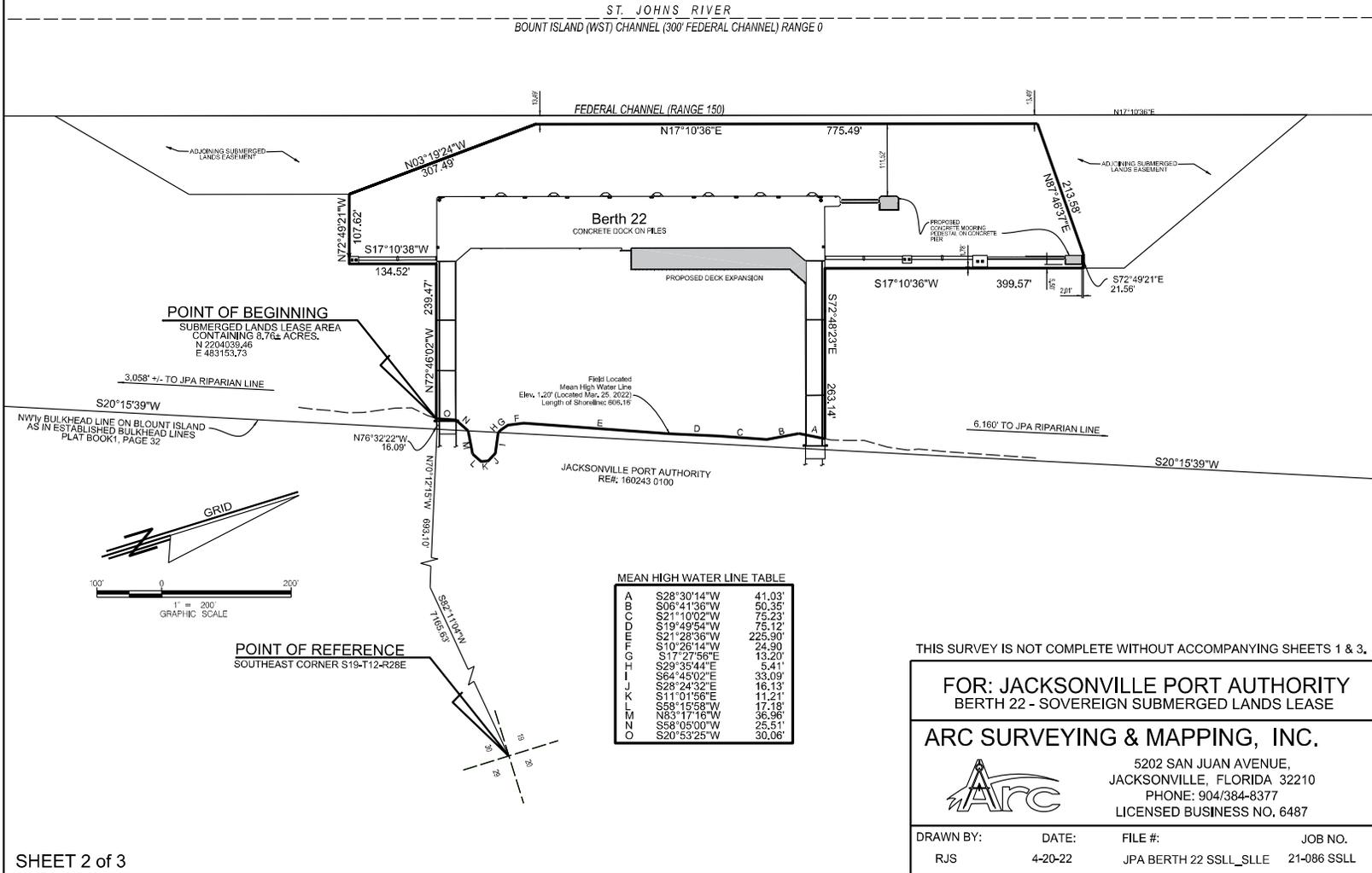
5202 SAN JUAN AVENUE,
JACKSONVILLE, FLORIDA 32210
PHONE: 904/384-8377
LICENSED BUSINESS NO. 6487

DRAWN BY:	DATE:	FILE #:	JOB NO.
RJS	4-20-22	JPA BERTH 22 SSSL_SLL	21-086 SSSL

Attachment A
 Page 9 of 13 Pages
 Sovereignty Submerged Lands Lease No. 160529609

MAPS SHOWING A SKETCH TO ACCOMPANY DESCRIPTION:

FOR A PORTION OF SUBMERGED SOVEREIGN LANDS LEASE OF THE STATE OF FLORIDA LYING ADJACENT TO THE BLOUNT ISLAND WEST CHANNEL OF THE ST. JOHNS RIVER, UNSURVEYED SECTION 25, TOWNSHIP 1 SOUTH, RANGE 27 EAST, DUVAL COUNTY, FLORIDA



MAPS SHOWING A SKETCH TO ACCOMPANY DESCRIPTION:

FOR A PORTION OF SUBMERGED SOVEREIGN LANDS LEASE OF THE STATE OF FLORIDA LYING ADJACENT TO THE BLOUNT ISLAND WEST CHANNEL OF THE ST. JOHNS RIVER, UNSURVEYED SECTION 25, TOWNSHIP 1 SOUTH, RANGE 27 EAST, DUVAL COUNTY, FLORIDA

A PARCEL OF SOVEREIGN SUBMERGED LANDS LYING ADJACENT AND EAST TO THE BLOUNT ISLAND WEST CHANNEL OF THE ST. JOHNS RIVER, LOCATED IN UNSURVEYED SECTION 25, TOWNSHIP 1 SOUTH, RANGE 27 EAST, DUVAL COUNTY, FLORIDA, AND BEING MORE PARTICULARLY DESCRIBED AS FOLLOWS:

COMMENCE FOR A POINT OF REFERENCE AT THE SOUTHEAST CORNER OF SECTION 19, TOWNSHIP 1 SOUTH, RANGE 28 EAST, SAID DUVAL COUNTY AND PROCEED SOUTH 82°11'04" WEST, 7,165.63 FEET; THENCE NORTH 70°12'15" WEST, 693.10 FEET TO A POINT LYING ON THE NORTHWESTERLY BULKHEAD LINE OF BLOUNT ISLAND AS RECORDED IN ESTABLISHED BULKHEAD LINES, PLAT BOOK 1, PAGE 32 OF THE CURRENT PUBLIC RECORDS OF SAID COUNTY; THENCE NORTH 76°32'22" WEST, 16.09 FEET TO THE INTERSECTION OF THE SOUTHERLY LINE OF THE CONCRETE ACCESS RAMP TO BERTH 22 AND THE MEAN HIGH WATER LINE (MEAN HIGH WATER LINE HAVING AN ELEVATION OF 1.19 FEET NAVD88 DATUM (AS DESCRIBED BY THE DEPARTMENT OF ENVIRONMENTAL PROTECTION, BUREAU OF SURVEYING AND MAPPING, FOR INTERPOLATION POINT No. 6023) AND THE POINT OF BEGINNING;

