

TOLEDO-LUCAS COUNTY PORT AUTHORITY

**AUDITED FINANCIAL STATEMENTS
AND OTHER SUPPLEMENTARY INFORMATION
AND INDEPENDENT AUDITOR'S REPORT**

FOR THE YEAR ENDED DECEMBER 31, 2018

CONTENTS

	<u>PAGE</u>
INDEPENDENT AUDITOR’S REPORT	1 - 3
MANAGEMENT’S DISCUSSION AND ANALYSIS	4 - 11
STATEMENT OF NET POSITION.....	12 - 13
STATEMENT OF REVENUES, EXPENSES, AND CHANGES IN NET POSITION.....	14
STATEMENT OF CASH FLOWS	15 - 16
NOTES TO FINANCIAL STATEMENTS.....	17 - 49
SCHEDULE OF NET POSITION INFORMATION BY DIVISION	50
SCHEDULE OF REVENUES, EXPENSES, AND CHANGES IN NET POSITION INFORMATION BY DIVISION	51
SCHEDULE OF AUTHORITY’S PROPORTIONATE SHARE OF THE NET PENSION LIABILITY	52
SCHEDULE OF AUTHORITY’S PENSION CONTRIBUTIONS.....	53
SCHEDULE OF AUTHORITY’S PROPORTIONATE SHARE OF THE NET OPEB LIABILITY.....	54
SCHEDULE OF AUTHORITY’S PENSION OPEB CONTRIBUTIONS.....	55
SCHEDULE OF EXPENDITURES OF FEDERAL AWARDS.....	56
NOTE TO SCHEDULE OF EXPENDITURES OF FEDERAL AWARDS.....	57
SCHEDULE OF PASSENGER FACILITY CHARGES COLLECTED AND EXPENDED – CASH BASIS	58
NOTES TO SCHEDULE OF PASSENGER FACILITY CHARGES COLLECTED AND EXPENDED – CASH BASIS	59
INDEPENDENT AUDITOR’S REPORT ON COMPLIANCE WITH REQUIREMENTS APPLICABLE TO THE PASSENGER FACILITY CHARGE PROGRAM AND ON INTERNAL CONTROL OVER COMPLIANCE.....	60 - 61
INDEPENDENT AUDITOR’S REPORT ON INTERNAL CONTROL OVER FINANCIAL REPORTING AND ON COMPLIANCE AND OTHER MATTERS BASED ON AN AUDIT OF FINANCIAL STATEMENTS PERFORMED IN ACCORDANCE WITH GOVERNMENT AUDITING STANDARDS.....	62 - 63
INDEPENDENT AUDITOR’S REPORT ON COMPLIANCE FOR EACH MAJOR FEDERAL PROGRAM; REPORT ON INTERNAL CONTROL OVER COMPLIANCE; AND REPORT ON SCHEDULE OF EXPENDITURES OF FEDERAL AWARDS REQUIRED BY THE UNIFORM GUIDANCE.....	64 - 65
SCHEDULE OF FINDINGS AND QUESTIONED COSTS.....	66
SCHEDULE OF STATUS OF PRIOR YEAR (2017) AUDIT FINDINGS	67

INDEPENDENT AUDITOR'S REPORT

Board of Directors
Toledo-Lucas County Port Authority
Toledo, OH

Report on the Financial Statements

We have audited the accompanying financial statements of Toledo-Lucas County Port Authority, which consists of the statement of net position as of December 31, 2018, and the related statements of revenues, expenses and changes in net position and cash flows for the year then ended, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

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

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. 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. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements 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 entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

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Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of the Toledo-Lucas County Port Authority as of December 31, 2018, and the changes in its net position and its cash flows for the year then ended in accordance with accounting principles generally accepted in the United States of America.

Other Matters

Required Supplementary Information

Accounting principles generally accepted in the United States of America require that management's discussion and analysis, and pension and OPEB schedules on pages 4 – 11 and pages 52 – 55, respectively, be presented to supplement the financial statements. Such information, although not a part of the financial statements, is required by GASB who considers it to be an essential part of financial reporting for placing the 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 financial statements, and other knowledge we obtained during our audit of the 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.

Other Information

Our audit was conducted for the purpose of forming opinions on the financial statements that comprise the Toledo-Lucas County Port Authority's financial statements. The accompanying schedule of expenditures of federal awards on page 56 is presented for purposes of additional analysis, as required by the Single Audit Act and Subpart F of Title 2 U.S. Code of Federal Regulations (CFR) Part 200, *Uniform Administrative Requirements, Cost Principles, and Audit Requirements for Federal Awards* (Uniform Guidance); the accompanying schedule of passenger facility charges collected and expended – cash basis on page 58 is presented for purposes of additional analysis as specified in the *Passenger Facility Charge Audit Guide for Public Agencies* issued by the Federal Aviation Administration; and the supplementary information on pages 50 – 51, which includes the schedule of net position information by division and the schedule of revenues, expenses, and changes in net position information by division are presented for purposes of additional analysis, and are not required parts of the financial statements.

The schedule of expenditures of federal awards, the schedule of passenger facility charges collected and expended – cash basis, and the supplementary information, are the responsibility of management and were derived from and relate 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 information is fairly stated, in all material respects, in relation to the 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 June 27, 2019, on our consideration of the Toledo-Lucas County Port 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 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 Toledo-Lucas County Port 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 the Toledo-Lucas County Port Authority's internal control over financial reporting and compliance.

Gilmore Jasion Mahler, LTD

Maumee, Ohio
June 27, 2019

TOLEDO-LUCAS COUNTY PORT AUTHORITY

Management's Discussion and Analysis For the Year Ended December 31, 2018

The discussion and analysis of the Toledo-Lucas County Port Authority's ("Authority's") financial performance provides an overall review of the Authority's financial activities for the year ended December 31, 2018. This information should be read in conjunction with the basic financial statements included in this report.

FINANCIAL HIGHLIGHTS

The following financial highlights for 2018 are as follows:

- Total Net Position for the year ended December 31, 2018 decreased \$830,190 to \$213,110,355. Although the Port had a profitable year, the restatement of net assets due to the implementation of GASB No. 75, *Accounting and Reporting for Postemployment Benefits Other than Pensions* caused net assets to decrease by \$1.8 million.
- In comparison to 2017, total operating revenue increased \$1,608,112, which was the best revenue performing year since 2004.
- Total operating expenses were up slightly by 3% attributed to several factors including contractual services and repairs and maintenance.

FINANCIAL DRIVERS

The following statistics played a key role in the Authority's financial picture in 2018 compared to 2017:

- Cargo moving through the Port of Toledo increased 2.3%. Coal, grain and dry bulk increased during 2018, while general cargo, iron ore and petroleum decreased.
- Passengers using Toledo Express Airport were up 22.5%, resulting in increased terminal area related revenues.
- Airport ground rental revenue increased 140.5% compared to 2017, primarily due to leasing the cargo apron for vehicle storage.
- Bond issuance fee income increased 34.4% compared to 2017, mainly due to the Marina Lofts project.

TOLEDO-LUCAS COUNTY PORT AUTHORITY

***Management's Discussion and Analysis
For the Year Ended December 31, 2018***

OVERVIEW OF THE FINANCIAL STATEMENTS

This discussion and analysis is intended to serve as an introduction to the Authority's basic financial statements. The Authority's basic financial statements consist of the Statement of Net Position, the Statement of Revenues, Expenses and Changes in Net Position, the Statement of Cash Flows and the accompanying notes to the financial statements. These Statements report information about the Authority as a whole and about its activities. The Authority is a single enterprise fund using proprietary fund accounting, which means these statements are presented in a manner similar to a private-sector business. The statements are presented using an economic resources measurement focus and an accrual basis of accounting.

The Statement of Net Position presents the Authority's financial position and reports the resources owned by the Authority (assets), obligations owed by the Authority (liabilities), deferred outflows and inflows of resources related to pension, and the Authority's net position (the difference between the four elements). The Statement of Revenues, Expenses and Changes in Net Position present a summary of how the Authority's net position changed during the year. Revenue is reported when earned and expenses are reported when incurred. The Statement of Cash Flows provides information about the Authority's cash receipts and disbursements during the year. It summarizes net changes in cash resulting from operating, investing and financing activities. The notes to the financial statements provide additional information that is essential to a full understanding of the financial statements.

TOLEDO-LUCAS COUNTY PORT AUTHORITY

**Management's Discussion and Analysis
For the Year Ended December 31, 2018**

FINANCIAL ANALYSIS OF THE AUTHORITY

The following table provides a summary of the Authority's financial position as of December 31, 2018 and 2017, respectively.

Condensed Statements of Net Position

	December 31, 2018	December 31, 2017	Change Amount	%
Assets:				
Current assets	\$ 27,711,598	\$ 27,677,464	\$ 34,134	0.1%
Capital assets, net	226,648,461	225,155,989	1,492,472	0.7
Other noncurrent assets	30,204,111	30,236,850	(32,739)	(0.1)
Deferred outflows-pension	808,317	1,666,900	(858,583)	(51.5)
Deferred outflows-OPEB	192,608	-	192,608	100.0
Total assets & deferred outflows	<u>\$ 285,565,095</u>	<u>\$ 284,737,203</u>	<u>\$ 827,892</u>	0.3
Liabilities, Deferred Inflows and Net Position:				
Liabilities:				
Current liabilities (includes long term debt due within one year)	\$ 5,211,785	\$ 7,985,923	\$ (2,774,138)	(34.7)
Noncurrent liabilities	66,361,279	62,742,158	3,619,121	5.8
Deferred inflows-pension	728,548	68,577	659,971	962.4
Deferred inflows-OPEB	153,128	-	153,128	100.0
Total liabilities & deferred inflows	<u>72,454,740</u>	<u>70,796,658</u>	<u>1,658,082</u>	2.3
Net Position:				
Net investment in capital assets	164,085,363	164,153,306	(67,943)	(0.0)
Restricted	5,100,777	8,041,280	(2,940,503)	(36.6)
Unrestricted	43,924,215	41,745,959	2,178,256	5.2
Total Net Position beginning of year	213,110,355	213,940,545	(830,190)	(0.4)
Total liabilities, deferred inflows, and net position	<u>\$ 285,565,095</u>	<u>\$ 284,737,203</u>	<u>\$ 827,892</u>	0.3%

- Although Deferred outflows of pension and OPEB changed significantly, Total Assets remained consistent compared to 2017.
- Although Deferred inflows of pension and OPEB changed significantly, Total Liabilities remained consistent compared to 2017.
- Current Liabilities decreased by 34.7%, mainly attributable to a significant decrease in a related party payable.
- Restricted Net Position decreased by 36.6%, primarily due to the transfer of restricted Passenger Facility Charges ("PFC") funds to the Port general fund to reimburse for PFC capital projects completed.

TOLEDO-LUCAS COUNTY PORT AUTHORITY

**Management's Discussion and Analysis
For the Year Ended December 31, 2018**

Changes in Net Position - The following table shows the changes in revenues and expenses for the Authority between 2018 and 2017:

Condensed Statements of Revenues, Expenses and Changes in Net Position

	December 31, 2018	December 31, 2017	Change Amount	%
Operating revenues				
Airport related	\$ 4,197,990	\$ 3,267,367	\$ 930,623	28.5%
Seaport, Financing, Admin and other	12,460,299	11,782,810	677,489	5.7
Total operating revenues	<u>16,658,289</u>	<u>15,050,177</u>	<u>1,608,112</u>	10.7
Operating expenses				
Airport related	11,695,991	10,034,268	1,661,723	16.6
Seaport, Financing, Admin and other	9,250,345	10,302,807	(1,052,462)	(10.2)
Total operating expenses	<u>20,946,336</u>	<u>20,337,075</u>	<u>609,261</u>	3.0
Operating loss	<u>(4,288,047)</u>	<u>(5,286,898)</u>	<u>998,851</u>	(18.9)
Nonoperating revenues (expenses)				
Proceeds of property tax levy	2,325,751	2,310,000	15,751	0.7
Grants	5,467,436	2,910,818	2,556,618	87.8
Interest income from investments	1,197,244	767,752	429,492	55.9
Passenger facility charges	631,921	635,795	(3,874)	(0.6)
Other expense	(183,169)	(715,872)	532,703	(74.4)
Interest expense	(2,358,445)	(2,011,249)	(347,196)	17.3
Grant pass through	(1,476,324)	(545,481)	(930,843)	170.6
Total nonoperating revenues	<u>5,604,414</u>	<u>3,351,763</u>	<u>2,252,651</u>	67.2
Changes in Net Position	<u>1,316,367</u>	<u>(1,935,135)</u>	<u>3,251,502</u>	(168.0)
Net Position beginning of year	213,940,545	215,875,680	(1,935,135)	(0.9)
Restatement of Net Position for GAAP change	(1,821,513)	-	(1,821,513)	
Restatement for reorganization of component unit	(325,044)	-	(325,044)	
Net Position end of year	<u>\$ 213,110,355</u>	<u>\$ 213,940,545</u>	<u>\$ (830,190)</u>	(0.0)

TOLEDO-LUCAS COUNTY PORT AUTHORITY

***Management's Discussion and Analysis
For the Year Ended December 31, 2018***

It is important to note the following in regard to the Authority's change in net position:

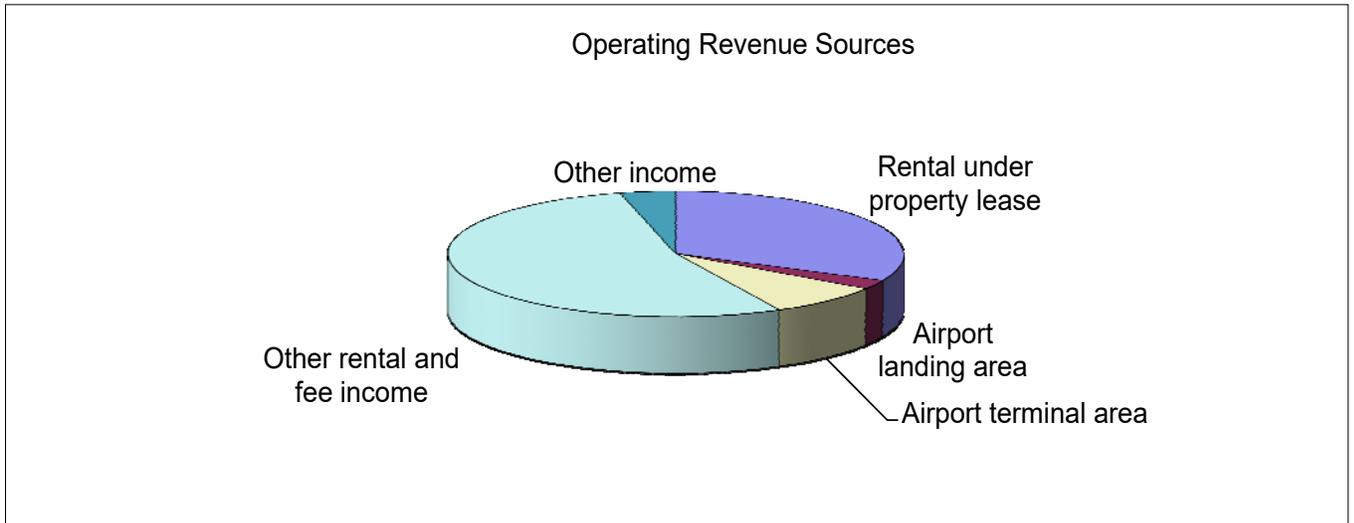
- Although 2018 reported a net operating loss of approximately \$4.3 million, including \$8.9 million of depreciation expense, non-operating revenues exceeded nonoperating expenses by approximately \$5.6 million due to grant revenue of approximately \$5.5 million. Nonoperating expenses include interest, loss on disposal of assets, and expenses attributed to the grants received. Other nonoperating revenues included tax levy proceeds, interest earned, and airport passenger facility charges.
- Operating revenues consist primarily of fees for services, rents and charges for the use of Port Authority facilities, airport landing fees, operating grants and other income. Operating expenses include the cost of providing these services, including administrative expenses and depreciation on capital assets.
- Interest expense on outstanding bonds and notes payable, loss on disposal of assets and grant pass through expense accounted for the majority of nonoperating expenses for 2018.