FROM THE POINT OF BEGINNING CONTINUE ALONG SAID SOUTHERLY LINE OF THE EXISTING CONCRETE DECK OF BERTH 22, NORTH 72°46'02" WEST, 239.47 FEET; THENCE DEPARTING SAID SOUTH LINE OF THE EXISTING CONCRETE DECK OF BERTH 22, SOUTH 17°10'38" WEST, 134.52 FEET; THENCE NORTH 72°49'21" WEST, 107.62 FEET; THENCE NORTH 03°19'24" WEST, 307.49 FEET; THENCE NORTH 17°10'36" EAST, 775.49 FEET AND PARALLEL TO THE EASTERLY LINE OF THE FEDERAL CHANNEL OF SAID ST. JOHNS RIVER, ALSO BEING THE BLOUNT ISLAND (WEST) CHANNEL OF SAID ST. JOHNS RIVER; THENCE NORTH 87°46'37" EAST, 213.58 FEET; THENCE SOUTH 72°49'21" EAST, 21.56 FEET; THENCE SOUTH 17°10'36" WEST, 399.57 FEET AND TO A POINT AT THE INTERSECTION WITH THE NORTHERLY LINE OF THE EXISTING CONCRETE DECK OF SAID BERTH 22; THENCE CONTINUE ALONG NORTHERLY LINE OF THE EXISTING CONCRETE DECK OF SAID BERTH 22, SOUTH 72°48'23" EAST, 263.14 FEET TO A POINT ON THE INTERSECTION OF THE MEAN HIGH WATER LINE (MEAN HIGH WATER LINE HAVING AN ELEVATION OF 1.20 FEET, NAVD88 DATUM, AS DESCRIBED BY THE DEPARTMENT OF ENVIRONMENTAL PROTECTION, BUREAU OF SURVEYING AND MAPPING, FOR TIDE INTERPOLATION POINT No. 6023); THENCE ALONG SAID AFOREMENTIONED MEAN HIGH WATER LINE THE FOLLOWING COURSES; SOUTH 28°30'14" WEST, 41.03 FEET; THENCE SOUTH 06°41'36" WEST, 50.35 FEET; THENCE SOUTH 21°10'02" WEST, 75.23 FEET; THENCE SOUTH 19°49'54" WEST, 75.12 FEET; THENCE SOUTH 21°28'36" WEST, 225.90 FEET; THENCE SOUTH 10°26'14" WEST, 24.90 FEET; THENCE SOUTH 17°27'56" EAST, 13.20 FEET; THENCE SOUTH 29°35'44" EAST, 5.41 FEET; THENCE SOUTH 64°45'02" EAST, 33.09 FEET; THENCE SOUTH 28°24'32" EAST, 16.13 FEET; THENCE SOUTH 11°01'56" EAST, 11.21 FEET; THENCE SOUTH 58°15'58" WEST, 17.18 FEET; THENCE NORTH 83°17'16" WEST, 36.96 FEET; THENCE SOUTH 58°05'00" WEST, 25.51 FEET; THENCE SOUTH 20°53'25" WEST, 30.06 FEET TO THE INTERSECTION ON THE AFOREMENTIONED SOUTHERLY LINE OF THE EXISTING CONCRETE DECK OF BERTH 22 AND THE POINT OF BEGINNING. THE LANDS THUS DESCRIBED CONTAIN 8.76 ACRES (381,791.66 SQUARE FEET), MORE OF LESS.

APPROVED
By Jorge G. Alonso at 1:28 pm, Aug 12, 2022

THIS SURVEY IS NOT COMPLETE WITHOUT ACCOMPANYING SHEETS 1 & 2.

FOR: JACKSONVILLE PORT AUTHORITY BERTH 22 - SOVEREIGN SUBMERGED LANDS LEASE			
ARC SURVEYING & MAPPING, INC.			
		5202 SAN JUAN AVENUE, JACKSONVILLE, FLORIDA 32210 PHONE: 904/384-8377 LICENSED BUSINESS NO. 6487	
DRAWN BY:	DATE:	FILE #:	JOB NO.
RJS	4-20-22	JPA BERTH 22 SSSL_SLLE	21-086 SSSL

SHEET 3 of 3

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D E E D

STATE OF FLORIDA)
)
COUNTY OF DUVAL)

WHEREAS, by virtue of the terms and provisions of Chapter 57-502, Laws of Florida 1957, Duval County, a political subdivision of the State of Florida, has acquired from the Trustees of the Internal Improvement Fund of the State of Florida the property hereinafter described, by deed which is of record and recorded in the office of the Clerk of the Circuit Court of Duval County, in Volume 502, page 400 of the Official Records of said County; and,

WHEREAS, since the acquisition of said lands referred to, by Duval County, the Legislature of the State of Florida, at its regular session in 1963, enacted into law Senate Bill No. 1090 creating "THE JACKSONVILLE PORT AUTHORITY", a body politic and corporate, under said law; that under and by virtue of the provisions and requirements of said Act, Duval County is required to transfer, by appropriate deed of conveyance, the lands owned by it and known as "Blount Island"; and,

WHEREAS, all things have been done and performed by The Jacksonville Port Authority to entitle said Authority to a conveyance from the Board of County Commissioners of Duval County of the lands hereinafter described, as provided by said Senate Bill No. 1090, Laws of Florida, Acts of the Legislature 1963, NOW THEREFORE,

KNOW ALL MEN BY THESE PRESENTS that Duval County, a political subdivision of the State of Florida, acting by and through its Board of County Commissioners, as Grantor, in consideration of the premises and pursuant to the aforesaid law, does hereby transfer, grant, convey and quitclaim unto The Jacksonville Port Authority, Grantee, all the right, title, estate and interest of Duval County, Grantor herein, in and to the following described lands, situate, lying and being in the County of Duval, State of Florida, viz:

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OFFICIAL RECORDS

All those certain lands comprising islands, swamp and submerged lands, lying and being in the St. Johns River in Duval County, Florida, commonly known and described as Quarantine Island, Radcliffe Island, Alligator Island, Vicks Island, Long Island and LeBaron Island, including part of Coon Point, together with all lands and swamp lands and bottoms, lying Northerly of the right-of-way of "Cut 42" of the Fulton-Dames Point Cutoff, and bounded on the East, North and West by the Channel of St. Johns River, and being in Township 1 South, Range 27 East, and in Township 1 South, Range 28 East, excepting therefrom that part of said land conveyed by the Trustees of the Internal Improvement Fund as a right-of-way of "Cut 42" of the Fulton-Dames Point Cutoff, Jacksonville Harbor Project of the Corps of Engineers, U. S. Army, more particularly described as follows:

For point of reference, commence at the corner common to Sections 19, 20, 29 and 30, as said sections appear on plat of extension survey in Township 1 South, Range 28 East, of the Tallahassee Meridian, Florida, prepared from survey by the U. S. Bureau of Land Management dated October 5, 1949, copy of said township plat together with field notes being on file in the office of the Department of Agriculture, State of Florida, Tallahassee, Florida.

From the point of reference thus described, run South 0°09' East along the line dividing the aforesaid Sections 29 and 30, 1471.2 feet to a concrete monument set in the Northwesterly right of way line of Fulton-Dames Point Cut-Off, as said right of way line is now established by the U.S. Engineer Office and described in deed recorded in Deed Book 1441, Page 586 of the public records of Duval County, Florida for point of beginning. From the point of beginning thus described, run North 79° 14' East along the aforesaid right of way line, 4,403.5 feet, to a permanent reference monument; continue thence North 79° 14' East along said right of way line 30 feet, more or less, to where said right of way line intersects the waters of the St. Johns River; run thence up said river first in a Northwesterly; thence in a Westerly and finally in a Southwesterly direction a distance of 21,450 feet, more or less, to where said waters are again intersected by the aforementioned Fulton-Dames Point Cut-Off right of way line, said intersection point bearing South 79° 14' West from the point of beginning; run thence North 79° 14' East, along said right of way line, a distance of 20 feet, more or less, to a concrete monument; continue thence North 79° 14' East along said right of way line 8,904.5 feet to the point of beginning, the land thus described and enclosed containing 1530 acres, more or less.

All bearings used in the foregoing description refer to the grid lines of the Florida State Coordinate System and not to true North.

This deed is given subject to any applicable covenants recited in deed to the County recorded in Volume 502, page 490 of the Official Records of Duval County, Florida.

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TO HAVE AND TO HOLD the same unto the said Grantee, its successors and assigns, forever, in fee simple.

IN WITNESS WHEREOF Duval County, the Grantor herein, has caused these presents to be executed, in its name by the Board of County Commissioners, acting by its Chairman and attested by the Clerk of the Circuit Court of Duval County, Florida, under the official seal of said Board, this, the 12th day of August, A. D. 1963,

DUVAL COUNTY, a political sub-division of the State of Florida, acting by and through its Board of County Commissioners

By *Frank Morgan*
Chairman

ATTEST:

S. Morgan Slaughter
Clerk of the Circuit Court
of Duval County, Florida/

(This deed is executed in accordance with the provisions of Chapter 125.41, Laws of Florida)



PRESENTED
AT MEETING
AUG 12 1963
BOARD OF
COUNTY COMMISSIONERS
DUVAL COUNTY, FLORIDA

63-49083
AUG 13 3 36 PM '63

FILED AND RECORDED IN PUBLIC
RECORDS OF DUVAL COUNTY, FLA.
S. Morgan Slaughter
CLERK OF CIRCUIT COURT

BD2023-03-03



SUBMISSION FOR BOARD APPROVAL

SUBJECT: JAXPORT/JEA Interlocal Agreement

FUNDING: None required

BUDGETED: NA

SOURCE OF FUNDS: NA

BACKGROUND: Directly East of the Blount Island Marine Terminal are six (6) aerial high-voltage electric transmission lines (Fulton Cut Crossing) owned by JEA that cross the St. Johns River. These transmission lines currently create an air draft restriction of 175 feet for vessels traveling to Blount Island. In 2021, a U.S. Army Engineer Research and Development Center (ERDC) simulation study revealed that while a 14,000 TEU vessel could safely navigate the newly deepened harbor, it would need an operational air draft of 197 feet. JAXPORT has been in discussions with JEA in a joint-effort to raise the powerlines to create maximum economic use of the St. Johns River.