TOLEDO-LUCAS COUNTY PORT AUTHORITY

**Management's Discussion and Analysis
For the Year Ended December 31, 2018**

The following is a summary of the Authority's 2018 operating revenue sources:

Operating Revenue Sources	2018	Percent of Total
Rental under property lease	\$ 5,332,658	32.00 %
Airport landing area	395,754	2.38
Airport terminal area	1,360,189	8.17
Other rental and fee income	8,913,662	53.51
Other income	656,026	3.94
Total Operating Revenue	<u>\$ 16,658,289</u>	<u>100.00 %</u>



TOLEDO-LUCAS COUNTY PORT AUTHORITY

**Management's Discussion and Analysis
For the Year Ended December 31, 2018**

CAPITAL ASSETS AND DEBT ADMINISTRATION

Capital Assets

At the end of 2018, the Authority reported \$226,648,461 of capital assets net of accumulated depreciation which was invested in land, buildings, equipment and vehicles. This amount represents a slight net increase of approximately \$1,492,000 after depreciation expense of approximately \$8.9 million. Note 3 to the financial statements provides more detailed capital asset information.

The following table shows fiscal year 2018 and 2017 balances:

Capital Assets at December 31

	<u>2018</u>	<u>2017</u>	<u>Change</u>
Land	\$ 68,636,598	\$ 68,659,431	\$ (22,833)
Construction in progress	7,920,253	12,291,471	(4,371,218)
Improvements	211,368,044	209,189,963	2,178,081
Property and equipment	26,778,255	29,883,518	(3,105,263)
Buildings & leasehold improvements	107,646,668	95,261,312	12,385,356
Furniture and fixtures	<u>523,546</u>	<u>523,546</u>	<u>0</u>
Total Cost	422,873,364	415,809,241	7,064,123
Accumulated Depreciation	<u>(196,224,903)</u>	<u>(190,653,253)</u>	<u>(5,571,650)</u>
Net Value	<u>\$ 226,648,461</u>	<u>\$ 225,155,988</u>	<u>\$ 1,492,473</u>

TOLEDO-LUCAS COUNTY PORT AUTHORITY

**Management's Discussion and Analysis
For the Year Ended December 31, 2018**

Debt

At December 31, 2018 the Authority had \$62,563,098 in debt outstanding, \$2,788,941 of which is due within one year. Outstanding debt in the amount of \$9,915,651 pertains to Airport improvements and \$52,647,447 for Seaport and Development improvements and projects.

The following table summarizes the Authority's debt outstanding as of December 31, 2018 and 2017. Note 5 of the audited financial statements provides more detailed debt information.

Outstanding Debt at December 31,

	<u>2018</u>	<u>2017</u>	<u>Change</u>
Revenue bonds payable	\$ 29,155,000	\$ 30,890,000	\$ (1,735,000)
Notes payable	33,408,098	30,112,683	3,295,415
Total debt	<u>62,563,098</u>	<u>61,002,683</u>	<u>1,560,415</u>
Current portion	<u>(2,788,941)</u>	<u>(2,465,851)</u>	<u>(323,090)</u>
Long-term debt less current portion	<u>\$ 59,774,157</u>	<u>\$ 58,536,832</u>	<u>\$ 1,237,325</u>

REQUESTS FOR INFORMATION

This financial report is designed to provide our citizens, taxpayers, investors and creditors with a general overview of the Authority's finances and to show the Authority's accountability for money it receives. If you have questions about this report or need additional financial information, contact Thomas Winston, Toledo-Lucas County Port Authority, One Maritime Plaza, Toledo, Ohio 43604.

Toledo-Lucas County Port Authority
Statement of Net Position
December 31, 2018

ASSETS AND DEFERRED OUTFLOWS

Current Assets:

Cash and cash equivalents	\$ 12,486,310
Restricted cash	2,806,549
Investments	8,847,161
Interest receivable	42,576
Accounts receivable	2,058,705
Loans receivable	842,887
Lease receivable	541,169
Prepaid expenses and other assets	86,241
Total Current Assets	<u>27,711,598</u>

Noncurrent Assets:

Nondepreciable capital assets	76,556,851
Depreciable capital assets, net of accumulated depreciation	150,091,610
Restricted investments	2,012,526
Loans receivable	19,789,132
Lease receivable	5,084,141
Deposits	318,312
Amount due from NW Ohio Bond Fund	3,000,000
Total Noncurrent Assets	<u>256,852,572</u>

Total Assets **284,564,170**

Deferred Outflows of Resources:

Deferred outflows-pension	808,317
Deferred outflows-OPEB	192,608
Total Deferred Outflows of Resources	<u>1,000,925</u>

Total Assets and Deferred Outflows of Resources **\$ 285,565,095**

(Continued)

See accompanying notes to the financial statements.

**Toledo-Lucas County Port Authority
Statement of Net Position, Continued
December 31, 2018**

LIABILITIES, DEFERRED INFLOWS AND NET POSITION

Current Liabilities:	
Accounts payable and other	\$ 881,818
Accrued payroll	602,634
Deposits	132,186
Accrued interest	265,568
Revenue bonds payable - current	1,380,000
Note payable - current	968,941
Ohio SIB bond - current	440,000
Advances	540,638
Total Current Liabilities	<u>5,211,785</u>
 Noncurrent Liabilities:	
Development loan fund	1,520,032
Revenue bonds payable	20,755,000
Notes payable	32,439,157
Ohio SIB bond	6,580,000
Net pension liability	3,011,514
Net OPEB liability	2,055,576
Total Noncurrent Liabilities	<u>66,361,279</u>
Total Liabilities	71,573,064
 Deferred Inflows of Resources:	
Deferred inflows-pension	728,548
Deferred inflows-OPEB	153,128
Total Deferred Inflows of Resources	<u>881,676</u>
Total Liabilities and Deferred Inflows of Resources	72,454,740
 Net Position:	
Net investment in capital assets	164,085,363
Restricted	5,100,777
Unrestricted	43,924,215
Total Net Position	<u>213,110,355</u>
Total Liabilities, Deferred Inflows and Net Position	<u>\$ 285,565,095</u>

See accompanying notes to the financial statements.

Toledo-Lucas County Port Authority
Statement of Revenues, Expenses, and Changes in Net Position
For the Year Ended December 31, 2018

Operating Revenues	
Rental under property leases	\$ 5,332,658
Airport landing area	395,754
Airport terminal area	1,360,189
Other rental and fee income	8,913,662
Other income	656,026
Total Operating Revenues	16,658,289
Operating Expenses	
Personnel	2,876,277
Marketing	256,912
Contractual services	6,014,667
Utilities	843,171
Repairs and maintenance	1,876,070
Depreciation	8,854,743
Other operating expenses	224,496
Total Operating Expenses	20,946,336
Operating Loss	(4,288,047)
Nonoperating Revenues (Expenses)	
Proceeds of property tax levy	2,325,751
Interest income from investments	1,197,244
Passenger facility charges	631,921
Grants	5,467,436
Non-operating revenue	724,767
Interest expense	(2,358,445)
Other nonoperating expenses	(347,369)
Gain on investments	22,595
Loss on disposal of assets	(583,162)
Grant pass through	(1,476,324)
Total Nonoperating Revenues (Expenses)	5,604,414
Total Change in Net Position	\$ 1,316,367
Net Position beginning of year - as previously reported	\$ 213,940,545
Restatement of Net Position at January 1, 2017 for GAAP change	(1,821,513)
Net Position beginning of year - as restated	212,119,032
Restatement of Net Position at January 1, 2018 for reorganization of component unit	(325,044)
Total Change in Net Position	1,316,367
Net Position at end of year	\$ 213,110,355

See accompanying notes to the financial statements.

Toledo-Lucas County Port Authority
Statement of Cash Flows
For the Year Ended December 31, 2018

<u>Cash flows from operating activities:</u>	
Cash received from customers	\$ 15,093,618
Cash payments for goods and services	(10,569,311)
Cash payments to and on behalf of employees	(2,347,068)
Net cash provided by operating activities	<u>2,177,239</u>
 <u>Cash flows from noncapital financing activities:</u>	
Intergovernmental grants	377,398
Proceeds of property tax levy	2,325,751
Net cash provided by noncapital financing activities	<u>2,703,149</u>
 <u>Cash flows from capital and related financing activities:</u>	
Capital grants received	5,843,804
Passenger and Customer facility charges received	618,936
Acquisition and construction of capital assets	(9,267,653)
Construction of roadway donated to the County	(1,662,724)
Interest paid on capital asset debt	(2,283,902)
Principal payments on long-term debt	(2,640,506)
Issuance of debt	4,200,921
Grant pass through	(1,476,324)
Net cash used in capital and related financing activities	<u>(6,667,448)</u>
 <u>Cash flows from investing activities:</u>	
Interest on investments	1,184,724
Purchase of securities	(8,647,758)
Proceeds on securities	8,676,116
Net cash provided by investing activities	<u>1,213,082</u>
Net decrease in cash and cash equivalents	(573,978)
Cash and cash equivalents at beginning of year	15,866,837
Cash and cash equivalents at end of year	<u>\$ 15,292,859</u>

See accompanying notes to the financial statements.

**Toledo-Lucas County Port Authority
Statement of Cash Flows, Continued
For the Year Ended December 31, 2018**

<u>Reconciliation of operating loss to net cash provided by operating activities:</u>	
Operating loss	\$ (4,288,047)
Adjustments to reconcile operating loss to cash provided by operating activities:	
Depreciation expense	8,854,743
Implementation of OPEB liability	(1,821,513)
Reorganization of component unit	(325,044)
Changes in assets, liabilities and deferrals:	
Accounts receivable	(384,094)
Loans receivable	(726,796)
Leases receivable	95,117
Prepaid expenses and other assets	83,774
Net pension and OPEB liabilities and related deferrals	2,340,838
Accounts payable and other	(1,353,995)
Accrued payroll	9,884
Deposits	(935,066)
Advances	(892,594)
Development loan fund	1,520,032
Total adjustments	<u>6,465,286</u>
Net cash provided by operating activities	<u>\$ 2,177,239</u>

See accompanying notes to the financial statements.

TOLEDO-LUCAS COUNTY PORT AUTHORITY
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2018

NOTE 1 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Nature of Operations

The Toledo-Lucas County Port Authority (“Authority”) is a governmental subdivision created following enactment by the Ohio Legislature of the Ohio Port Authority Act (the “Act”). The Act permits the Authority to administer seaport, airport, surface transportation and economic development business within the State of Ohio. The Authority is governed by a board of thirteen directors, six of whom are appointed by the Mayor of the City of Toledo with approval by Toledo City Council, six by Lucas County, and one by joint action of the City and the County.

The Authority is composed of four divisions, the Seaport Division, the Airport Division, the Development and Property Division and the Administration Division. The Authority functions as a site purchasing and development agency, leasing developed areas at the Port of Toledo, Toledo Express Airport, Toledo Executive Airport, Dr. Martin Luther King, Jr. Plaza, One and Two Maritime Plaza and Overland Industrial Park to private firms for operations. In 1973, the Authority assumed the operation and management of Toledo's airports from the City of Toledo under a lease, which originally was set to expire in the year 2023. The lease was extended six additional years, which term is automatically renewed annually for an additional year to allow a continuous minimum term of twenty-one years. The Development and Property Division was formed during 2008 for the purpose of acquisition and remediation of property for economic development and reflects the revenue generated from the Authority’s financing programs. The division administers a grant and loan program for qualifying neighborhood projects.

The nucleus of the financial reporting entity as defined by the Governmental Accounting Standards Board (GASB) Statement No. 14 is the “primary government.” A fundamental characteristic of a primary government is that it is a fiscally independent entity. In evaluating how to define the financial reporting entity, management has considered all potential component units. A component unit is a legally separate entity for which the primary government is financially accountable. The criteria of financial accountability are the ability of the primary government to impose its will upon the potential component unit. These criteria were considered in determining the reporting entity. The Authority purchased garages from the City of Toledo in 2012; the garages are operated by ParkSmart, Inc. (“ParkSmart”), which is considered a blended component unit. In 2011, the Northwest Ohio Improvement Fund, LLC (“NOIF”) was established to provide financing through loans, equity and other financial services to businesses and real estate development projects located in low-income communities in Northwest Ohio. In 2015, NOIF was the intermediary related to the Promedica Downtown project involving new market tax credits. In 2017, NOIF was the intermediary related to the Overland Industrial Parkway project also involving new market tax credits. The activities of NOIF are directed by the Authority and the Authority is the primary beneficiary of NOIF, therefore, NOIF is considered a blended component unit. In 2016, ARG Services, Inc. (“ARG”) was incorporated to assist the Authority by managing, operating, supervising and otherwise working with or doing work related to Authority facilities. The activities of ARG are directed by the Authority and the Authority is the primary beneficiary of ARG, therefore, ARG is considered a blended component unit.

NOTE 1 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Basis of Accounting

The Authority operates as a self-supporting governmental enterprise and uses accounting policies applicable to governmental enterprise funds. All transactions are accounted for in a single enterprise fund. The accompanying financial statements have been prepared on the accrual basis of accounting in conformity with generally accepted accounting principles in all material respects. GASB is the accepted standard setting body for establishing governmental accounting and financial reporting principles.

Measurement Focus

The enterprise fund is accounted for on a flow of economic resources measurement focus. All assets, deferred outflows and inflows of resources and all liabilities associated with the operation of the Authority are included on the statement of net position. The statement of changes in net position presents increases (i.e., revenues) and decreases (i.e., expenses) in net total revenues, expenses and changes in net position. The statement of cash flows provides information about how the Authority finances and meets the cash flow needs of its enterprise activity.

Use of Estimates

The preparation of financial statements in accordance with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities 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.

Cash and Investments

Investments are made in accordance with the Authority's investment policy, which conforms to statutes of the State of Ohio. Restricted cash and investments represent balances restricted by agreements and proceeds from the sale of property purchased with federal monies. Accordingly, these balances have been separately identified in the accompanying financial statements.

In accordance with GASB Statement No. 72, "*Fair Value Measurement*," the Authority reports its investments at fair value, except for nonparticipating investment contracts (certificates of deposit, repurchase agreements) which are reported at cost, which approximates fair value. All investment income, including changes in the fair value of investments, is recognized as revenue in the operating statements.

For purposes of the statements of net position and of cash flows, the Authority considers all bank deposits and investments in the State Treasury Asset Reserve of Ohio (STAR Ohio) to be cash equivalents.

STAR Ohio is an investment pool managed by the State Treasurer's Office, which allows governments within the State to pool their funds for investment purposes. STAR Ohio is not registered with the Securities Exchange Commission as an investment company, but does operate in a manner consistent with Rule 2a7 of the Investment Company Act of 1940. Investments in STAR Ohio are valued at the net asset value per share provided by STAR Ohio on an amortized cost basis at December 31, 2018, which approximates fair value.

NOTE 1 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Cash and Investments (continued)

For 2018, there were no limitations or restrictions on any participant withdrawals due to redemption notice periods, liquidity fees, or redemption gates. However, notice must be given 24 hours in advance of all deposits and withdrawals exceeding \$25 million. STAR Ohio reserves the right to limit the transaction to \$50 million, requiring the excess amount to be transacted the following business day(s), but only to the \$50 million limit. All accounts of the participant will be combined for these purposes.

Capital Assets

Capital assets are stated at cost, or acquisition value is used when assets are acquired in a non-cash transaction, net of accumulated depreciation and amortization. Depreciation expense is provided using the straight-line method over the estimated useful lives of the related assets. Leasehold improvements are amortized over the lesser of the estimated useful life of the asset or the term of the related lease. Maintenance and repairs are charged to expense and improvements are capitalized. Interest on funds used during construction, less interest earned on related investments if the asset is financed with the proceeds from restricted obligations, is capitalized as part of the cost of the asset.

Pensions and Other Postemployment Benefits (OPEB)

For purposes of measuring the net pension and net OPEB liabilities, deferred outflows of resources and deferred inflows of resources related to pension and OPEB, and pension and OPEB expenses, information about the fiduciary net position of the retirement system and additions to/deductions from their fiduciary net position have been determined on the same basis as they are reported by the retirement system. For this purpose, benefit payments (including refunds of employee contributions) are recognized when due and payable in accordance with the benefit terms. The retirement system reports investments at fair value.

Deferred Outflows and Inflows of Resources

In addition to assets, the statement of net position reports a separate section for deferred outflows of resources. Deferred outflows of resources represent a consumption of net position that applies to a future period(s) and will not be recognized as an outflow of resources until then. For the Authority, deferred outflows of resources are reported for components associated with the net pension and net OPEB liabilities explained in Notes 7 and 8.

In addition to liabilities, the statement of net position reports a separate section for deferred inflows of resources. Deferred inflows of resources represent an acquisition of net position that applies to a future period(s) and will not be recognized as an inflow of resources until that time. For the Authority, deferred inflows of resources are reported for components associated with the net pension and net OPEB liabilities explained in Notes 7 and 8.

Compensated Absences

Employees of the Authority are entitled to paid vacation days depending on job classification, length of service, and other factors. Accrued vacation, which is included with accrued payroll on the statement of net position, increased \$13,355 from \$362,459 at December 31, 2017 to \$375,814 at December 31, 2018.

NOTE 1 - SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Net Position

Net position represents the difference between assets and deferred outflows of resources, reduced by liabilities and deferred inflows of resources. Net position invested in net investment in capital assets consists of capital assets, net of accumulated depreciation, reduced by the outstanding balances of any borrowings used for the acquisition, construction, or improvement of those assets. The restricted component of net position consists of monies and other resources which are restricted to satisfy debt service requirements as specified in debt agreements. The restricted component of net position also includes cash received from the sale of land, unspent grant monies, and passenger facility charges, which are restricted per the Federal Aviation Administration. The restricted component also includes cash received from other entities for Authority programs.

Revenues and Expenses

Operating revenues consist primarily of fees for services, rents and charges for use of Authority facilities, operating grants and other income. Operating expenses include the cost of providing these services, including administrative expenses and depreciation on capital assets.

Nonoperating revenues and expenses are all revenues and expenses not meeting the definition of operating revenues and expenses. Nonoperating revenues include proceeds from the property tax levy, interest from investments and passenger facility charges. Nonoperating expenses include interest expense on long-term debt.

Property Tax Levy

A \$.4 mill real estate tax renewal levy passed by Lucas County voters in 2018 provides financial support for the various activities of the Authority. The levy expires in 2025. The Authority elected to collect the full \$.4 mill in 2018.

Based on materiality, property taxes are recognized as revenues when received from the Lucas County Auditor.

Budgetary Process

The Authority has been notified by the Lucas County Auditor that it has waived the requirement to prepare a tax budget.

NOTE 2 – CASH AND INVESTMENTS

Bank Deposits

Custodial credit risk is the risk that in the event of bank failure, the government's deposits may not be returned. Protection of Authority's cash and deposits is provided by the Federal Deposit Insurance Corporation (FDIC) as well as qualified securities pledged by the institution holding the assets. Ohio Law requires that deposits be placed in eligible banks or savings and loan associations located in Ohio. Any public depository in which the Authority places deposits must pledge as collateral eligible securities of aggregate market value equal to the excess of deposits not insured by the FDIC. Financial institutions participating in the Ohio Pooled Collateral System (OPCS), a centralized collateral system monitored by the Ohio Treasurer of State, must pledge eligible securities equal to at least 102% of the carrying value of all public deposits held by each institution. Financial institutions choosing not to participate in the OPCS must pledge eligible securities equal to at least 105% of the carrying value of all public deposits held by each institution. Obligations that may be pledged as collateral are limited to obligations of the United States and its agencies and obligations of any state, county, municipal corporation or other legally constituted authority of any other state, or any instrumentality of such county, municipal corporation or other authority. Collateral is held by trustees including the Federal Reserve Bank and designated third party trustees of the financial institutions.

At year end the carrying amount of the Authority's deposits was \$15,292,109 and the bank balance was \$16,378,942. The Authority also had \$750 cash on hand. Federal depository insurance covered \$11,376,426 of the bank balance and \$5,002,516 was uninsured. Of the remaining uninsured bank balance, the Authority was exposed to custodial risk as follows:

Uninsured and collateralized with securities held by the pledging institution's trust department not in the Authority's name:	\$4,877,030
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Investments

The Authority has established an investment policy with priorities and guidelines based on Section 135.14 of the Ohio Revised Code. The following is a partial listing of authorized investments:

1. United States Treasury bills, bonds, notes, or any other obligation or security issued by the United States Treasury, or any other obligation guaranteed as to principal and interest by the United States;
2. Bonds, notes, debentures, or any other obligation or security issued by any federal government agency or instrumentality. All federal agency securities shall be direct issuances of federal government agencies or instrumentalities;
3. Interim deposits in eligible institutions applying for interim monies;
4. Bonds and other obligations of the State of Ohio;
5. No-load money market mutual funds consisting exclusively of obligations described in 1. and 2. above and repurchase agreements secured by such obligations;
6. Investments in debt instruments of Ohio state and local governments;

TOLEDO-LUCAS COUNTY PORT AUTHORITY
NOTES TO FINANCIAL STATEMENTS December 31, 2018

NOTE 2 – CASH AND INVESTMENTS (Continued)

7. Investments of proceeds of revenue bonds as may be permitted by a trust agreement or resolution;
8. The Ohio Subdivision’s Fund (STAR Ohio);
9. Overnight or term repurchase agreements consisting of an agreement to repurchase any of the securities listed in 1. or 2. above;
10. Commercial paper notes issued by companies incorporated under the laws of the United States;
11. Certificates of deposit from any eligible institution mentioned in Section 135.32 of the Ohio Revised Code; and
12. Issuance of the Authority’s debt as well as obligations within the Northwest Ohio Bond Fund or other political subdivision or port authority bond funds as permitted by law.

The Authority’s investments at December 31, 2018 were as follows:

			Investment Maturities (in Years)		
	<u>Fair Value</u>	<u>Credit Rating</u>	<u>Less than 1</u>	<u>1-3</u>	<u>3-5</u>
United States Treasury Bill	\$ 948,534	AA+ ¹	\$ 227,796	\$ 720,738	\$ -
Federal Farm Credit Bank	879,267	AA+ ¹	756,102	123,165	
Federal Home Loan Banks	1,190,548	AA+ ¹	458,072	668,808	63,668
Federal National Mortgage Association	1,236,649	AA+ ¹	278,662	957,987	
Federal Home Loan Mortgage Corporation	970,389	AA+ ¹	104,113	826,042	40,234
Bank NY Mellon Money Market Funds	92,692	A-1+ ¹	92,692		
ING US FDG LLC Commercial Paper	1,425,870	Aa3 ²	1,425,870		
Huntington Money Market Fund	950,734	Aa3 ²	950,734		
Credit Suisse First Boston Commerical Paper	493,963	A1 ²	493,963		
Key Money Market Fund	17,904	A-2 ¹	17,904		
State Bank Money Market Fund	228,744	NR	228,744		
Signature Bank Money Market	256,111	NR	256,111		
Discover Bank FDIC Insured CD	249,840			249,840	
Ally Bank FDIC Insured CD	174,724			174,724	
BMW BK North America FDIC Insured CD	249,185		249,185		
Capital One BK FDIC Insured CD	248,178		248,178		
Morgan Stanley BK FDIC Insured CD	248,588			248,588	
Ally BK FDIC Insured CD	249,208			249,208	
Synchrony BK Retail FDIC Insured CD	249,373			249,373	
Sallie Mae FDIC Insured CD	249,510			249,510	
Wells Fargo BK FDIC Insured CD	249,676			249,676	
Total Investments	<u>\$ 10,859,687</u>		<u>\$ 5,788,126</u>	<u>\$ 4,967,659</u>	<u>\$ 103,902</u>

¹ Standard & Poor’s

² Moody’s

^{NR} Not rated

NOTE 2 – CASH AND INVESTMENTS (Continued)

The Authority’s investments in federal agency securities, negotiable certificates of deposit, commercial paper and mutual funds are valued using significant other observable inputs valued by pricing sources used by the Authority’s investment managers (Level 2 inputs).

Interest Rate Risk – As a means of limiting its exposure to fair value losses arising from rising interest rates and according to state laws, the Authority’s investment policy limits investment maturities to those permitted by the Ohio Revised Code which is five years or less, unless the investment is matched to a specific obligation or debt of the Authority.

Credit Risk – The Authority’s investment policy limits investments to securities specifically authorized by Ohio Revised Code. No load money market funds must have the highest rating issued by national raters. STAR Ohio must maintain the highest letter or numerical rating provided by at least one nationally recognized standard service.

Custodial Credit Risk – For an investment, custodial credit risk 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 investment or collateral securities that are in the possession of an outside party. Of the Authority’s investments in federal agency securities, the entire balance is uninsured, not registered in the name of the Authority, and is held by the counterparty.

Concentration of Credit Risk - Concentration of credit risk exists when investments are concentrated in one issue. The Authority’s investment policy allows for various types of investments with various safeguard limits and cannot be changed unless the Authority’s Board of Directors, by resolution, modifies the limits. The Authority’s investments in U.S. Agencies represent 48%, Money Market funds 14% and other 38% of the Authority’s investment portfolio excluding STAR Ohio at year end.

Cash and investments per footnote

Carrying amount of bank deposits	\$15,292,109
Cash on hand	750
Investments	<u>10,859,687</u>
Total	<u>\$ 26,152,546</u>

Cash and investments per statement of net position

Cash and cash equivalents	\$ 12,486,310
Restricted cash	2,806,549
Investments	8,847,161
Restricted investments	<u>2,012,526</u>
Total	<u>\$ 26,152,546</u>

TOLEDO-LUCAS COUNTY PORT AUTHORITY
NOTES TO FINANCIAL STATEMENTS December 31, 2018

NOTE 3 – CAPITAL ASSETS

Capital assets consist of the following:

<i>Historical Cost:</i>	December 31,			December 31,
Class	2017	Additions	Deletions	2018
<i>Capital assets not being depreciated:</i>				
Land	\$ 68,659,431	\$ 214,162	\$ (236,995)	\$ 68,636,598
Construction in Progress	12,291,471	6,653,095	(11,024,313)	7,920,253
Subtotal	<u>80,950,902</u>	<u>6,867,257</u>	<u>(11,261,308)</u>	<u>76,556,851</u>
<i>Capital assets being depreciated:</i>				
Improvements	209,189,963	2,178,081	-	211,368,044
Property and Equipment	29,883,518	904,038	(4,009,301)	26,778,255
Buildings and Leasehold				
Improvements	95,261,312	12,402,914	(17,558)	107,646,668
Furniture and Fixtures	523,546	-	-	523,546
Subtotal	<u>334,858,339</u>	<u>15,485,033</u>	<u>(4,026,859)</u>	<u>346,316,513</u>
Total Cost	<u>\$ 415,809,241</u>	<u>\$ 22,352,290</u>	<u>\$ (15,288,167)</u>	<u>\$ 422,873,364</u>
<i>Accumulated Depreciation:</i>				
Class	December 31,	Additions	Deletions	December 31,
	2017			2018
<i>Capital assets being depreciated:</i>				
Land Improvements	\$ (126,065,246)	\$ (4,482,821)	\$ -	\$ (130,548,067)
Property and Equipment	(16,744,089)	(886,640)	3,280,752	(14,349,977)
Buildings and Leasehold				
Improvements	(47,348,995)	(3,480,417)	2,341	(50,827,071)
Furniture and Fixtures	(494,923)	(4,865)	-	(499,788)
Total Depreciation	<u>\$ (190,653,253)</u>	<u>\$ (8,854,743)</u>	<u>\$ 3,283,093</u>	<u>\$ (196,224,903)</u>
<i>Net Value:</i>	<u>\$ 225,155,988</u>	<u>\$ 13,497,547</u>	<u>\$ (12,005,074)</u>	<u>\$ 226,648,461</u>
Depreciation Expense charged to operating expense		<u>\$ 8,854,743</u>		

Depreciation has been determined using the straight-line method over the estimated useful lives of the property and equipment ranging between 5 and 40 years. During 2018, approximately \$4 million of Federal, state and local grant funding was utilized to purchase and acquire Port Authority capital assets.