STATUS: On June 27, 2022, the JAXPORT Board of Directors authorized execution of a Memorandum of Agreement between the Jacksonville Port Authority and JEA wherein the parties memorialized the agreement between JAXPORT to secure 100% funding for raising the power lines and JEA's commitment to raising the power lines in a cooperative manner with a tentative schedule of completion.

JAXPORT and JEA now wish to further document this agreement in the form of an Interlocal Agreement which will more fully delineate roles and responsibilities of the two organizations.

RECOMMENDATION: Staff recommends that the Board of Directors Authorize the Chief Executive Officer, or his designee, to execute the Interlocal Agreement between the Jacksonville Port Authority and JEA.

ATTACHMENTS:

Resolution
Interlocal Agreement



SUBMISSION FOR BOARD APPROVAL

RECOMMENDED FOR APPROVAL:

Nicholas Primrose
Chief of Regulatory Compliance

Signature: Nicholas Primrose
Nicholas Primrose (Mar 21, 2023 13:56 EDT)

Email: nicholas.primrose@jaxport.com

Signature and Date

SUBMITTED FOR APPROVAL:

Eric Green, CEO

Signature: Eric B. Green
Eric B. Green (Mar 21, 2023 14:29 EDT)

Email: eric.green@jaxport.com

Signature and Date

BOARD APPROVAL:

March 27, 2023
Meeting Date

Rebecca Dicks/Recording Secretary

ATTEST:

Wendy O. Hamilton, Treasurer/Secretary

J. Palmer Clarkson, Chairman

THE INTERLOCAL AGREEMENT WITH THE JACKSONVILLE ELECTRIC AUTHORITY TO SUPPORT THE RAISING OF THE FULTON CUT CROSSING ELECTRIC TRANSMISSION LINES AND AUTHORIZING THE CHIEF EXECUTIVE OFFICER TO EXECUTE ALL DOCUMENTATION REQUIRED TO RECEIVE THESE FUNDS

WHEREAS, the Jacksonville Port Authority (JAXPORT) has entered into a Memorandum of Agreement with the Jacksonville Electric Authority (JEA) to raise the Fulton Cut Crossing Electric Transmission lines to 225 feet above high tide, and

WHEREAS, such agreement requires JAXPORT, as funding sponsor, to provide all funds necessary to construct the project, and

WHEREAS, the Florida Department of Transportation has committed \$22.5 million of funds toward this project, and

WHEREAS, the City of Jacksonville has authorized contributions and loans in the total amount of \$27.5 million towards this project with the passage of City Ordinance 2022-0874; and

WHEREAS, JAXPORT seeks to provide assurances to JEA that JAXPORT will provide reimbursement for all allowable expenses required to complete the raising of the transmission lines;

NOW, THEREFORE, BE IT RESOLVED by the Board of Directors of the Jacksonville Port Authority:

Section 1: JAXPORT confirms its desire to enter into an Interlocal Agreement with the JEA in order to more fully define roles and responsibilities of each of the parties in the raising of the transmission lines.

Section 2: The Chief Executive Officer, or his authorized representative, is herein specifically authorized to enter into and sign the Interlocal Agreement and such documents as may be necessary, including Assurances, Certifications and all other documents as may be required.

Section 3: Effective Date. This Resolution shall take effect immediately upon its adoption.

APPROVED AND ADOPTED this 27th day of March 2023.

JACKSONVILLE PORT AUTHORITY

(Official Seal)

ATTEST

J. Palmer Clarkson, Chairman

Wendy O. Hamilton, Treasurer/Secretary

Instrument Prepared By:

Harry M. Wilson IV
Assistant General Counsel
Office of General Counsel
117 W. Duval Street, Suite 480
Jacksonville, FL 32202

INTERLOCAL AGREEMENT
(Regarding the Fulton Cut Crossing Transmission Lines)

THIS INTERLOCAL AGREEMENT (“Agreement”) is entered into this ____ day of _____, 2023 (the “Effective Date”), between the **JACKSONVILLE PORT AUTHORITY** (“JAXPORT”), a body politic and corporate existing under the laws of the State of Florida, located at 2831 Talleyrand Avenue, Jacksonville, FL 32206, and **JEA**, a body politic and corporate existing under the laws of the State of Florida, located at 21 West Church Street, Jacksonville, FL 32202 (together, the “Parties”).

RECITALS:

WHEREAS, JAXPORT, a body politic and corporate created under chapter 2001-319, Laws of Florida, as amended, is charged with operating, managing, and controlling the publicly owned seaport and ancillary facilities situated within the geographic boundaries of the City; and

WHEREAS, JEA, a body politic and corporate created under chapter 78-538, Laws of Florida, as amended, and Article 21 of the City Charter, is vested with plenary authority to own, manage and operate electric, water, wastewater, natural gas, and other utility systems situated within and without the City in accordance with Article 21; and

WHEREAS, JEA owns and operates six (6) aerial high-voltage electric transmission lines that cross the St. Johns River at the Fulton Cut Crossing; and

WHEREAS, the transmission lines are currently carried by three (3) double circuit lattice towers located on each side of the crossing; and

WHEREAS, JAXPORT desires to increase the height of JEA’s transmission lines to improve conditions for the size and types of ships traversing Fulton Cut Crossing, thereby expanding navigation into and out of JAXPORT facilities, and JEA will acquire more updated infrastructure to serve the area; and

WHEREAS, JEA has confirmed the feasibility of replacing the existing lattice towers so as to increase or raise the height of JEA’s transmission lines from a current air draft of approximately 175 feet to 225 feet (the “Project”); and

WHEREAS, on June 27th, 2022, the Parties entered into a Memorandum of Agreement (“MOA”) memorializing their commitment to carry out and complete the Project, and agreeing to enter into a binding interlocal agreement regarding the Project after JAXPORT had secured funding; and

WHEREAS, JAXPORT has secured funding for the Project in the total amount of Forty-Five Million Dollars (\$45,000,000) from the Florida Department of Transportation (“FDOT”) and from the City of Jacksonville (“City”) to be disbursed to JAXPORT during the Project duration; and

WHEREAS, supplemental to their other powers, JAXPORT and JEA, pursuant to Chapter 163.01, *Florida Statutes*, as amended, are authorized and empowered to cooperate with each other on a basis of mutual advantage and governmental agencies are permitted to enter into interlocal agreements to make the most efficient use of their powers on the basis of mutual advantage, and JAXPORT and JEA desire to enter into this interlocal agreement for the mutual advantages to each party contemplated herein.

NOW THEREFORE, in consideration of the mutual covenants and promises contained herein, the sufficiency of which is hereby acknowledged, JAXPORT and JEA agree as follows:

1. **Incorporation of Recitals.** The Recitals set forth above are true and correct and incorporated into this Agreement.

2. **Term.** This Agreement shall commence on the Effective Date and shall remain in effect unless terminated by the mutual agreement of the Parties or as otherwise provided in this Agreement.

3. **Project Scope and Administration.**

(a) **JEA to Provide the Work.** JEA shall perform, undertake, oversee, manage, and supervise all work required for the design, permitting, engineering, construction, quality control, and completion of the Project (the “Work”). As part of such duties, JEA will manage timely completion of the Project Work in accordance with the Project schedule attached hereto as **Exhibit A** (“Project Schedule”), as amended, while providing reliable services to JEA customers. The Parties acknowledge and agree that the attached Project Schedule is preliminary, and will be updated and amended by the Parties administratively during the term of this Agreement based on appropriation of funding, finalized permitting, design, construction plans, or as otherwise agreed by the Parties.