TOLEDO-LUCAS COUNTY PORT AUTHORITY
NOTES TO FINANCIAL STATEMENTS December 31, 2018

NOTE 4 – LOANS AND CAPITAL LEASE RECEIVABLE

A summary of loans and capital lease receivable at December 31 follows:

	<u>Balance</u> <u>December 31,</u> <u>2017</u>	<u>Additions</u>	<u>Payments</u>	<u>Change in</u> <u>Discount</u>	<u>Bad Debt</u>	<u>Balance</u> <u>December 31,</u> <u>2018</u>	<u>Due</u> <u>Within</u> <u>One Year</u>
ESID Loan Receivable	\$ 1,486,846	\$ 0	\$ (128,528)	\$ 0	\$ 0	\$ 1,358,318	\$ 129,816
NOIF Loan Receivable	16,490,000	0	0	0	0	16,490,000	0
Various Loans Receivable	1,928,378	1,047,558	(192,235)	0	0	2,783,701	713,071
Total Loans Receivable	\$ 19,905,224	\$ 1,047,558	\$ (320,763)	\$ 0	\$ 0	\$ 20,632,019	\$ 842,887
Capital Lease Receivable	\$ 5,720,428	\$ 375,000	\$ (470,118)	\$ 0	\$ 0	\$ 5,625,310	\$ 541,169

Loans Receivable

In 2016, the Authority loaned funds to the Northwest Ohio Advanced Energy Improvement District (“ESID”). This loan totaled \$1,740,087 and has an interest rate of 1% requiring semiannual payments of \$71,538 with a maturity in 2028. These funds are related to the debt from the Ohio Development Services Agency (“ODSA”) found in Note 5. As of December 31, 2018, the balance remaining on the note was \$1,358,318.

Loans receivable at the end of 2018 includes six loans in which the Northwest Ohio Improvement Fund, LLC (“NOIF”) entered into: two in 2015 with ProMedica Downtown Campus Landlord, LLC for a total of \$7,760,000 and four in 2017 with Overland Industrial Parkway Two, LLC for a total of \$8,730,000. These loans are directly related to the conduit debt that was incurred by NOIF; at the time NOIF served as an intermediary in the Promedica project and the Overland Industrial Parkway project financing. These structures were created to facilitate the use of new market tax credits; the exposure for the notes is minimal due to the pass-through structure of the agreements in place. The loans are interest only for the first seven years, and then bear interest rates of 2.55% on the 2015 loans and 3.67% on the 2017 loans. On the 2015 loans, from 2023 through 2045, quarterly payments of principal and interest are required in an amount to fully amortize the loan over the remaining term, which mature on December 23, 2045. On the 2017 loans, from 2024 through 2047, monthly payments of principal and interest are required in an amount to fully amortize the loans over the remaining term, which mature on June 29, 2047. The Authority is not a guarantor of this debt.

In addition, the Authority has loaned amounts totaling \$3,733,558 under various loan programs, at interest rates ranging from zero to 6%, with maturities ranging from 2018 through 2033. The total loan receivable amount of \$2,783,701 shown in the table above is net of a discount of \$17,765 for financial statement presentation in the Statement of Net Position. The discount represents the net present value calculation performed on the loans that are not charged interest. Future principal payments in years after 2018 for these loans receivable are as follows:

<u>December 31,</u>	<u>Discounted</u>	<u>Undiscounted</u>
2019	\$842,887	\$842,887
2020	246,594	246,594
2021	226,585	244,350
2022	212,015	212,015
2023	516,853	516,853
Thereafter	<u>18,587,085</u>	<u>18,587,085</u>
Total	<u>\$20,632,019</u>	<u>\$20,649,784</u>

NOTE 4 – LOANS AND CAPITAL LEASE RECEIVABLE (Continued)

Capital Lease Receivable

On June 2, 2003, the United States transferred ownership of property occupied by Teledyne Technologies to the Authority for \$10. A lease agreement between the Authority and Teledyne Technologies was entered into on August 23, 2001 and commenced on the date the property was transferred to the Authority (June 2, 2003). Lease payments are due in the amount of \$65,000 per year with periodic increases based upon the consumer price index. The original lease term is five years with options to extend the lease for four additional periods of five years. On November 13, 2017 Teledyne exercised the third five-year option period thereby extending the lease through May 31, 2023. Teledyne has the option to purchase the property for \$450,000. The option price is considered a bargain purchase and, under the provision of GASB 62, the lease is being accounted for as a direct financing lease. The present value of the bargain purchase option and the lease payments during the original lease term are recorded as the amount due from lessee in the statement of net position at December 31, 2018. All costs, expenses, and obligations relating to the property are to be paid by Teledyne.

On May 6, 2005, the Authority and Nagle Holdings, Ltd. entered into an agreement for the lease of approximately 14.374 acres of vacant land near Toledo Executive Airport, on which Nagle Holdings constructed a facility in conjunction with its trucking business. On March 22, 2016, a first amendment to the lease agreement was signed in which the Authority allows Nagle Holdings to purchase the leased premises for \$100 upon expiration of the lease, which occurs February 28, 2021. In addition, lease payments of \$91,200 are due the next three years. The option price is considered a bargain purchase and, under the provision of GASB 62, the amended lease is being accounted for as a direct financing lease. The present value of the bargain purchase option and the lease payments during the remaining terms of the lease are recorded as the amount due from lessee in the statement of net position at December 31, 2018.

On May 13, 2008, the Authority and Midwest Terminals of Toledo, Inc. (“Midwest”) entered into an agreement for the lease of approximately 181 acres of land commonly known as “Ironville” for the development and management of logistics, maritime related businesses, and or other commercial or industrial uses. On August 1, 2014, a first amendment to the lease agreement was signed because of ongoing development at Ironville, in which the Authority would provide \$1.3 million in funding for additional capital improvements at the site. Commenced January 1, 2015 and ending December 31, 2022, Midwest shall pay the Authority \$15,772 a month, which amounts to \$189,264 annually as additional rent for these improvements. The present value of the lease payments during the remaining terms of the lease is recorded as amount due from lessee in the statement of net position at December 31, 2018.

On June 8, 2016, the Authority and Midwest entered into an agreement for the lease of a Waterless Pelican P Dual Tier-399 HP Street Sweeper which the Authority owns. Midwest shall pay the Authority \$7,724 a month beginning September 1, 2016 through August 31, 2019, at which time Midwest will have the option to purchase the sweeper for \$100 if Midwest has met all the monthly payments. The present value of the bargain purchase option and the lease payments during the remaining terms of the lease are recorded as the amount due from lessee in the statement of net position at December 31, 2018.

TOLEDO-LUCAS COUNTY PORT AUTHORITY
NOTES TO FINANCIAL STATEMENTS December 31, 2018

NOTE 4 – LOANS AND CAPITAL LEASE RECEIVABLE (Continued)

On October 26, 2016, the Authority and Dana Limited entered into an agreement for the lease of a 102,060-square foot building and parking areas located on real property commonly known as 3220 Jeep Parkway. On October 10, 2017, a first amendment to the lease agreement was signed to reflect the addition of expanded premises, in which the Authority would provide \$4.5 million in funding for tenant improvements at the site. Commencing June 1, 2017 and ending May 1, 2037, Dana Limited shall pay the Authority monthly payments consisting of principal and interest per the amortization schedule attached as exhibit E to the first amendment. The lease payments during the remaining terms of the lease are recorded as the amount due from lessee in the statement of net position at December 31, 2018.

On September 8, 2017, the Authority and Mitsubishi Chemical Performance Polymers, Inc. entered into an agreement for the construction of a rail spur on property owned by Mitsubishi, which was partially funded by the Port. The Port funded amount totaled \$375,000. The Authority leases the premises and rail spur to Mitsubishi for \$4,000 per month. The agreement will expire on December 31, 2026; wherein Mitsubishi has the option to acquire the Authority's entire interest in the project at a purchase price of \$100. Further, at any time during the project lease term beginning 5 years after the commencement date, Mitsubishi may terminate the project lease by paying the sum of all rent payments due through December 31, 2026 and the purchase price of \$100. The lease payments during the remaining terms of the lease are recorded as the amount due from lessee in the statement of net position at December 31, 2018.

NOTE 5 – DEBT

A summary of Long-Term Debt activity for the year ended December 31, 2018 follows:

	Series	Maturity Date	Balance December 31, 2017	Additions	Reductions	Balance December 31, 2018	Due Within One Year
Revenue Bonds:							
Northwest Ohio Development:							
Taxable:							
7.25%	Chevron	2008A 2028	\$ 3,655,000	\$ -	\$ (205,000)	\$ 3,450,000	\$ 225,000
4.90%	Parking Garage Project	2011C 2026	3,670,000	-	(305,000)	3,365,000	320,000
4.61%	Refunding Air Hub Project	2012A 2026	5,765,000	-	(435,000)	5,330,000	455,000
4.02%	Dana Facility	2016B 2028	10,355,000	-	(365,000)	9,990,000	380,000
Tax Exempt:							
Other:							
2.75%	State of Ohio Tax Exempt	2011-1 2031	7,445,000	-	(425,000)	7,020,000	440,000
Total Revenue Bonds			30,890,000	-	(1,735,000)	29,155,000	1,820,000
Notes Payable:							
1.00%	ODSA	2015 2028	1,844,399	-	(159,436)	1,684,963	161,034
2.25%	JobsOhio	2016 2027	8,643,510	-	(342,815)	8,300,695	351,483
2.50%	Lucas County Builds	2016 2028	739,843	-	(30,982)	708,861	31,766
3.00%	Airport Hangar Acquisition	N/A 2037	-	1,281,594	-	1,281,594	-
2.58%	NOIF-2015	2015 2045	7,760,000	-	-	7,760,000	-
3.67%	NOIF-2017	2017 2047	8,730,000	-	-	8,730,000	-
4.83%	ESID Note Airport	2014 2028	794,987	-	(47,247)	747,740	50,329
3.00%	ESID Note Garages	2012 2026	502,020	-	(48,224)	453,796	49,681
3.42%	ESID Note Maritime	2012 2026	762,619	-	(72,127)	690,492	74,616
1.39%	ESID Note MLK	2011 2026	335,305	-	(30,021)	305,284	30,440
5.00%	ESID Note Two Maritime	2017A 2031	-	545,000	(30,000)	515,000	30,000
4.80%	ESID Note TEA Terminal Roof	2017A 2027	-	1,810,000	(140,000)	1,670,000	150,000
3.88%	ESID Note TEA Ramp Lighting	2017A 2025	-	62,990	-	62,990	7,327
5.00%	ESID Note TEA Maintenance	N/A 2022	-	27,874	(4,654)	23,220	5,378
4.20%	ESID Note TAA Hangar	2017D 2032	-	473,463	-	473,463	26,887
Total Notes Payable			30,112,683	4,200,921	(905,506)	33,408,098	968,941
Total			\$ 61,002,683	\$ 4,200,921	\$ (2,640,506)	\$ 62,563,098	\$ 2,788,941

TOLEDO-LUCAS COUNTY PORT AUTHORITY
NOTES TO FINANCIAL STATEMENTS December 31, 2018

NOTE 5 - DEBT (Continued)

Presented below is a summary of principal payment requirements to maturity by years.

	2019	2020	2021	2022	2023	
Revenue Bonds Payable						
Northwest Ohio Development Revenue Bonds						
Taxable Chevron	\$ 225,000	\$ 240,000	\$ 255,000	\$ 275,000	\$ 300,000	
Taxable Parking Garage Project	320,000	340,000	360,000	380,000	405,000	
Taxable Refunding Air Hub Project	455,000	480,000	505,000	530,000	560,000	
Taxable Dana Facility	380,000	395,000	415,000	435,000	460,000	
State of Ohio Tax Exempt	440,000	450,000	465,000	480,000	495,000	
Notes Payable						
ODSA	161,034	162,648	164,279	165,926	167,589	
JobsOhio	351,483	360,372	369,485	378,829	388,409	
Lucas County Builds	31,766	32,569	33,393	34,237	35,103	
SIB Loan	-	54,624	56,275	57,976	59,728	
NOIF-2015	-	-	-	-	251,571	
NOIF-2017	-	-	-	-	-	
ESID Note Airport	50,329	53,410	55,464	59,573	62,654	
ESID Note Garages	49,681	51,183	52,730	54,324	55,966	
ESID Note One Maritime	74,616	77,191	79,855	82,611	85,462	
ESID Note MLK	30,440	30,866	31,298	31,736	32,180	
ESID Note Two Maritime	30,000	30,000	30,000	30,000	30,000	
ESID Note TEA Terminal Roof	150,000	155,000	165,000	175,000	185,000	
ESID Note TEA Ramp Lighting	7,327	7,297	7,646	8,012	8,395	
ESID Note TEA Maintenance	5,378	5,653	5,942	6,247	-	
ESID Note TAA Hangar	26,887	25,194	26,456	27,782	29,174	
Total	<u>\$ 2,788,941</u>	<u>\$ 2,951,007</u>	<u>\$ 3,077,823</u>	<u>\$ 3,212,253</u>	<u>\$ 3,611,231</u>	
	2024-2028	2029-2033	2034-2038	2039-2043	2044-2048	Total
Revenue Bonds Payable						
Northwest Ohio Development Revenue Bonds						
Taxable Chevron	\$ 2,155,000	\$ -	\$ -	\$ -	\$ -	\$ 3,450,000
Taxable Parking Garage Project	1,560,000	-	-	-	-	3,365,000
Taxable Refunding Air Hub Project	2,800,000	-	-	-	-	5,330,000
Taxable Dana Facility	7,905,000	-	-	-	-	9,990,000
State of Ohio Tax Exempt	2,760,000	1,930,000	-	-	-	7,020,000
Notes Payable						
ODSA	863,487	-	-	-	-	1,684,963
JobsOhio	2,094,442	4,357,675	-	-	-	8,300,695
Lucas County Builds	541,793	-	-	-	-	708,861
SIB Loan	326,838	379,309	346,844	-	-	1,281,594
NOIF-2015	1,358,314	1,542,230	1,751,050	1,988,145	868,690	7,760,000
NOIF-2017	2,513,658	2,657,633	1,335,955	1,223,066	999,688	8,730,000
ESID Note Airport	466,310	-	-	-	-	747,740
ESID Note Garages	189,912	-	-	-	-	453,796
ESID Note One Maritime	290,757	-	-	-	-	690,492
ESID Note MLK	148,764	-	-	-	-	305,284
ESID Note Two Maritime	210,000	155,000	-	-	-	515,000
ESID Note TEA Terminal Roof	840,000	-	-	-	-	1,670,000
ESID Note TEA Ramp Lighting	24,313	-	-	-	-	62,990
ESID Note TEA Maintenance	-	-	-	-	-	23,220
ESID Note TAA Hangar	169,323	168,647	-	-	-	473,463
Total	<u>\$ 27,217,911</u>	<u>\$ 11,190,494</u>	<u>\$ 3,433,849</u>	<u>\$ 3,211,211</u>	<u>\$ 1,868,378</u>	<u>\$ 62,563,098</u>

TOLEDO-LUCAS COUNTY PORT AUTHORITY
NOTES TO FINANCIAL STATEMENTS December 31, 2018

NOTE 5 - DEBT (Continued)

Presented below is a summary of interest payment requirements to maturity by years.