(b) **Project Permitting; Project Design.** JEA shall secure all federal, state, and local permits, licenses, and authorizations required for JEA to commence, undertake, and complete the Project, including, but not limited to, the permit authorizations regarding the Project issued by the United States Army Corps of Engineers (the “Permits”). Upon execution of this Agreement, JAXPORT shall provide to JEA any FDOT grant requirements applicable to the Project’s engineering and design. JEA agrees to commence Project design as soon as reasonably practicable from the Effective Date. JAXPORT shall have an opportunity to review and comment on the Project engineering and design plans (“Plans”) to ensure that the Plans comply with the FDOT grant requirements. JEA will ensure that the Project is completed in accordance with the final Plans approved by the Parties, the Agreement terms, and all applicable regulations, orders, permits, guidelines, and directives. At the reasonable request of JAXPORT, and subject to all

applicable safety regulations, JEA shall allow JAXPORT prompt access to the Project site to observe progress of the Work.

(c) Guaranteed Maximum Price; Change Orders; Costs Overruns.

(i) Upon execution of this Agreement, JAXPORT shall review and consent to payment of the preliminary Guaranteed Maximum Price (“GMP”) for the Project. Upon completion of design of the Project and prior to the commencement of construction, JAXPORT shall review and consent to payment of the final GMP as agreed to by JEA and its contractor.

(ii) JAXPORT agrees and acknowledges that JEA’s performance of the Work may entail amendments or “change orders” to contracts JEA has entered with third party contractors. JEA shall have sole authority to accept all “change orders” submitted by its contractor, except that JAXPORT shall first authorize in writing those “change orders” which, if accepted, would increase the final GMP by \$100,000 or more.

(iii) If no individual change order has exceeded \$100,000, but, due to JEA’s approval of cumulative change orders, the agreed-to final GMP has increased so as to exceed \$45,000,000, JAXPORT shall authorize in writing the approval of all additional change orders. JEA shall be solely responsible for payment of any Project costs or change orders that fall outside of the Plans, constitute upgrades or enhancements to the Plans, or are solely requested by JEA for its convenience. Notwithstanding anything contained herein, JAXPORT shall be responsible for payment of all change orders related to the Project, including any change orders that would cause the entire Project to exceed \$45,000,000.

(iv) JAXPORT shall be solely responsible for securing all additional funding and paying any Project related cost overruns. In such event, however, JEA will continue to timely pay Project related invoices and JAXPORT will timely reimburse JEA for the same in accordance with Section 5 below.

(d) Applicable Laws; Procurement. JEA shall procure all design, engineering, and construction services required for performance of the Work and completion of the Project, subject to applicable laws. In so doing JEA shall adhere to Florida public procurement law as applicable, including, but not limited to, Section 287.055, *Florida Statutes* (the “Competitive Consultants Negotiation Act”), applicable Grant Agreement terms, and the Disadvantaged Business Enterprise (DBE) Policy. To the extent JEA’s normal procurement practices, including those involving DBE Policy and JSEB programs, conflict with Grant Agreement requirements, JEA shall follow those procurement practices that are consistent with the requirements of the Grant Agreement and applicable law.

(e) Project Completion Report; Project Certifications. JEA will submit a Project completion report to JAXPORT within ninety (90) days following final completion of the Project. The report shall contain, at a minimum, the as-built drawings, surveys, and a certification from the engineer and contractor of record that the Project has been constructed in

accordance with the Plans. JEA shall provide the report and certifications in writing to JAXPORT (i) at such time as JEA has raised the Fulton Cut transmission lines to a height of 225 feet; and (ii) upon final completion of the Project, meaning the transmissions lines are raised to their required height, replacement towers are constructed, and JEA has formally closed all contracts related to performance of the Work (“Final Completion”).

4. Project Funding.

(a) Generally. The Parties acknowledge and agree that JAXPORT has secured Project funding in the total amount of \$45,000,000, with FDOT and City each providing half of the funds in the form of grants and loans. Accordingly, JAXPORT shall allocate the payment of Project costs on a pro-rata, 50/50 basis between the FDOT and City funding sources. In no event shall the FDOT funding exceed 50% of the total amount invoiced from JEA. Any unspent funds remaining after Final Completion (as defined herein) shall be divided on a pro-rata basis and returned, 50/50, to FDOT and City.

(b) FDOT Grant. Pursuant to the “Public Transportation Grant Agreement,” between FDOT and JAXPORT, dated December 14, 2022 – Contract No. G2F55 (the “Grant Agreement”), attached hereto as Exhibit B, the FDOT shall fund the Project in the form of a \$22,500,000 grant payable to JAXPORT on a reimbursement basis (“FDOT Funds”). While not a party to the Grant Agreement, JEA agrees and understands that JEA may be required to adhere to certain conditions and requirements set forth therein, including procurement matters and the terms of agreements JEA enters into with third party contractors on the Project. As a condition of receiving FDOT funds, JAXPORT may be required to certify that its contractors, to include JEA, are in compliance with certain terms of the Grant Agreement and provide a project status update with each request for reimbursement. JAXPORT represents and warrants that, prior to the Effective Date herein, it has informed JEA as to the FDOT requirements it must comply with, and JEA warrants that it understands it must adhere to these obligations under the Grant Agreement for JAXPORT to receive FDOT grant funding for the Project. In addition, JEA agrees to provide JAXPORT with information as needed to establish JEA’s compliance with the Grant Agreement terms. JAXPORT shall not expend FDOT Funds on ineligible or disallowed grant expenditures, as determined by FDOT. The Grant Agreement has been provided to JEA and is incorporated into this Agreement by reference.

(c) City Funds. As approved by Ord. 2022-874-E described in that certain “Jacksonville Port Authority Fulton Cut Powerlines Raising Project Funding Agreement,” dated _____, between City and JAXPORT, attached hereto as Exhibit C, City shall provide funding to JAXPORT in the amount of \$22,500,000, comprised of a \$10,000,000 grant and a \$12,500,000 loan. In addition, City has provided JAXPORT with access to a \$5,000,000 revolving line of credit facility to ensure prompt reimbursement to JEA of Project expenses. JAXPORT shall not expend City Funds on ineligible or disallowed expenditures, as determined by City. Additionally, the City requires a 15-day advanced notice on requests for disbursement.

(d) Replacement Funding Sources. To the extent the FDOT Funds and/or City Funds become unavailable during the Agreement term, JAXPORT shall promptly notify JEA and with 30 days of such notice, identify alternative or replacement funding sources to pay for the Project

as provided herein. If JAXPORT fails to timely identify alternative or replacement funding sources to pay for the Project, JEA shall reserve the right to stop work until JAXPORT identifies such alternative or replacement funding.

5. **Payment and Reimbursement.** The Parties acknowledge and agree that JAXPORT's access to FDOT funding is contingent on prior payment by JEA of Project expenses. JAXPORT shall fund the Work and all Project costs by timely reimbursing JEA therefor. Accordingly, JEA shall timely pay all Project and Work-related invoices within **ten (10) business days** of submission. Due to the City funding requirements outlined in Paragraph 4(c), JEA shall notify JAXPORT promptly upon receipt of any Work-related invoices. No later than twenty-four (24) hours after making payment on any such invoice, JEA shall provide the invoice and proof of payment to JAXPORT. Within twenty (20) days of receipt of the paid invoice, JAXPORT shall pay JEA the full amount due thereunder, drawing upon its funding sources in its sole discretion. JEA agrees to cooperate with any reporting and invoicing requirements applicable to JEA, as contractor, under the Grant Agreement, with JAXPORT to inform JEA as to any such requirements. Pursuant to Section 106.431, Jacksonville Ordinance Code, the funding for the Project will be encumbered via separate purchase orders and agreements with third party contractors.

6. **Reporting.** In connection with its management and oversight of the Project, JEA shall keep JAXPORT informed as to the progress of the Work, including by furnishing written status reports to JAXPORT monthly. JEA will inform JAXPORT of any progress meetings with its prime contractor, and JAXPORT, through designated executives or staff, may attend such meetings in person or virtually. In addition, upon five (5) business days' request, the Chief Operating Officer of JAXPORT, or his or her designees, may conduct an in-person site visit of the Project no more than once every thirty (30) days.

7. **Cooperation.** The Parties recognize that planning and coordination among the Parties will ensure that responsibilities under this Agreement are carried out and accommodated in an efficient and timely manner so that the Project Schedule will not be unnecessarily delayed or compromised. JEA and JAXPORT shall work cooperatively to ensure the timely and cost-effective completion of the Project which will inure to the benefit of the Parties and City.