	2019	2020	2021	2022	2023	
Revenue Bonds Payable						
Northwest Ohio Development Revenue Bonds						
Taxable Chevron	\$ 246,138	\$ 229,463	\$ 211,881	\$ 193,031	\$ 172,731	
Taxable Parking Garage Project	161,088	145,163	128,135	110,373	91,385	
Taxable Refunding Air Hub Project	240,527	219,321	196,847	173,336	148,557	
Taxable Dana Facility	397,328	381,814	365,703	348,802	331,072	
State of Ohio Tax Exempt	252,165	238,468	223,628	209,468	194,568	
Notes Payable						
ODSA	12,336	11,125	9,902	8,667	7,420	
JobsOhio	183,157	175,158	166,956	158,546	149,924	
Lucas County Builds	17,359	16,556	15,732	14,888	14,022	
Airport Hangar Acquisition	-	40,821	39,170	37,469	35,717	
NOIF-2015	197,709	197,709	197,709	197,709	195,319	
NOIF-2017	320,339	320,339	320,339	320,339	320,339	
ESID Note Airport	35,521	33,065	30,436	27,707	24,805	
ESID Note Garages	13,244	11,742	10,195	8,602	6,960	
ESID Note One Maritime	22,996	20,421	17,756	15,000	12,149	
ESID Note MLK	4,150	3,724	3,292	2,855	2,411	
ESID Note Two Maritime	25,375	23,875	22,375	20,875	19,375	
ESID Note TEA Terminal Roof	78,360	71,160	63,600	55,560	47,040	
ESID Note TEA Ramp Lighting	2,065	2,090	1,803	1,503	1,189	
ESID Note TEA Maintenance	1,106	831	542	238	-	
ESID Note TAA Hangar	17,090	18,495	17,424	16,299	15,117	
Total	\$2,228,053	\$2,161,340	\$2,043,425	\$ 1,921,267	\$1,790,100	
	2024-2028	2029-2033	2034-2038	2039-2043	2044-2048	Total
Revenue Bonds Payable						
Northwest Ohio Development Revenue Bonds						
Taxable Chevron	\$ 475,600	\$ -	\$ -	\$ -	\$ -	\$ 1,528,844
Taxable Parking Garage Project	148,470	-	-	-	-	784,614
Taxable Refunding Air Hub Project	283,630	-	-	-	-	1,262,218
Taxable Dana Facility	1,357,142	-	-	-	-	3,181,861
State of Ohio Tax Exempt	698,838	141,591	-	-	-	1,958,726
Notes Payable						
ODSA	17,943	-	-	-	-	67,393
JobsOhio	612,465	8,171	-	-	-	1,454,377
Lucas County Builds	55,596	-	-	-	-	134,153
Airport Hangar Acquisition	150,389	97,918	34,938	-	-	436,422
NOIF-2015	876,135	692,216	483,396	246,302	25,084	3,309,288
NOIF-2017	1,403,703	867,076	526,949	300,903	67,091	4,767,417
ESID Note Airport	73,720	-	-	-	-	225,254
ESID Note Garages	8,794	-	-	-	-	59,537
ESID Note One Maritime	15,348	-	-	-	-	103,670
ESID Note MLK	4,506	-	-	-	-	20,938
ESID Note Two Maritime	68,625	13,875	-	-	-	194,375
ESID Note TEA Terminal Roof	93,360	-	-	-	-	409,080
ESID Note TEA Ramp Lighting	1,373	-	-	-	-	10,023
ESID Note TEA Maintenance	-	-	-	-	-	2,717
ESID Note TAA Hangar	55,689	16,391	-	-	-	156,505
Total	\$6,401,326	\$1,837,238	\$1,045,283	\$ 547,205	\$ 92,175	\$20,067,412

NOTE 5 - DEBT (Continued)

A. Taxable Chevron

The Authority issued and is the borrower on \$4,780,000 of taxable revenue bonds from the Northwest Ohio Bond Fund for the purchase of the former Chevron Property in 2008. A lease was signed with Midwest requiring lease payments equal to the amount of debt. As of December 31, 2018, \$3,450,000 remains outstanding.

B. Taxable Refunding Air Hub Project

The Authority issued bonds to refinance debt in 2012 for the air cargo hub facility. The series 2012A taxable bonds were issued by the Northwest Ohio Bond Fund in the amount of \$9,470,000. As of December 31, 2018, \$5,330,000 remains outstanding. The facility was leased to Tronair, Inc. ("Tronair"). 2018 revenues from Tronair covered 72.0% of the annual debt payments. 2019 revenues will cover 93.5% of the annual debt payments. 2020 revenues, and subsequent years' revenues, will fully cover the annual debt payments.

C. Port Authority Overland Property

JobsOhio

During construction of the 100,000-square foot warehousing facility on Overland Parkway that began in 2014, the Authority was in negotiations with JobsOhio. A loan, in the amount of \$2,500,000, was received in 2016 and will bear an interest rate of 0% for the first year, 3% for years two through six, and 4% for years seven through twelve, and matures in 2027. In May of 2016, it was announced that Dana Corporation would lease the warehousing facility. The announcement of a tenant and the expansion of the facility to approximately 300,000 square feet led to the further restructuring of the repayment terms of the currently outstanding \$2,500,000 loan. As a result of the expansion, the Authority's JobsOhio financing obligation was increased to a total of up to \$8,750,000, which was drawn during 2017. As of December 31, 2018, \$8,300,695 remains outstanding.

Taxable Dana Facility

As a result of the expansion of the Dana facility to approximately 300,000 square feet, the Authority issued and is borrower on \$10,470,000 of taxable revenue bonds from the Northwest Ohio Bond Fund. The issuance is comprised of two series. The series 2016B-1 of \$2,275,000 is the absorption of the original financing of the initial 100,000 square foot facility. The series 2016B-2 representing \$8,195,000 is the financing of the building expansion of approximately 200,000 square feet. As of December 31, 2019, \$9,990,000 in total remains outstanding.

Lucas County Builds

As part of the overall financing for the Dana facility on Overland Parkway, a loan was secured and funded in the amount of \$750,000 from the Lucas County Builds Fund in October of 2016. The term of the loan will expire on December 31, 2028 and the balance of the loan on December 31, 2018 was \$708,861.

The lease signed with Dana will fund payments due for the JobsOhio obligation, the Northwest Ohio Bond Fund 2016B series, and the Lucas County Builds loan.

NOTE 5 - DEBT (Continued)

D. Taxable Parking Garage Project

In October 2011, the Authority purchased parking facilities from the City of Toledo. This project was financed by issuing \$4,940,000 of taxable development revenue bonds within the Northwest Ohio Bond Fund. In addition, tax exempt bonds were issued from the SIB GRF Bond Fund Program in the amount of \$9,430,000. The total remaining balance for both bonds was \$10,385,000 as of December 31, 2018.

E. Northwest Ohio Advanced Energy Improvement District (ESID Notes Payable)

The Authority was the borrower of nine Northwest Ohio Advanced Energy Improvement District (“ESID”) Notes for capital improvements to the garage facilities, One Maritime Plaza and Two Maritime Plaza office buildings, airport terminal, airport maintenance building, TAA hangar, airport ramp and the Martin Luther King terminal. As of December 31, 2018, \$4,941,985 remains outstanding.

F. ODSA

During 2015, the Authority borrowed funds from ODSA. These funds relate to the series 2013A bond issuance. This series was issued to the ESID, which is an entity the Authority created to assist with financing related to the BetterBuildings Northwest Ohio Energy Program. As funds for energy efficiency projects were expended, disbursement requests were submitted to ODSA for a 50% reimbursement to the Authority. All of the funds received from ODSA were provided to the ESID by the end of 2016. The loan from ODSA will be a liability to the Authority, as the loan with ODSA is with the Authority and not the ESID; however, the risk is minimal due to the agreements in place with the ESID. Following the 2016 disbursements to the ESID, the Authority shows a loan receivable from the ESID. As of December 31, 2018, the loan with ODSA has a balance of \$1,684,963. As of December 31, 2018, the loan receivable from the ESID has a balance of \$1,358,318. The difference between the two represents the amount owed by the Authority for the energy project completed at Toledo Express Airport.

G. NOIF

During 2015, NOIF entered into two loans totaling \$7,760,000, which relate to the receivables discussed previously in Note 4. NOIF serves as an intermediary between Finance Fund (through NMTC Leveraged XXXV, LLC) and ProMedica Downtown Landlord, LLC (“ProMedica”). Loan payments to NOIF are made by Promedica quarterly, and ten days following those payments, a payment is due from NOIF to Finance Fund in an amount less than that which was received. The risk to NOIF is minimal due to the pass-through structure of the arrangement. The Authority is not a guarantor of this debt. As of December 31, 2018, there remains a \$7,760,000 balance.

During 2017, NOIF entered into four loans totaling \$8,730,000, which relate to the receivables discussed previously in Note 4. NOIF serves as an intermediary between Finance Fund (through NMTC Leveraged XXI, LLC) and Overland Industrial Parkway Two, LLC (“Overland”). Loan payments to NOIF are made by Overland monthly, as are payments due from NOIF to Finance Fund in an amount less than that which was received. The risk to NOIF is minimal due to the pass-through structure of the arrangement. The Authority is not a guarantor of this debt. As of December 31, 2018, there remains a \$8,730,000 balance.

NOTE 5 - DEBT (Continued)

H. Airport Hangar Acquisition

During 2018, the Authority purchased an office building and several hangars at Toledo Executive Airport. A loan was secured in the amount of \$1,761,000 from the Ohio Department of Transportation State Infrastructure Bank to finance this acquisition, to provide funds for installation of a self-service fuel farm, and for renovation of hangars. As of December 31, 2018, \$1,281,594 has been drawn and remains outstanding.

NOTE 6 - DEVELOPMENT LOAN FUND

The Authority and the Board of Township Trustees of Spencer Township entered into a Cooperative Agreement dated October 23, 2017. Per the Agreement, the Township will appropriate revenues generated from the income tax levied within the Township's Joint Economic Development Zone to be used for certain projects of the Authority that are expected to enhance, foster, aid, provide, and promote economic development within the Township by creating and preserving jobs and employment opportunities in the region.

Under the terms of the Cooperative Agreement, the Authority will utilize the revenues from the Township to administer loans for the aforementioned projects. As of December 31, 2018, a net loan receivable of \$225,000 and net restricted cash of \$1,295,032 are included in the assets on the Statement of Net Position and the corresponding development loan fund liability due to the Township of \$1,520,032 is included in the liability section. No interest is charged to the Authority for this liability. The Cooperative Agreement does not specify a maturity date for the liability; however, if project financing has been issued through the Authority or the Township, no party involved may be removed from the Cooperative Agreement.

NOTE 7 – DEFINED BENEFIT PENSION PLANS

Net Pension Liability

The net pension liability reported on the statement of net position represents a liability to employees for pensions. The Authority's net pension liability decreased by \$1,193,812 to \$3,011,514, from 2017 to 2018. Pensions are a component of exchange transactions—between an employer and its employees—of salaries and benefits for employee services. Pensions are provided to an employee—on a deferred-payment basis—as part of the total compensation package offered by an employer for employee services each financial period. The obligation to sacrifice resources for pensions is a present obligation because it was created as a result of employment exchanges that already have occurred.

The net pension liability represents the Authority's proportionate share of the pension plan's collective actuarial present value of projected benefit payments attributable to past periods of service, net of the pension plan's fiduciary net position. The net pension liability calculation is dependent on critical long-term variables, including estimated average life expectancies, earnings on investments, cost of living adjustments and others. While these estimates use the best information available, unknowable future events require adjusting this estimate annually.

NOTE 7 – DEFINED BENEFIT PENSION PLANS (Continued)

Ohio Revised Code limits the Authority’s obligation for this liability to annually required payments. The Authority cannot control benefit terms or the manner in which pensions are financed; however, the Authority does receive the benefit of employees’ services in exchange for compensation including pension.

GASB 68 assumes the liability is solely the obligation of the employer, because (1) they benefit from employee services; and (2) State statute requires all funding to come from these employers.

All contributions to date have come solely from these employers (which also includes costs paid in the form of withholdings from employees). State statute requires the pension plans to amortize unfunded liabilities within 30 years. If the amortization period exceeds 30 years, each pension plan’s board must propose corrective action to the State legislature. Any resulting legislative change to benefits or funding could significantly affect the net pension liability. Resulting adjustments to the net pension liability would be effective when the changes are legally enforceable.

The proportionate share of each plan’s unfunded benefits is presented as a long-term *net pension liability* on the accrual basis of accounting. Any liability for the contractually-required pension contribution outstanding at the end of the year is included in accrued payroll on the accrual basis of accounting.