8. **Insurance.** The Parties agree and acknowledge that they are self-insured pursuant to Section 768.28, *Florida Statutes*. JEA shall require its contractors and sub-contractors performing Work on the Project to obtain insurance coverage satisfactory to JEA in its sole discretion. JEA shall require its contractors and sub-contractors to have all insurance required by JEA to be endorsed to the name of JEA and JAXPORT.

9. **Indemnity.** JEA shall require that its contractors and sub-contractors hold harmless, indemnify, and defend JEA and JAXPORT, its members, officers, officials, employees and agents (collectively, the "Indemnified Parties") from and against, without limitation, any and all claims, suits, actions, losses, damages, injuries, liabilities, fines, penalties, costs and expenses of whatsoever kind or nature, which may be incurred by, charged to or recovered from the Indemnified Parties related to the Project.

10. Representations and Warranties. JEA and JAXPORT represent, warrant and agree, one to the other as their respective interests may appear, as follows:

(a) JEA is a body politic and corporate under the laws of the State of Florida, and JAXPORT is a body politic and corporate under the laws of the State of Florida, respectively, and each is duly organized, validly existing and in good standing under the laws of the State of Florida, with full legal right, power and authority to conduct its operations substantially as presently conducted, and to execute, deliver and perform its obligations under this Agreement.

(b) After a duly noticed public meeting of its respective governing body, at which a quorum was present and acting throughout, an ordinance or resolution, as applicable, authorizing the execution and delivery of this Agreement was duly enacted or adopted, as applicable, by the governing body of JEA or JAXPORT, respectively. Such ordinance or resolution remains in full force and effect and has not been revoked or modified in any respect.

(c) This Agreement is a legal, valid, and binding obligation of each of JEA and JAXPORT, respectively, enforceable against JEA and JAXPORT, respectively, in accordance with its terms, except as enforceability may be limited by equitable principles, or bankruptcy, insolvency, reorganization, moratorium, or other similar laws affecting the enforcement of creditors' rights generally.

(d) The execution and delivery of this Agreement and compliance with the provisions hereof will not conflict with or constitute a breach of or a default under the provisions of JEA Charter or JAXPORT Charter, respectively, the bylaws of JEA or bylaws of JAXPORT or any existing law, court or administrative regulation, judgment, decree or order, agreement, indenture, or other instrument to which JEA or JAXPORT, respectively, is a party.

11. Termination. Upon the occurrence of a default by a party, the non-defaulting party, at its sole and absolute election, may terminate this Agreement and exercise all rights and remedies it may have at law or in equity.

12. Notices. Whenever either party desires to give notice to the other, such notice must be in writing, sent by certified United States Mail, postage prepaid, return receipt requested, or by hand-delivery with a request for a written receipt of acknowledgement of delivery, addressed to the party for whom it is intended at the place last specified, except, as required by Paragraphs 4 above, JEA may provide paid invoices and proof of payment to JAXPORT via email. The place for giving notice shall remain the same as set forth herein until changed in writing in the manner provided in this section. For the present, the Parties designate the following:

If to JAXPORT:

Nick Primrose
Chief of Regulatory Compliance
2831 Talleyrand Avenue
Jacksonville FL 32206

nicholas.primrose@jaxport.com

Phone: (904) 357-3132

If to JEA:

Raynetta C. Marshall
Chief Operating Officer
21 West Church Street
Jacksonville FL 32202
marsrc@jea.com
Phone: (904) 665-6384

With copies to:

Regina D. Ross, JEA Chief Legal Officer
Office of General Counsel
21 West Church Street
Jacksonville FL 32202
rossrd@jea.com
Phone (904) 665-6844

Harry M. Wilson, IV
Assistant General Counsel
Office of General Counsel
117 W. Duval Street, Suite 480
Jacksonville FL 32202
Phone: (904) 255-7763

A Party may change the recipient or address to which such communications are to be directed by giving written notice to the other Party in the manner provided in this paragraph.

13. Severability. If any word, phrase, sentence, part, subsection, section, or other portion of this Agreement, or any application thereof, to any person, or circumstances is declared void, unconstitutional, or invalid for any reason, then such word, phrase, sentence, part, subsection, other portion, or the proscribed application thereof, not having been declared void, unconstitutional, or invalid shall remain in full force, and effect.

14. Relationship of the Parties. The Parties' relationship, as established by this Agreement, is solely that of independent contractors. This Agreement does not create any partnership, joint venture, or similar business relationship between the Parties. Neither party is a legal representative of the other party, and neither party can assume or create any obligation, representation, warranty or guarantee, express or implied, on behalf of the other party for any purpose whatsoever.

15. **Incorporation of Exhibits**. The exhibits identified in this Agreement are incorporated herein by reference and made part hereof.

16. **Entire Agreement**. This Agreement contains the entire agreement between the respective parties hereto relating to the subject matter hereof. No statement or representation of the respective parties hereto, their agents or employees, made outside of this Agreement, and not contained herein, shall form any part hereof or bind any respective party hereto. This Agreement shall not be supplemented, amended or modified except by written instrument signed by the respective parties hereto.

17. **Electronic execution; counterparts**. This Agreement may be executed electronically and in any number of counterparts, each of which when so executed and delivered shall be an original thereof.

18. **Survival**. All representations, warranties, indemnities and other covenants set forth herein shall be deemed continuing in nature and shall survive the expiration or early termination of this Agreement.

19. **Venue; Governing Law**. The parties acknowledge, consent and agree that all legal actions or proceedings arising out of or related to this Agreement shall be initiated in a state or federal court in Duval County, Florida having competent jurisdiction. This Agreement shall be governed by, construed, and enforced in accordance with the laws of the State of Florida.

[Remainder of page left blank intentionally. Signature pages follow.]

IN WITNESS WHEREOF, the parties, by and through their lawfully authorized representatives, have executed this Agreement on the day and year first above written.

JEA

By: _____
Jay Stowe, Chief Executive Officer

Form Approved (As to JEA)

By: _____
Office of General Counsel

STATE OF FLORIDA)

COUNTY OF DUVAL)

The foregoing instrument was acknowledged before me by means of physical presence or online notarization, this ____ day of _____, 20____, by _____, the _____ of _____, a _____, on behalf of said _____. Such person did not take an oath and: *(notary must check applicable box)*

- is/are personally known to me.
- produced a current _____ driver's license as identification.
- produced _____ as identification.

{Notary Seal must be affixed}

Signature of Notary

Name of Notary (Typed, Printed or Stamped)

Commission Number (if not legible on seal):

My Commission Expires (if not legible on seal):

JACKSONVILLE PORT AUTHORITY

By: _____
Eric B. Green, Chief Executive Officer

Form Approved (As to JAXPORT)

By: _____
Office of General Counsel

STATE OF FLORIDA)
COUNTY OF DUVAL)

The foregoing instrument was acknowledged before me by means of physical presence or online notarization, this ____ day of _____, 20_____, by _____, the _____ of _____, a _____, on behalf of said _____. Such person did not take an oath and: *(notary must check applicable box)*

- is/are personally known to me.
- produced a current _____ driver's license as identification.
- produced _____ as identification.

{Notary Seal must be affixed}

Signature of Notary

Name of Notary (Typed, Printed or Stamped)
Commission Number (if not legible on seal): _____
My Commission Expires (if not legible on seal): _____

Exhibit A

Project Schedule

Unless otherwise agreed to by the Parties, JEA agrees to complete the Project in various phases, spanning multiple fiscal years, using its best efforts to adhere to the following schedule:

Fiscal Year	Description of Work
October 1, 2022- September 30, 2023	Procure Engineering Services, Complete 30% Engineering Design, Start long lead time material procurement, Perform Site Inspection, Start Permitting
October 1, 2023- September 30, 2024	Complete Engineering Design, Complete all Permitting, Complete Procurement of Construction Services, Complete long lead time material procurement, Mobilize Construction Services, Provide Final GMP
October 1, 2024- September 30, 2025	Construction civil site work and foundation installation, Start Tower Construction, Start Installation of Conductors
October 1, 2025- September 30, 2026	Complete Tower Construction and Installation of all Conductors, Site Restoration

Board of Directors Meeting - R2023-03-01 Engineering and Construction Update by James Bennett

KEY CAPITAL PROJECTS

No.	Contract Number	Project Description	Vendor	Scope	Original Contract Amt. (\$)	Approved Change Orders (\$)	Total Contract as Amended	Payments to Date	Work Remaining To Invoice	Proposed Change Orders (\$)	Remarks
1	AE-1436D	Rehabilitate Wharfs 33 & 34	HDR Eng., Inc.	Engineering Services During Construction BIMT Wharf Reconstruction Phase II	\$1,813,479	\$1,314,400	\$3,127,879	\$3,059,073	\$68,806	\$0	HDR awarded contract for Services During Construction. HDR is reviewing change order requests submitted by Manson Construction.
	C-1436C		Manson Construction	BIMT Wharf Rehabilitation Phase II	\$51,021,172	\$603,915	\$51,625,087	\$49,587,226	\$2,037,861	\$1,006,406	Manson Construction Co was awarded the construction contract to build Phase 2A and 2B on BIMT wharf. Construction NTP was issued on December 3, 2018. Contract completion date is February 6, 2021. Manson has completed construction of the berth. Substantial completion was June 16, 2022. Manson has submitted their final change orders for review and final claim. JAXPORT is reviewing their change orders.
2	MC-1611A	Pile Cap & Beam Rehab TMT	Underwater Mechanix, Inc	Facilities Wide Underwater Pile Cleaning	\$877,182	\$0	\$877,182	\$0	\$877,182	\$0	JAXPORT is waiting to confirm JACOBS' contract for inspection and design of Berth 6 piles before releasing UMX to clean Berth 6 piles.
	AE-1780		JACOBS Engineering Group	Engineering Inspection & Design Services Pile Jacket Repairs Berth 5	\$143,950	\$0	\$143,950	\$143,933	\$17	\$0	JACOBS was directed to design the pile jacket repairs on Berth 5 on May 25, 2021. JACOBS has submitted design documents for Berth 5 for review.
3	AE-1588B	Rehabilitate Underdeck Concrete Phase 4	C&ES Construction & Engineering Services	Engineering & Inspection Services for Rehabilitate Underdeck Concrete Phase 4	\$52,440	\$0	\$52,440	\$20,959	\$31,481	\$0	C&ES has been awarded the contract to inspect the underdeck repairs for Phase 4 at TMT.
	C-1588A		Southern Road & Bridge LLC	Rehabilitate Underdeck Concrete Phase 4	\$2,143,244	\$61,776	\$2,205,020	\$1,791,127	\$413,893	\$0	Southern Road & Bridge LLC was awarded the contract to make concrete spall repairs on the underside of the deck at TMT Berths 5-8. This is final phase of underdeck repairs for TMT. Southern Road & Bridge has demobilized for the winter. They will return in April to finish the project.
4	AE-1742	Bartram Island Cell C Expansion Design/Permitting	Taylor Engineering, Inc.	Bartram Island DMMA Cell C Concept Development Design & Permitting	\$854,134	\$891,339	\$1,745,473	\$1,270,046	\$475,427	\$0	Taylor Engineering is providing Services During Construction and making site visits to confirm compliance with contract documents.
	C-1795		Branche Diversified Inc.	DMMA Cell C Restoration & Capacity	\$7,775,000	\$0	\$7,775,000	\$3,804,343	\$3,970,657	\$0	Branche Diversified was awarded the contract to expand Cell C at Bartram Island. The Notice to Proceed was issued on February 24, 2022. Branche Diversified is 50% complete with the project. Branche Diversified is segregating good material in Cell C to raise the dike walls and confirming the final quantity of materials required to raise the cell wall.
5	AE-1772	Container Terminal Upgrades - SSA	AECOM Technical Services	Program Management & Inspection Svcs for C-1772 SSA Container Yard Improvements	\$3,215,597	\$250,070	\$3,465,667	\$1,103,222	\$2,362,445	\$0	Program management services are being performed to manage the contractors work and progress.
	C-1772		Superior Construction Company Southeast, LLC	SSA JCT Container Yard Improvements	\$48,876,120	\$1,196,978	\$50,073,098	\$19,292,001.41	\$30,781,097	\$0	Contractor has mobilized to jobsite. Limerock material is being stockpiled on BIMT. NTP for Construction was issued on 1/10/22. Contractor is working on Phase 3. Phase 3 East completion date is 4/14/23 and Phase 3 West completion date is 6/2/23.
6	AE-1631	Seonous Warehouse Roof Rehab	Jacobs Engineering	Engineering Services for Roof-Over Replacement Design	\$141,728	\$98,150	\$239,878	\$228,631	\$11,247	\$0	JACOBS was awarded the design contract to design the roof replacement at Warehouse 1 at TMT. They have been providing Services During Construction.
	C-1631A		Register Roofing & Sheetmetal	TMT Warehouse #1 Re-roof	\$3,859,000	\$-32,227	\$3,855,773	\$3,774,878	\$80,895	\$0	Register Roofing and Sheet Metal was awarded the contract to replace the roofing on Warehouse 1 at TMT. NTP was issued on April 18, 2022. Register Roofing has completed the roofing portion of the contract. Register Roofing is replacing the 8 roof exhaust fans. Fans are scheduled to be installed by April 15, 2023.

Board of Directors Meeting - R2023-03-01 Engineering and Construction Update by James Bennett

No.	Contract Number	Project Description	Vendor	Scope	Original Contract Amt. (\$)	Approved Change Orders To Date	Total Contract as Amended	Payments to Date	Work Remaining To Invoice	Proposed Change Orders (P.O.s)	Remarks
7	AE-1830	Terminal Development SET Phase 1 Building Demolition	JE Dunn Construction	Terminal Development for SET - CM at Risk	\$700,000		\$700,000	\$0	\$700,000	\$0	JE Dunn was awarded the CM at risk contract to construct the SET facility. Bonds and insurance have been received and approved. NTP will be issued by 3/24/23.
	C-1830		Realco Recycling	SET Phase 1 Building Demolition	\$547,999	\$166,473 Last CO #01 01/23/23	\$714,472	\$611,004	\$103,468	\$0	Realco Wrecking was awarded the contract to demo 3 buildings at BIMT previously leased to WWL. An Administrative NTP was issued on August 8, 2022. Realco has completed the demolition of all 3 buildings. Realco received a change order to remove the slab and grade beams for western building. Work should be completed by May 1.
8	AE-1824B	Berth 16 & 17 Cathodic Protection Design & Construction	Jacobs Engineering Group, Inc.	Engineering Services During Construction Berths 16 & 17 Cathodic Protection	\$78,080		\$78,080	\$26,290	\$51,790	\$0	Jacobs Engineering completed the design of cathodic protection for Berth 16 & 17. They have a contract to provide Services During Construction.
	C-1824		Coastal Gunitite Construction	Cathodic Protection Systems Berths 16 & 17	\$687,499		\$687,499	\$166,067	\$521,432	\$0	Coastal Gunitite received a construction NTP on 1/10/23 to install 472 anodes on the sheet pile wall at Berth 16 & 17. Initial 40 anodes were inspected by Jacobs on 2/21. 50% of anodes have been installed.
9	AE-1806A	DPMT Shoreline Protection Design & Construction	Taylor Engineering	Engineering Services During Construction DPMT Shoreline Construction	\$106,764		\$106,764	\$0	\$106,764	\$0	Taylor Engineering is providing Services During Construction and making site visits to confirm compliance with contract documents.
	C-1806		Rush Marine LLC	DPMT Shoreline Protection	\$2,194,465		\$2,194,465	\$0	\$2,194,465	\$0	Rush Marine LLC was awarded the contract last month and has submitted their bond and insurance for approval.
Grand Totals					\$125,087,853		\$129,667,727	\$84,878,800	\$44,788,926	\$1,006,406	

Financial Highlights

February 2023

The fifth month of our fiscal year repeats earlier results-very steady. Total Revenues were \$4.993 million, 1% above plan and 6% over prior year. Container Revenue results were similar at \$2.382 million, 1% below plan and 3% ahead of prior year. February is typically the lowest TEU month of the year as it follows the holiday push. However, Robert Peek reports we fared better than many as Asian import numbers were down considerably at ports on both coasts., Auto Revenue at \$1.089 million was less than expected, down 6% from budget and 8% from prior year. Break Bulk Revenue was \$435 thousand, 4% short of plan and 22% below prior year. This time last year our Talleyrand Break Bulk operator was importing sizeable volumes of lumber which has not repeated in current year.