Plan Description – Ohio Public Employees Retirement System (OPERS)

The Authority employees participate in the Ohio Public Employees Retirement System (OPERS). OPERS administers three separate pension plans. The Traditional Pension Plan is a cost-sharing, multiple-employer defined benefit pension plan. The Member-Directed Plan is a defined contribution plan and the Combined Plan is a cost-sharing, multiple-employer defined benefit pension plan with defined contribution features. While members (e.g., Authority employees) may elect the Member-Directed Plan and the Combined Plan, the majority of employee members are in OPERS’ Traditional Plan; therefore, the following disclosures focus on the Traditional Pension Plan.

OPERS provides retirement, disability, survivor and death benefits, and annual cost of living adjustments to members of the Traditional Plan. Authority to establish and amend benefits is provided by Chapter 145 of the Ohio Revised Code (ORC). OPERS issues a stand-alone financial report that includes financial statements, required supplementary information and detailed information about OPERS’ fiduciary net position that may be obtained by visiting <https://www.opers.org/financial/reports.shtml>, by writing to Ohio Public Employees Retirement System, 277 East Town Street, Columbus, OH 43215-4642, or by calling 800-222-7377.

NOTE 7 – DEFINED BENEFIT PENSION PLANS (Continued)

Senate Bill (SB) 343 was enacted into law with an effective date of January 7, 2013. In the legislation, members were categorized into three groups with varying provisions of the law applicable to each group. The following table provides age and service requirements for retirement and the retirement formula applied to final average salary (FAS) for the three-member groups under the Traditional Pension Plan as per the reduced benefits adopted by SB 343 (see OPERS’ CAFR referenced above for additional information):

Group A	Group B	Group C
Eligible to retire prior to January 7, 2013 or five years after January 7, 2013	20 years of service credit prior to January 7, 2013 or eligible to retire ten years after January 7, 2013	Members not in other Groups and members hired on or after January 7, 2013
State and Local	State and Local	State and Local
Age and Service Requirements: Age 60 with 60 months of service credit or Age 55 with 25 years of service credit	Age and Service Requirements: Age 60 with 60 months of service credit or Age 55 with 25 years of service credit	Age and Service Requirements: Age 57 with 25 years of service credit or Age 62 with 5 years of service credit
Formula: 2.2% of FAS multiplied by years of service for the first 30 years and 2.5% for service years in excess of 30	Formula: 2.2% of FAS multiplied by years of service for the first 30 years and 2.5% for service years in excess of 30	Formula: 2.2% of FAS multiplied by years of service for the first 35 years and 2.5% for service years in excess of 35

Final average salary (FAS) represents the average of the three highest years of earnings over a member’s career for Groups A and B. Group C is based on the average of the five highest years of earnings over a member’s career.

Members who retire before meeting the age and years of service credit requirement for unreduced benefits receive a percentage reduction in the benefit amount.

When a benefit recipient has received benefits for 12 months, an annual cost of living adjustment (COLA) is provided. This COLA is calculated on the base retirement benefit at the date of retirement and is not compounded. For those retiring prior to January 7, 2013, the COLA will continue to be a 3% simple annual COLA. For those retiring subsequent to January 7, 2013, beginning in calendar year 2019, the COLA will be based on the average percentage increase in the Consumer Price Index, capped at 3%.

Funding Policy—The ORC provides statutory authority for member and employer contributions. For 2018, member contribution rates were 10% of salary and employer contribution rates were 14%. Employer contribution rates are actuarially determined and are expressed as a percentage of covered payroll. The Authority’s contractually required contribution was \$369,508 for 2018.

NOTE 7 – DEFINED BENEFIT PENSION PLANS (Continued)

Pension Liabilities, Pension Expense, and Deferred Outflows of Resources and Deferred Inflows of Resources Related to Pensions

The net pension liability for OPERS was measured as of December 31, 2017 and the total pension liability used to calculate the net pension liability was determined by an actuarial valuation as of that date. The Authority’s proportion of the net pension liability was based on the Authority’s share of contributions to the pension plan relative to the contributions of all participating entities. Following is information related to the proportionate share:

	<u>OPERS</u>
Proportionate Share of the Net Pension Liability	\$ 3,011,514
Proportion of the Net Pension Liability	0.0191962%
Change in Proportionate Share	0.0677300%
Pension Expense	\$ 694,250

At December 31, 2018, the Authority reported deferred outflows of resources and deferred inflows of resources related to pensions from the following sources:

	<u>OPERS</u>
Deferred Outflows of Resources	
Differences between expected and actual experience	\$ 3,076
Change in assumptions	359,896
Change in proportionate share and differences in employer contributions	75,837
Contributions subsequent to measurement date	<u>369,508</u>
Total Deferred Outflows of Resources	<u>\$ 808,317</u>
Deferred Inflows of Resources	
Differences between expected and actual experience	\$ 59,347
Net difference between projected and actual earnings on pension plan investments	646,533
Change in proportionate share and differences in employer contributions	<u>22,668</u>
Total Deferred Inflows of Resources	<u>\$ 728,548</u>

The \$369,508 reported as deferred outflows of resources related to pension resulting from Authority contributions subsequent to the measurement date will be recognized as a reduction of the net pension liability in the year ending December 31, 2019.

NOTE 7 – DEFINED BENEFIT PENSION PLANS (Continued)

Other amounts reported as deferred outflows of resources and deferred inflows of resources related to pension will be recognized in pension expense as follows:

Year Ending December 31:	OPERS
2019	\$ 290,411
2020	(29,781)
2021	(284,699)
2022	(265,670)
Total	\$ (289,739)

Actuarial Assumptions - OPERS

Actuarial valuations of an ongoing plan involve estimates of the values of reported amounts and assumptions about the probability of occurrence of events far into the future. Examples include assumptions about future employment, mortality and cost trends. Actuarially determined amounts are subject to continual review or modification as actual results are compared with past expectations and new estimates are made about the future.

Projections of benefits for financial reporting purposes are based on the substantive plan (the plan as understood by the employers and plan members) and include the types of benefits provided at the time of each valuation. The total pension liability in the December 31, 2017 actuarial valuation was determined using the following actuarial assumptions:

Assumptions	December 31, 2017 Valuation
Wage inflation	3.25%
Future salary increases, Including inflation	3.25% to 10.75%
COLA or Ad Hoc COLA	Pre 1/7/2013 retirees: 3%; Post 1/7/2013 retirees: 3% simple through 2018, then 2.15% simple
Investment rate of return	7.50%
Actuarial cost method	Individual entry age
Mortality tables	RP-2014

Mortality rates are based on the RP-2014 Healthy Annuitant mortality table. For males, Healthy Annuitant Mortality tables were used, adjusted for mortality improvement back to the observation period base of 2006 and then established the base year as 2015. For females, Healthy Annuitant Mortality tables were used, adjusted for mortality improvements back to the observation period base year of 2006 and then established the base year as 2010. The mortality rates used in evaluating disability allowances were based on the RP-2014 Disabled mortality tables, adjusted for mortality improvement back to the observation base year of 2006 and then established the base year as 2015 for males and 2010 for females. Mortality rates for a particular calendar year for both healthy and disabled retiree mortality tables are determined by applying the MP-2015 mortality improvement scale to the above described tables.

The most recent experience study was completed for the five-year period ended December 31, 2015.

NOTE 7 – DEFINED BENEFIT PENSION PLANS (Continued)

The long-term rate of return on defined benefit investment assets was determined using a building-block method in which best-estimate ranges of expected future real rates of return are developed for each major asset class. These ranges are combined to produce the long-term expected real rate of return by weighting the expected future real rates of return by the target asset allocation percentage, adjusted for inflation.

During 2017, OPERS managed investments in three investment portfolios: the Defined Benefit portfolio, the Health Care portfolio, and the Defined Contribution portfolio. The Defined Benefit portfolio contains the investment assets for the Traditional Pension Plan, the defined benefit component of the Combined Plan and the annuitized accounts of the Member-Directed Plan. Within the Defined Benefit portfolio, contributions into the plans are all recorded at the same time, and benefit payments all occur on the first of the month. Accordingly, the money-weighted rate of return is considered to be the same for all plans within the portfolio. The annual money-weighted rate of return expressing investment performance, net of investment expenses and adjusted for the changing amounts actually invested, for the Defined Benefit portfolio is 16.82% for 2017.

The allocation of investment assets with the Defined Benefit portfolio is approved by the Board of Trustees as outlined in the annual investment plan. Plan assets are managed on a total return basis with a long-term objective of achieving and maintaining a fully funded status for the benefits provided through the defined benefit pension plans. The table below displays the Board-approved asset allocation policy for 2017 and the long-term expected real rates of return:

Asset Class	Target Allocation	Weighted Average Long-Term Expected Real Rate of Return (Arithmetic)
Fixed Income	23.00%	2.20%
Domestic Equities	19.00%	6.37%
Real Estate	10.00%	5.26%
Private Equity	10.00%	8.97%
International Equities	20.00%	7.88%
Other Investments	<u>18.00%</u>	<u>5.26%</u>
Total	<u>100.00%</u>	<u>5.66%</u>

Discount Rate

The discount rate used to measure the total pension liability was 7.50%. The projection of cash flows used to determine the discount rate assumed that contributions from plan members and those of the contributing employers are made at the statutorily required rates. Based on those assumptions, the pension plan's fiduciary net position was projected to be available to make all projected future benefit payments of current plan members. Therefore, the long-term expected rate of return on pension plan investments was applied to all periods of projected benefit payments to determine the total pension liability.

NOTE 7 – DEFINED BENEFIT PENSION PLANS (Continued)

Sensitivity of the Authority’s Proportionate Share of the Net Pension Liability to Changes in the Discount Rate

The following table represents the Authority’s proportionate share of the net pension liability calculated using the current period discount rate assumption of 7.50%, 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 one-percentage point lower (6.50%) and one-percentage point higher (8.50%) than the current rate:

	<u>1% Decrease (6.50%)</u>	<u>Discount Rate of 7.50%</u>	<u>1% Increase (8.50%)</u>
Authority’s proportionate share of the net pension liability	\$5,347,703	\$3,011,514	\$1,063,858

NOTE 8 – DEFINED BENEFIT OTHER POSTEMPLOYMENT BENEFIT (OPEB) PLAN

Net OPEB Liability

The net OPEB liability reported on the statement of net position represents a liability to employees for OPEB. OPEB is a component of exchange transactions—between an employer and its employees—of salaries and benefits for employee services. OPEB are provided to an employee—on a deferred-payment basis—as part of the total compensation package offered by an employer for employee services each financial period. The obligation to sacrifice resources for OPEB is a present obligation because it was created as a result of employment exchanges that already have occurred.

The net OPEB liability represents the Authority’s proportionate share of the OPEB plan’s collective actuarial present value of projected benefit payments attributable to past periods of service, net of each OPEB plan’s fiduciary net position. The net OPEB liability calculation is dependent on critical long-term variables, including estimated average life expectancies, earnings on investments, cost of living adjustments, health care cost trends and others. While these estimates use the best information available, unknowable future events require adjusting these estimates annually.

Ohio Revised Code limits the Authority’s obligation for this liability to annual required payments. The Authority cannot control benefit terms or the manner in which OPEB are financed; however, the Authority does receive the benefit of employees’ services in exchange for compensation including OPEB.

GASB Statement No. 75 assumes the liability is solely the obligation of the employer, because they benefit from employee services. OPEB contributions come from these employers and health care plan enrollees which pay a portion of the health care costs in the form of a monthly premium. The Ohio Revised Code permits, but does not require the retirement systems to provide health care to eligible benefit recipients. Any change to benefits or funding could significantly affect the net OPEB liability. Resulting adjustments to the net OPEB liability would be effective when the changes are legally enforceable. The retirement systems may allocate a portion of the employer contributions to provide for these OPEB benefits.

**NOTE 8 – DEFINED BENEFIT OTHER POSTEMPLOYMENT BENEFIT (OPEB) PLAN
(Continued)**

The proportionate share of the OPEB plan's unfunded benefits is presented as a long-term net OPEB liability on the accrual basis of accounting. Any liability for contractually-required OPEB contributions outstanding at the end of the year is included in accrued payroll on the accrual basis of accounting.

Plan Description—Ohio Public Employees Retirement System (OPERS)

The Ohio Public Employees Retirement System (OPERS) administers three separate pension plans: the Traditional Pension Plan, a cost-sharing, multiple-employer defined benefit plan; the Member-Directed Plan, a defined contribution plan; and the Combined Plan, a cost-sharing, multiple-employer defined benefit plan that has elements of both a defined benefit and defined contribution plan.

OPERS maintains a cost-sharing, multiple-employer defined benefit post-employment health care trust, which funds multiple health care plans including medical coverage, prescription drug coverage and deposits to a Health Reimbursement Arrangement to qualifying benefit recipients of both the Traditional Pension and Combined plans. This trust is also used to fund health care for Member-Directed plan participants, in the form of a Retiree Medical Account (RMA). At retirement or refund, Member-Directed plan participants may be eligible for reimbursement of qualified medical expenses from their vested RMA balance.

In order to qualify for postemployment health care coverage, age and service retirees under the Traditional Pension and Combined plans must have twenty or more years of qualifying Ohio service credit. Health care coverage for disability benefit recipients and qualified survivor benefit recipients is available. The health care coverage provided by OPERS meets the definition of an other post employment benefit (OPEB) as described in GASB Statement No. 75. See OPERS' CAFR referenced below for additional information.

The Ohio Revised Code permits, but does not require, OPERS to provide health care to its eligible benefit recipients. Authority to establish and amend health care coverage is provided to the Board in Chapter 145 of the Ohio Revised Code.

Disclosures for the health care plan are presented separately in the OPERS financial report. Interested parties may obtain a copy by visiting <https://www.opers.org/financial/reports.shtml>, by writing to OPERS, 277 East Town Street, Columbus, Ohio 43215-4642, or by calling (614) 222-5601 or 800-222-7377.

Funding Policy

The Ohio Revised Code provides statutory authority requiring public employers to fund postemployment health care through their contributions to OPERS. When funding is approved by OPERS' Board of Trustees, a portion of each employer's contribution to OPERS is set aside to fund OPERS health care plans. Beginning in 2018, health care is not being funded.

**NOTE 8 – DEFINED BENEFIT OTHER POSTEMPLOYMENT BENEFIT (OPEB) PLAN
(Continued)**

Employer contribution rates are expressed as a percentage of the earnable salary of active members. In 2018, state and local employers contributed at a rate of 14.0% of earnable salary. This is the maximum employer contribution rate permitted by the Ohio Revised Code. Active member contributions do not fund health care.