Although Carnival's Elation missed two sailings in February due to planned dry dock, Cruise Revenue at \$552 thousand continues to boost overall revenue. Helping to offset the missed sailings was a \$284 thousand positive adjustment to cruise revenue. This adjustment is the result of successful contract negotiations with Carnival. Among other things, the terms of the renewal eliminated JAXPORT's requirement to pay shared passenger wharfage fees due to Carnival for the period October-February. As we were accruing these expected payment amounts on the income statement, we reversed the entries in February.

EXPENSES

Expenses look very favorable this month at \$2.773 million, \$632 thousand under budget. We experienced no dredge activities in February which produced an expense savings relative to budget of \$417 thousand. While ongoing dredge expenses continue to be higher than budgeted, the savings this month help reduce the year to date unfavorable variance in this category. Repairs and Maintenance was overbudget for the month by \$57 thousand. We had two large expenses, a \$61 thousand renewal of a software maintenance agreement and a \$21 thousand expense for an electric wiring project at Warehouse #1 on Talleyrand that created this overage.

Non-Operating Expense has a Crane Relocation charge of \$445 thousand. This expense is the final payment for the demolition of the Kone crane at Talleyrand. This item was budgeted on a straight-line basis and by year-end total expense will be well within budgeted amounts.

Income Before Depreciation was \$1.588 million, \$620 thousand ahead of plan and \$117 thousand ahead of same period last year.

BALANCE SHEET

The Balance Sheet is strong with Cash Balances of \$19 million exceeding our target and Accounts Receivable are turning normally. Retainage payable decreased by \$796 thousand on completion of several construction projects, mostly on our DMMA sites.

YEAR TO DATE

We are ahead of Revenue budget by \$997 thousand through the first five months of the year. Positive performance in nearly all cargo categories accounts for this overage as well as better than expected cruise operations. Expenses are over plan by \$506 thousand. Major expense line items Salaries &

Benefits and Services and Supplies remain underbudget, but Dredge expense exceeds plan by \$1.456 million causing the overall Expense number to exceed plan. Debt Service remains below plan from savings on lower than expected line of credit balances and interest savings resulting from early redemption of the 2020 bonds. Net Income Before Depreciation is \$5.574 million, \$1.950 million ahead of plan.

CONCERNS

The cost and availability of materials needed for our capital projects continues to be a concern. In addition, as we look beyond this fiscal year, continued price increase is a concern. One of our largest contracts (Security contract) matures October of this year. We have a Request for Proposal in the market and our expectation is that we will see material price increases relative to our current contract.

VITAL STATISTICS

FEBRUARY FY2023 - Cargo Performance

CARGO INDICATORS

	VARIANCE					YEAR-TO- DATE			VARIANCE	
	Actual	Budget	Prior	Budget	Prior	Actual	Budget	Prior	Budget	Prior
Vessel Calls	118	130	114	-9%	4%	638	650	604	-2%	6%
Total Tons	660,825	868,954	746,406	-24%	-11%	4,197,993	4,344,770	3,813,082	-3%	10%
Total Revenue	\$4,993,492	\$4,942,073	\$4,698,164	1%	6%	\$25,318,861	\$24,321,905	\$23,049,228	4%	10%

OPERATING REVENUE / STATISTICS

	VARIANCE					YEAR-TO- DATE			VARIANCE	
	Actual	Budget	Prior	Budget	Prior	Actual	Budget	Prior	Budget	Prior
Container Revenue	\$2,382,479	\$2,403,085	\$2,317,309	-1%	3%	\$11,682,641	\$11,653,085	\$11,903,875	0%	-2%
Container TEU's	95,193	117,463	97,867	-19%	-3%	540,542	587,317	522,632	-8%	3%
ICTF Rail Lifts	1,373	1,500	2,067	-8%	-34%	8,510	7,500	12,415	13%	-31%
Auto Revenue	\$1,088,867	\$1,155,656	\$1,188,714	-6%	-8%	\$6,013,893	\$5,778,280	\$6,041,383	4%	0%
Auto Units	31,383	45,833	39,577	-32%	-21%	209,514	229,167	218,048	-9%	-4%
Military Revenue	\$79,438	\$58,333	\$14,801	36%	437%	\$400,791	\$291,665	\$147,912	37%	171%
Breakbulk Revenue	\$435,362	\$455,043	\$560,639	-4%	-22%	\$2,086,364	\$2,275,215	\$2,183,149	-8%	-4%
Breakbulk Tons	58,368	90,343	75,646	-35%	-23%	408,578	451,715	362,665	-10%	13%
Liquid Bulk Revenue	\$83,675	\$139,631	\$126,717	-40%	-34%	\$569,048	\$698,155	\$662,216	-18%	-14%
Liquid Bulk Tons	17,752	36,735	37,500	-52%	-53%	155,922	183,677	183,194	-15%	-15%
Dry Bulk Revenue	\$164,922	\$167,755	\$180,990	-2%	-9%	\$1,038,359	\$838,775	\$824,595	24%	26%
Dry Bulk Tons	47,824	47,677	64,831	0%	-26%	498,407	238,387	218,944	109%	128%
Cruise Revenue	\$552,394	\$291,470	\$80,865	90%	> 500%	\$2,016,515	\$1,431,230	\$88,548	41%	> 500%
Cruise Passengers	9,814	10,676	122	-8%	> 500%	65,525	53,380	176	23%	> 500%
Total Cargo Revenue	\$4,787,137	\$4,670,973	\$4,470,035	2%	7%	\$23,807,612	\$22,966,405	\$21,851,677	4%	9%
Other Revenue	\$206,355	\$271,100	\$228,129	-24%	-10%	\$1,511,250	\$1,355,500	\$1,197,550	11%	26%

Jacksonville Port Authority
Comparative Income Statement (Unaudited)
For the 5 months ending 02/28/2023

	Current Month Actual	Current Month Budget	Budget Variance	Prior Year Month Actual	Current YTD Actual	Current YTD Budget	Budget Variance	Prior Year YTD Actual
OPERATING REVENUES								
CONTAINERS	2,382,479	2,403,085	(20,606)	2,317,309	11,682,641	11,653,085	29,556	11,903,875
AUTOS	1,088,867	1,155,656	(66,789)	1,188,714	6,013,893	5,778,280	235,613	6,041,383
MILITARY	79,438	58,333	21,105	14,801	400,791	291,665	109,126	147,912
BREAK BULK	435,362	455,043	(19,681)	560,639	2,086,364	2,275,215	(188,851)	2,183,149
LIQUID BULK	83,675	139,631	(55,956)	126,717	569,048	698,155	(129,107)	662,216
DRY BULK	164,922	167,755	(2,833)	180,990	1,038,359	838,775	199,584	824,595
CRUISE	552,394	291,470	260,924	80,865	2,016,515	1,431,230	585,285	88,548
OTHER OPERATING REVENUE	206,355	271,100	(64,745)	228,129	1,511,250	1,355,500	155,750	1,197,550
TOTAL OPERATING REVENUES	4,993,492	4,942,073	51,419	4,698,164	25,318,861	24,321,905	996,956	23,049,228
OPERATING EXPENSES								
SALARIES & BENEFITS	1,596,451	1,680,570	(84,118)	1,460,840	8,475,146	8,879,326	(404,180)	7,606,071
SERVICES & SUPPLIES	421,433	573,704	(152,271)	372,717	2,409,120	2,868,520	(459,400)	1,877,145
SECURITY SERVICES	381,520	415,587	(34,067)	354,794	2,088,109	2,077,935	10,174	1,812,890
BUSINESS TRAVEL AND TRAINING	52,045	46,691	5,354	12,515	172,191	233,455	(61,264)	68,056
PROMO,ADV,DUES & MEMBERSHIPS	36,735	55,345	(18,610)	66,267	255,961	276,725	(20,764)	297,732
UTILITY SERVICES	70,462	67,116	3,346	56,927	339,045	335,580	3,465	266,754
REPAIRS & MAINTENANCE	255,174	197,619	57,555	145,945	1,013,546	988,095	25,451	798,171
CRANE MAINTENANCE PASS THRU	(48,726)	(63,333)	14,607	(24,582)	(336,266)	(316,665)	(19,601)	(170,462)
BERTH MAINTENANCE DREDGING	-	416,735	(416,735)	215,724	3,539,419	2,083,675	1,455,744	3,028,020
MISCELLANEOUS	7,605	14,709	(7,104)	9,069	50,592	73,545	(22,953)	48,075
TOTAL OPERATING EXPENSES	2,772,698	3,404,743	(632,045)	2,670,215	18,006,864	17,500,191	506,673	15,632,452
OPERATING INC BEFORE DS AND DEPR	2,220,794	1,537,330	683,464	2,027,949	7,311,997	6,821,714	490,283	7,416,776
NON OPERATING INCOME								
INVESTMENT INCOME	181,867	25,001	156,866	1,653	779,157	125,005	654,152	6,156
SHARED REVENUE FROM CITY	788,599	800,926	(12,327)	791,553	4,177,208	4,004,630	172,578	4,076,725
TOTAL NON OPERATING ITEMS	970,467	825,927	144,540	793,206	4,956,365	4,129,635	826,730	4,082,881
NON OPERATING EXPENSE								
DEBT SERVICE	1,157,970	1,308,432	(150,462)	1,349,120	5,892,389	6,542,160	(649,771)	6,730,687
CRANE RELOCATION	444,900	87,500	357,400	-	800,900	787,500	13,400	-
OTHER NON OP EXPENSE	396	(428)	824	783	1,162	(2,140)	3,302	5,230
TOTAL NON OPERATING EXPENSE	1,603,266	1,395,504	207,762	1,349,903	6,694,451	7,327,520	(633,069)	6,735,917
INCOME BEFORE DEPRECIATION	1,587,995	967,753	620,242	1,471,252	5,573,912	3,623,829	1,950,083	4,763,740

Jacksonville Port Authority
Balance Sheet (in thousands)
At February 28, 2023

	<u>February 28, 2023</u>	<u>January 31, 2023</u>	<u>September 30, 2022</u>
Current Assets			
Cash & cash equivalents	19,258	18,429	17,349
Restricted cash & cash equivalents	3,681	2,456	7,863
Accounts receivable, net	7,143	7,587	7,251
Notes and other receivables	512	424	120
Grants receivable	6,115	8,582	13,914
Inventories and other assets	2,211	2,193	2,077
Total Current Assets	38,920	39,671	48,574
Noncurrent Assets			
Restricted cash & cash equivalents	16,085	15,993	15,962
Restricted Cash for Cap Projects	22,401	23,645	28,629
Deferred outflow of resources	9,925	9,955	10,077
Capital Assets, net	860,432	857,846	856,329
Total Noncurrent Assets	908,843	907,439	910,997
Total Assets	947,763	947,110	959,571
Current liabilities			
Accounts payable	1,463	2,785	2,257
Construction accounts payable	2,424	2,125	3,139
Accrued expenses	969	974	683
Accrued interest payable	1,970	1,477	2,180
Retainage payable	2,824	3,620	3,620
Bonds and Notes Payable	8,036	8,036	8,036
Total Current Liabilities	17,686	19,017	19,915
Noncurrent liabilities			
Unearned Revenue	15,292	15,292	15,292
Accrued Expenses	2,313	2,285	2,290
Line of credit	7,500	7,500	10,749
Bonds and notes payable	198,506	198,521	206,067
Other Obligations	8,537	8,537	8,537
Net Pension Liability	16,545	16,545	16,545
Deferred inflows - Pension	1,357	1,357	1,357
Total Non Current Liabilities	250,050	250,037	260,837
Total Liabilities	267,736	269,054	280,752
Net Position	680,027	678,056	678,819

COMMERCIAL REPORT – March 2023

While we pursue new business opportunities across all major cargo types, our biggest news is in our container segment:

- In mid-March, the world's largest ocean carrier, Mediterranean Shipping Company (MSC), announced that it will bring a new container service to JAXPORT beginning in April 2023, connecting JAXPORT with seven port cities in Europe, including the United Kingdom's busiest container port, Felixstowe. MSC's calls this its "ScanBaltic" service because in addition to the UK, ships will call ports in Lithuania and Sweden, as well as in Poland, Germany, Belgium and France. Vessels will sail between JAXPORT and these ports every two weeks, carrying both imported and exported cargoes such as food and beverages, automotive parts and forest products. Europe has been a key targeted container trade lane of ours. The addition of the ScanBaltic follows a meeting JAXPORT held with MSC's global office in Geneva in February 2023, where we highlighted JAXPORT capabilities, including our congestion-free berths, road & rail infrastructure and large consumer reach into Florida and the U.S. Southeast.
- We continue to build our container service capability to provide global coverage:
 - The ScanBaltic is JAXPORT's fifth new container service we have added in the last 24 months, including our second European service added in the last three months (along with Ellerman City Liners). The other services added in that time include MSC's Canada Gulf Bridge, serving Mexico and Canada; MSC's Florida Gulf Feeder, serving the Dominican Republic; and Sea Lead's MEC, serving the Mediterranean through Damietta, Egypt. All three of those services are new direct container trade lanes for us, as was Europe when Ellerman began its service in December 2022.
 - The ScanBaltic is now MSC's fifth container service at JAXPORT overall, and the third it has added to JAXPORT in the last two years. MSC offers more vessel services than any other ocean carrier at JAXPORT.
- While the addition of MSC's new service will help to grow our volumes long-term, international volumes at all major U.S. container ports fell in February. This month is typically one of the slowest volume months of the year for the United States, specifically for the Trans-Pacific trade, because many factories in Asia close in late January/early February to celebrate the Chinese Lunar New Year, resulting in fewer shipped containers. In 2023, the Lunar New Year came at a time in the United States of generally overstocked inventories, lagging consumer demand, stubborn inflation and uncertainty about a potential recession. The combination of the traditional February lull and this year's economic pressures resulted in depressed container volumes for the month. The trade database Descartes reports that imports from the United States largest trade lane, North Asia, fell at every major U.S. container port in February: Los Angeles volumes dropped 32% month on month, Baltimore was down 22%; Norfolk -18%; Oakland, California, and Houston each were at -17%; ; Savannah -14; and Charleston, -11%. Meanwhile, JAXPORT TEUs were down five percent month over month but are still up five percent overall for our fiscal year. Volumes with our largest trade lane, Puerto Rico, also declined slightly in February, as the same forces impacting the mainland typically

affect the island. Even as total container volumes grow over the years, it is common for those volumes to ebb and flow along the way, and the container industry this quarter has been in ebb.

- In early March, members of our sales and marketing team attended the largest annual international maritime container conference in the country: the 2023 Trans-Pacific Maritime (TPM) conference held in Long Beach, California. At the event, our team spoke with representatives from nearly every major ocean carrier serving the United States, and they attended one-on-one meetings with more than a dozen current and potential shippers. Customers and analysts at TPM were cautious to predict details on timing and speed of container volumes returning to the U.S. market because the supply chain itself remains so fluid, but the consensus from these meetings is that demand – and volumes – are projected to return to the United States at some point in 2023.
- For breakbulk cargoes: while our breakbulk tonnage remains up 14% from prior year YOY, it was not unexpected that February itself saw tepid volumes, because February is typically a slow month for breakbulk (similar to containers) as factories disgorge inventory at the end of the prior calendar year, leaving waning demand in February. This year, our breakbulk tonnage last month also was negatively impacted by a strike in Finland – the source of much of our paper imports – by the Finnish Transport Workers’ Union. The strike began in mid-February and essentially shut down all vessel operations in Finland’s ports, so we saw a drop in forest product shipments. The Finnish strike is over so those volumes should rebound, and we continue to work with our two largest breakbulk terminal operators, SSA and Enstructure, to identify new shippers, and to explore efficiencies to accommodate existing customers looking to push additional volume through our breakbulk facilities.
- Dry bulk cargoes are up considerably due to recent ship calls, bumping our FYTD bulk revenue to 26 percent over budget.
- Little has changed in the last few months regarding vehicle cargoes. Vehicle revenue is solid at 4 percent over budget, even as vehicle units handled continue to lag. Vehicle volumes are still recovering from supply chain issues, and this year we are in transition with the start of reconfiguration of some of our vehicle handling areas that will allow us not only to retain significant existing business, but also provide for unit growth over time.

Our commercial team, in concert with our senior leadership, remains focused on retaining existing business, strengthening relationships with customers, identifying new business opportunities across all major cargo types and attracting new vessel service and shippers.

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