Each year, the OPERS Board determines the portion of the employer contribution rate that will be set aside to fund health care plans. The portion of employer contributions allocated to health care for members in the Traditional Pension and Combined plans was 1.0% during calendar year 2017. As recommended by OPERS’ actuary, the portion of employer contributions allocated to health care beginning January 1, 2018 decreased to 0% for both plans. The OPERS Board is also authorized to establish rules for the retiree or their surviving beneficiaries to pay a portion of the health care provided. Payment amounts vary depending on the number of covered dependents and the coverage selected. The employer contribution as a percentage of covered payroll deposited into the RMA for participants in the Member-Directed Plan for 2017 was 4.0%.

For the year ended December 31, 2018, OPERS did not allocate any employer contributions to postemployment health care.

OPEB Liabilities, OPEB Expense, and Deferred Outflows and Inflows of Resources Related to OPEB

The total OPEB liability for OPERS was determined by an actuarial valuation as of December 31, 2016, rolled forward to the measurement date of December 31, 2017, by incorporating the expected value of health care cost accruals, the actual health care payment, and interest accruals during the year. The Authority’s proportion of the net OPEB liability was based on the Authority’s share of contributions to the retirement system relative to the contributions of all participating entities. The following is information related to the proportionate share and OPEB expense:

	<u>OPERS</u>
Proportionate Share of Net OPEB Liability	\$ 2,055,576
Proportion of Net OPEB Liability	0.0189292%
Change in Proportion	0.0006320%
OPEB Expense	\$ 194,582

**NOTE 8 – DEFINED BENEFIT OTHER POSTEMPLOYMENT BENEFIT (OPEB) PLAN
(Continued)**

At December 31, 2018, the Authority reported deferred outflows of resources and deferred inflows of resources related to OPEB from the following sources:

	<u>OPERS</u>
Deferred Outflows of Resources	
Difference between expected and actual experience	\$ 1,602
Change in assumptions	149,669
Change in proportionate share and differences in employer contributions	<u>41,337</u>
Total Deferred Outflows of Resources	<u>\$ 192,608</u>
Deferred Inflows of Resources	
Net difference between projected and actual earnings on OPEB plan investments	<u>\$ 153,128</u>

These amounts reported as deferred outflows of resources and deferred inflows of resources related to pension will be recognized in OPEB expense as follows:

	<u>OPERS</u>
Year Ending December 31:	
2019	\$ 53,804
2020	53,804
2021	(29,846)
2022	<u>(38,282)</u>
Total	<u>\$ 39,480</u>

Actuarial Assumptions—OPERS

Actuarial valuations of an ongoing plan involve estimates of the value of reported amounts and assumptions about the probability of occurrence of events far into the future. Examples include assumptions about future employment, mortality, and cost trends. Actuarially determined amounts are subject to continual review or modification as actual results are compared with past expectations and new estimates are made about the future.

Projections of health care costs for financial reporting purposes are based on the substantive plan and include the types of coverages provided at the time of each valuation and the historical pattern of sharing of costs between OPERS and plan members. The total OPEB liability was determined by an actuarial valuation as of December 31, 2016, rolled forward to the measurement date of December 31, 2017.

**NOTE 8 – DEFINED BENEFIT OTHER POSTEMPLOYMENT BENEFIT (OPEB) PLAN
(Continued)**

The actuarial valuation used the following actuarial assumptions applied to all prior periods included in the measurement in accordance with the requirements of GASB Statement No. 74:

Wage inflation	3.25%
Projected salary increases	3.25% to 10.75%, including wage inflation
Single discount rate:	
Current measurement date	3.85%
Prior measurement date	4.25%
Investment rate of return	6.50%
Municipal bond rate	3.31%
Health care cost trend rate	7.5% initial, 3.25% ultimate in 2028
Actuarial cost method	Individual entry age

Pre-retirement mortality rates are based on the RP-2014 Employees mortality table for males and females, adjusted for mortality improvement back to the observation period base year of 2006. The base year for males and females was then established to be 2015 and 2010, respectively. Post-retirement mortality rates are based on the RP-2014 Healthy Annuitant mortality table for males and females, adjusted for improvement back to the observation period base year of 2006. The base year for males and females was then established to be 2015 and 2010, respectively. Post-retirement mortality rates for disabled retirees are based on the RP-2014 Disabled mortality table for males and females, adjusted for mortality improvement back to the observation period base year of 2006. The base year for males and females was then established to be 2015 and 2010, respectively. Mortality rates for a particular calendar year are determined by applying the MP-2015 mortality improvement scale to all of the above tables.

The most recent experience study was completed for the five-year period ended December 31, 2015.

The long-term expected rate of return on health care investment assets was determined using a building-block method in which best-estimate ranges of expected future real rates of return are developed for each major asset class. These ranges are combined to produce the long-term expected real rate of return by weighting the expected future real rates of return by the target asset allocation percentage, adjusted for inflation.

During 2017, OPERS managed investments in three investment portfolios: the Defined Benefit portfolio, the Health Care portfolio and the Defined Contribution portfolio. The Health Care portfolio includes the assets for health care expenses for the Traditional Pension Plan, Combined Plan and Member-Directed Plan eligible members. Within the Health Care portfolio, contributions into the plans are assumed to be received continuously throughout the year based on the actual payroll payable at the time contributions are made, and health care-related payments are assumed to occur mid-year. Accordingly, the money-weighted rate of return is considered to be the same for all plans within the portfolio. The annual money-weighted rate of return expressing investment performance, net of investment expenses and adjusted for the changing amounts actually invested, for the Health Care portfolio is 15.2% for 2017.

NOTE 8 – DEFINED BENEFIT OTHER POSTEMPLOYMENT BENEFIT (OPEB) PLAN
(Continued)

The allocation of investment assets within the Health Care portfolio is approved by the OPERS Board as outlined in the annual investment plan. Assets are managed on a total return basis with a long-term objective of continuing to offer a sustainable health care program for current and future retirees. OPERS' primary goal is to achieve and maintain a fully funded status for benefits provided through the defined pension plans. Health care is a discretionary benefit. The table below displays the OPERS Board-approved asset allocation policy for 2017 and the long-term expected real rates of return.

Asset Class	Target Allocation	Weighted Average Long-Term Expected Real Rate of Return (Arithmetic)
Fixed Income	34.00%	1.88%
Domestic Equities	21.00%	6.37%
REITs	6.00%	5.91%
International Equities	22.00%	7.88%
Other Investments	17.00%	5.39%
Total	<u>100.00%</u>	<u>4.98%</u>

Discount Rate. A single discount rate of 3.85% was used to measure the OPEB liability on the measurement date of December 31, 2017. Projected benefit payments are required to be discounted to their actuarial present value using a single discount rate that reflects (1) a long-term expected rate of return on OPEB plan investments (to the extent that the health care fiduciary net position is projected to be sufficient to pay benefits), and (2) tax-exempt municipal bond rate based on an index of 20-year general obligation bonds with an average AA credit rating as of the measurement date (to the extent that the contributions for use with the long-term expected rate are not met). This single discount rate was based on an expected rate of return on the health care investment portfolio of 6.50% and a municipal bond rate of 3.31%. The projection of cash flows used to determine this single discount rate assumed that employer contributions will be made at rates equal to the actuarially determined contribution rate. Based on these assumptions, the health care fiduciary net position and future contributions were sufficient to finance health care costs through 2034. As a result, the long-term expected rate of return on health care investments was applied to projected costs through the year 2034, and the municipal bond rate was applied to all health care costs after that date.

**NOTE 8 – DEFINED BENEFIT OTHER POSTEMPLOYMENT BENEFIT (OPEB) PLAN
(Continued)**

Sensitivity of the Authority’s Proportionate Share of the Net OPEB Liability to Changes in the Discount Rate. The following table presents the Authority’s proportionate share of the net OPEB liability calculated using the single discount rate of 3.85%, as well as what the Authority’s proportionate share of the net OPEB liability if it were calculated using a discount rate that is 1.0% point lower (2.85%) or 1.0% point higher (4.85%) than the current rate:

	<u>1% Decrease (2.85%)</u>	<u>Current Discount Rate of 3.85%</u>	<u>1% Increase (4.85%)</u>
Authority’s proportionate share of the net OPEB liability	\$2,730,986	\$2,055,576	\$1,509,264

Sensitivity of the Authority’s Proportionate Share of the Net OPEB Liability to Changes in the Health Care Cost Trend Rate. Changes in the health care cost trend rate may also have a significant impact on the net OPEB liability. The following table presents the net OPEB liability calculated using the assumed trend rates, and the expected net OPEB liability if it were calculated using a health care cost trend rate that is 1.0% lower or 1.0% higher than the current rate.

Retiree health care valuations use a health care cost-trend assumption that changes over several years built into the assumption. The near-term rates reflect increases in the current cost of health care; the trend starting in 2018 is 7.50%. If this trend continues for future years, the projection indicates that years from now virtually all expenditures will be for health care. A more reasonable alternative is that in the not-too-distant future, the health plan cost trend will decrease to a level at, or near, wage inflation. On this basis, the actuaries project premium rate increases will continue to exceed wage inflation for approximately the next decade, but by less each year, until leveling off at an ultimate rate, assumed to be 3.25% in the most recent valuation.

	<u>1% Decrease</u>	<u>Current Health Care Cost Trend Rate Assumption</u>	<u>1% Increase</u>
Authority’s proportionate share of the net OPEB liability	\$1,966,795	\$2,055,576	\$2,147,384

NOTE 9 - OPERATING LEASES

The Authority has entered into a number of operating lease agreements with various companies to lease certain of its facilities for periods from five to forty years.

Property under lease at December 31, 2018 consists of the following:

	Property and Development Division	Seaport Leases	Total
Land	\$ 8,588,931	\$ 6,938,961	\$ 15,527,892
Improvements	9,052,804	18,258,044	27,310,848
Property and Equipment	32,815	13,724,306	13,757,121
Building and Leasehold Improvements	15,815,975	6,402,935	22,218,910
Total Cost	<u>33,490,525</u>	<u>45,324,246</u>	<u>78,814,771</u>
Less: Accumulated Depreciation	<u>(9,082,189)</u>	<u>(15,707,852)</u>	<u>(24,790,041)</u>
	<u>\$ 24,408,336</u>	<u>\$ 29,616,394</u>	<u>\$ 54,024,730</u>

The minimum future rentals to be received under the lease agreements are as follows:

Years	Project & Development Leases	Seaport Leases	Total
2019	\$ 6,794,867	\$ 1,479,690	\$ 8,274,557
2020	6,590,783	1,409,562	8,000,345
2021	6,514,129	1,464,237	7,978,366
2022	6,466,914	1,464,237	7,931,151
2023	6,490,410	1,464,237	7,954,647
2024-2028	29,776,878	5,588,681	35,365,559
2029-2033	1,931,345	4,263,540	6,194,885
2034-2038	875,433	4,263,540	5,138,973
Totals	<u>\$ 65,440,759</u>	<u>\$ 21,397,724</u>	<u>\$ 86,838,483</u>

The Authority has entered into a number of noncancelable operating leases with companies that provide services at the Airport. The most significant of these agreements is the parking lot operator and the car rental agencies.

Under the agreement covering the car rental agencies, revenues are based on percentages of gross receipts. The receipts for the car rental agencies totaled \$562,795 for the year 2018. In 2018, the Authority had an agreement for management of the airport parking lot with ParkSmart, Inc. that provided for operating expenses with the net revenue remitted to the Authority. The receipts for the parking lot totaled \$824,898 for the year 2018.

NOTE 10 - CONDUIT DEBT

From time to time the Authority has issued revenue bonds to provide financial assistance to private-sector, governmental and non-profit entities for the acquisition and construction of industrial and commercial facilities deemed to be in the public interest. The bonds are secured by the property financed and are payable solely from payments on the underlying mortgage loans. Upon repayment of the obligations, ownership of the acquired facilities transfers to the entity served by the bond issuance. The Authority is not obligated in any manner for repayment of the bonds. Accordingly, the bonds are not reported as liabilities in the accompanying financial statements.

As of December 31, 2018, there were forty series of revenue bonds outstanding issued after July 1, 1995. The original issue amounts for the series was \$264,312,757 of which \$193,080,523 remained outstanding at December 31, 2018. There was one revenue bond outstanding issued prior to July 1, 1995. The original issue amount was \$29,700,000 and the entire amount remained outstanding at December 31, 2018.

NOTE 11 – RISK MANAGEMENT

The Authority maintains commercial insurance coverage against most normal hazards and there has been no significant reduction in coverage from the prior year. Settlement claims have not exceeded coverage for any of the last three fiscal years.

The Authority participates in the State of Ohio's Workers' Compensation program under which premiums paid are based on a rate per \$100 of payroll. The rate is determined based on accident history.

The Authority has a self-insured plan for employee health insurance coverage. The Port pays a portion of the employees' costs of medical services. Related expense in 2018 was \$232,814.

NOTE 12 – CONTINGENCIES

A. Litigation

In the normal course of operations, the Authority may be subject to litigation, claims, and unasserted possible claims. As of December 31, 2018, the Authority was involved in several such matters. As of the date of these financial statements, all rights to appeal have passed and all related legal matters have been closed.

B. Grants

The Port Authority received financial assistance from federal and state agencies in the form of grants. The expenditure of funds received under these programs generally requires compliance with terms and conditions specified in the grant agreements and are subject to audit by the grantor agencies.

Any disallowed claims resulting from such audits would become a liability of the Port Authority. However, in the opinion of management, any such disallowed claims will not have a material adverse effect on the overall financial positions of the Port Authority at December 31, 2018.

NOTE 13 - TOLEDO PARKING GARAGE PROJECT

The Authority acquired the off-street Parking Facilities from the City of Toledo that included Port Lawrence Parking Garage, Superior Street Parking Garage, and the Vistula Street Parking Garage. The Authority also entered into an agreement to acquire the City of Toledo's on-street parking equipment and the on-street parking franchise from the city. The Authority operates, maintains and improves the on-street parking meters and provides enforcement services within the designated boundaries. To finance the acquisition, the Authority issued \$4,940,000 of taxable revenue bonds within the Northwest Ohio Bond Fund and issued \$9,430,000 of tax exempt bonds within the Ohio Department of Transportation's State Infrastructure Bank. In 2012, a management agreement was implemented that includes sharing the excess revenue generated from the Parking Facilities with the City of Toledo. Maintenance costs are financed from these same revenues.

Through December 31, 2017, the operation of the Parking Facilities was performed by the ParkSmart Division of Downtown Toledo Development Corporation ("DTDC"). DTDC is a non-profit organization formed for the purpose of furthering development and commercial activity in downtown Toledo.

Effective January 1, 2018, DTDC reorganized and ParkSmart, Inc (ParkSmart) was established as a separate legal entity. Due to the reorganization, the Authority's net position decreased by \$325,044 as noted on the Statement of Revenues, Expenses, and Changes in Net Position. As of the date of the reorganization, the operation of the Parking Facilities is performed by ParkSmart. Management has determined that ParkSmart is a component unit of the Authority, and included its financial position and results of operations in the Authority's financial statements as a blended component unit.

In 2018, revenues in the amount of \$5,192,283 were generated and \$4,541,846 of operating expenses (including debt service of \$1,219,363) were incurred. The revenue and operational expenses are reported under the Development & Property Division in the Schedule of Revenues, Expenses and Changes in Net Position Information by Division. The Parking Facility asset and related debt are reported under the same division in the Schedule of Net Position Information by Division. To obtain ParkSmart financial information, please send correspondence to 215 North St. Clair St. Toledo, OH 43604.

NOTE 14 - SEGMENT INFORMATION

Significant financial data for the airport division, which meets the requirements for segment reporting under GASB 34, is as follows for the year ended December 31, 2018:

Statement of Net Position

Current Assets	\$ (10,399,673)
Capital Assets, net	126,958,953
Other Assets	<u>(4,220,795)</u>
Total Assets	112,338,485
Deferred Outflows of Resources	533,345
Current Liabilities	2,062,184
Noncurrent Liabilities	<u>11,297,422</u>
Total Liabilities	13,359,606
Deferred Inflows of Resources	366,777
Net Investment in	
Capital Assets	117,043,301
Restricted	1,907,067
Unrestricted	<u>(19,804,921)</u>
Total Net Position	<u><u>\$ 99,145,447</u></u>

**Statement of Revenues, Expenses,
and Changes in Net Position**

Operating Revenues	\$ 4,197,990
Depreciation	5,640,306
Other Operating Expenses	<u>6,055,685</u>
Operating Loss	(7,498,001)
Nonoperating revenues (expenses):	
Grants	1,113,918
Investment Income	68,589
Interest Expense	(429,533)
Other Nonoperating Revenues	<u>(147,201)</u>
Change in Net Position	<u>(6,892,228)</u>
Net Position Beginning of Year	106,685,459
Restatement of Net Position	<u>(647,784)</u>
Net Position Beginning of Year-as Restated	<u>106,037,675</u>
Net Position at End of Year	<u><u>\$ 99,145,447</u></u>

Statement of Cash Flows

Net Cash Provided (Used) by:	
Operating Activities	\$ (2,717,528)
Noncapital Finance	(190,686)
Capital and Related Financing	(192,693)
Investing	67,539
Cash at Beginning of Year	<u>4,664,064</u>
Cash at End of Year	<u><u>\$ 1,630,696</u></u>

NOTE 15 - CHANGE IN ACCOUNTING PRINCIPLE

For 2018, the Authority implemented GASB Statement No. 85, *Omnibus 2017*, Statement No. 75, *Accounting and Financial Reporting for Postemployment Benefits Other than Pensions*, and related guidance from GASB Implementation Guide No. 2017-3, *Accounting and Financial Reporting for Postemployment Benefits Other Than Pensions (and Certain Issues Related to OPEB Plan Reporting)*.

GASB Statement No. 85 addresses a variety of topics including issues related to blending component units, goodwill, fair value measurement and application, and postemployment benefits (pensions and other postemployment benefits). These changes were incorporated in the Authority's 2018 financial statements; however, there was no effect on beginning net position/fund balance.

GASB Statement No. 75 established standards for measuring and recognizing postemployment benefit liabilities, deferred outflows of resources, deferred inflows of resources and expenses. The implementation of this pronouncement had the following effect on net position as reported December 31, 2017:

Net Position, December 31, 2017	\$ 213,940,545
Adjustments:	
Net OPEB Liability	(1,848,084)
Deferred Outflow – Payments Subsequent to Measurement Date	<u>26,571</u>
Restated Net Position, December 31, 2017	<u>\$ 212,119,032</u>

Other than employer contributions subsequent to the measurement date, the Authority made no restatement for deferred outflows or inflows of resources as the information needed to generate these restatements was not available.

SUPPLEMENTARY INFORMATION

Toledo-Lucas County Port Authority
Schedule of Net Position Information by Division
December 31, 2018

ASSETS AND DEFERRED OUTFLOWS	Administration	Seaport	Airport	Development & Property	Total
Current Assets:					
Cash and cash equivalents	\$ 9,195,027	\$ -	\$ 786,186	\$ 2,505,097	\$ 12,486,310
Restricted cash	-	-	844,510	1,962,039	2,806,549
Investments	5,340,952	2,555,475	-	950,734	8,847,161
Interest receivable	-	8,104	3,537	30,935	42,576
Accounts receivable	558	299,317	928,607	830,223	2,058,705
Due from (to) other funds	(936,317)	21,762,060	(13,048,432)	(7,777,311)	-
Loans receivable	53,045	-	-	789,842	842,887
Lease receivable	-	226,074	85,919	229,176	541,169
Prepaid expenses and other assets	69,896	-	-	16,345	86,241
Total Current Assets	13,723,161	24,851,030	(10,399,673)	(462,920)	27,711,598
Noncurrent Assets:					
Nondepreciable capital assets	-	16,000,227	40,979,325	19,577,299	76,556,851
Depreciable capital assets, net	154,609	23,091,400	85,979,628	40,865,973	150,091,610
Restricted investments	-	-	949,032	1,063,494	2,012,526
Loans receivable	774,012	-	-	19,015,120	19,789,132
Lease receivable	-	535,268	104,218	4,444,655	5,084,141
Deposits	-	-	84,577	233,735	318,312
Amount due from NW Ohio Bond Fund	-	3,000,000	-	-	3,000,000
Interdivisional receivables (payables)	-	7,106,004	(5,358,622)	(1,747,382)	-
Total Noncurrent Assets	928,621	49,732,899	122,738,158	83,452,894	256,852,572
Total Assets	14,651,782	74,583,929	112,338,485	82,989,974	284,564,170
Deferred Outflows of Resources:					
Deferred outflows-pension	306,401	(74,009)	453,220	122,705	808,317
Deferred outflows-OPEB	72,999	10,208	80,125	29,276	192,608
Total Deferred Outflows of Resources	379,400	(63,801)	533,345	151,981	1,000,925
Total Assets and Deferred Outflows of Resources	15,031,182	74,520,128	112,871,830	83,141,955	285,565,095
LIABILITIES, DEFERRED INFLOWS AND NET POSITION					
Current Liabilities:					
Accounts payable and other	144,656	295,490	438,419	3,253	881,818
Accrued payroll	141,264	16,759	239,390	205,221	602,634
Deposits	-	16,261	55,174	60,751	132,186
Accrued interest	-	-	79,549	186,019	265,568
Revenue bonds payable - current	-	-	455,000	925,000	1,380,000
Note payable - current	-	-	271,139	697,802	968,941
Ohio SIB bond - current	-	-	-	440,000	440,000
Advances	-	-	523,513	17,125	540,638
Total Current Liabilities	285,920	328,510	2,062,184	2,535,171	5,211,785
Noncurrent Liabilities:					
Development Loan Fund	-	-	-	1,520,032	1,520,032
Revenue bonds payable	-	-	4,875,000	15,880,000	20,755,000
Notes payable	-	-	4,314,513	28,124,644	32,439,157
Ohio SIB bond	-	-	-	6,580,000	6,580,000
Net pension liability	1,141,364	159,610	1,252,790	457,750	3,011,514
Net OPEB liability	779,063	108,946	855,119	312,448	2,055,576
Total Noncurrent Liabilities	1,920,427	268,556	11,297,422	52,874,874	66,361,279
Total Liabilities	2,206,347	597,066	13,359,606	55,410,045	71,573,064
Deferred Inflows of Resources:					
Deferred inflows-pension	276,120	38,613	303,076	110,739	728,548
Deferred inflows-OPEB	58,035	8,116	63,701	23,276	153,128
Total Deferred Inflows of Resources	334,155	46,729	366,777	134,015	881,676
Total Liabilities and Deferred Inflows of Resources	2,540,502	643,795	13,726,383	55,544,060	72,454,740
Net Position:					
Net investment in capital assets	154,609	39,091,627	117,043,301	7,795,826	164,085,363
Restricted	-	-	1,907,067	3,193,710	5,100,777
Unrestricted	12,336,071	34,784,706	(19,804,921)	16,608,359	43,924,215
Total Net Position	\$ 12,490,680	\$ 73,876,333	\$ 99,145,447	\$ 27,597,895	\$ 213,110,355

Toledo-Lucas County Port Authority
Schedule of Revenues, Expenses, and Changes in Net Position Information by Division
For the Year Ended December 31, 2018

	Administration	Seaport	Airport	Development & Property	Total
Operating Revenues					
Rental under property leases	\$ -	\$ 1,730,906	\$ -	\$ 3,601,752	\$ 5,332,658
Airport landing area	-	-	395,754	-	395,754
Airport terminal area	-	-	1,360,189	-	1,360,189
Other rental and fee income	-	-	2,249,435	6,664,227	8,913,662
Other income	-	442,731	192,612	20,683	656,026
Total Operating Revenues	-	2,173,637	4,197,990	10,286,662	16,658,289
Operating Expenses					
Personnel	-	243,235	2,112,635	520,407	2,876,277
Marketing	-	9,100	238,652	9,160	256,912
Contractual services	-	535,845	1,462,586	4,016,236	6,014,667
Utilities	-	3,397	571,626	268,148	843,171
Repairs and maintenance	-	30,487	1,439,988	405,595	1,876,070
Depreciation	46,780	1,195,319	5,640,306	1,972,338	8,854,743
Other operating expenses	(14,681)	-	230,198	8,979	224,496
Total Operating Expenses	32,099	2,017,383	11,695,991	7,200,863	20,946,336
Operating Income (Loss)	(32,099)	156,254	(7,498,001)	3,085,799	(4,288,047)
Nonoperating Revenues (Expenses)					
Proceeds of property tax levy	2,325,751	-	-	-	2,325,751
Interest income from investments	-	134,102	68,589	994,553	1,197,244
Passenger facility charges	-	-	631,921	-	631,921
Grants	-	-	1,113,918	4,353,518	5,467,436
Non-operating revenue	-	-	45,115	679,652	724,767
Interest expense	-	-	(429,533)	(1,928,912)	(2,358,445)
Other nonoperating expenses	-	(3,527)	(235,801)	(108,041)	(347,369)
Gain (Loss) on investments	-	8,357	(3,518)	17,756	22,595
Gain (Loss) on disposal of assets	-	-	(584,918)	1,756	(583,162)
Grant pass through	-	-	-	(1,476,324)	(1,476,324)
Total Nonoperating Revenues (Expenses)	2,325,751	138,932	605,773	2,533,958	5,604,414
Total Change in Net Position	\$ 2,293,652	\$ 295,186	\$ (6,892,228)	\$ 5,619,757	\$ 1,316,367
Net Position beginning of year - as previously reported	\$ 10,961,515	\$ 73,666,232	\$ 106,685,459	\$ 22,627,339	\$ 213,940,545
Restatement of Net Position at January 1, 2017 for GAAP change	(764,487)	(85,085)	(647,784)	(324,157)	(1,821,513)
Net Position beginning of year - as restated	10,197,028	73,581,147	106,037,675	22,303,182	212,119,032
Restatement of Net Position at January 1, 2018 for reorganization of component unit	-	-	-	(325,044)	(325,044)
Total Change in Net Position	2,293,652	295,186	(6,892,228)	5,619,757	1,316,367
Net Position at end of year	\$ 12,490,680	\$ 73,876,333	\$ 99,145,447	\$ 27,597,895	\$ 213,110,355

Toledo-Lucas County Port Authority
Lucas County, Ohio
Required Supplementary Information
Schedule of Authority's Proportionate Share of the Net Pension Liability
Ohio Public Employees Retirement System - Traditional Pension Plan
Last Five Years (1) (2)

	Authority's Proportion of the Net Pension Liability	Authority's Proportionate Share of the Net Pension Liability	Authority's Covered Payroll	Proportionate Share of the Net Pension Liability as a Percentage of its Covered Payroll	Plan Fiduciary Net Position as a Percentage of the Total Pension Liability
2014	0.018139%	\$ 2,138,347	\$ 2,541,450	84.14%	86.36%
2015	0.018139%	2,187,761	2,213,343	98.84%	86.45%
2016	0.019021%	3,294,638	2,488,629	132.39%	81.08%
2017	0.018519%	4,205,326	2,405,350	174.83%	77.25%
2018	0.019196%	3,011,514	2,528,592	119.10%	84.66%

(1) Information prior to 2014 is not available. The Authority will continue to present information for years available until a full ten-year trend is compiled.

(2) Amounts presented for each year were determined as of the Authority's measurement date, which is the prior year-end.

Notes to Schedule:

Change in assumptions. In 2017, changes in assumptions were made based upon an updated experience study that was completed for the five-year period ended December 31, 2015. Significant changes included a reduction of the discount rate from 8.0% to 7.5%, a reduction in the wage inflation rate from 3.75% to 3.25%, and transition from the RP-2000 mortality tables to the RP-2014 mortality tables.

Toledo-Lucas County Port Authority
Lucas County, Ohio
Required Supplementary Information
Schedule of Authority's Pension Contributions
Ohio Public Employees Retirement System - Traditional Pension Plan
Last Ten Years

	Contractually Required Contributions	Contributions in Relation to the Contractually Required Contributions	Contribution Deficiency (Excess)	Authority's Covered Payroll	Contributions as a Percentage of Covered Payroll
2009	\$ 278,043	\$ (278,043)	\$ -	\$ 3,370,214	8.25%
2010	289,698	(289,698)	-	3,247,736	8.92%
2011	305,003	(305,003)	-	3,050,029	10.00%
2012	293,770	(293,770)	-	2,937,700	10.00%
2013	330,389	(330,389)	-	2,541,450	13.00%
2014	265,601	(265,601)	-	2,213,343	12.00%
2015	298,635	(298,635)	-	2,488,629	12.00%
2016	288,642	(288,642)	-	2,405,350	12.00%
2017	328,717	(328,717)	-	2,528,592	13.00%
2018	369,508	(369,508)	-	2,639,343	14.00%

Toledo-Lucas County Port Authority
Lucas County, Ohio
Required Supplementary Information
Schedule of Authority's Proportionate Share of the Net OPEB Liability
Ohio Public Employees Retirement System
Last Two Years (1) (2)

	Authority's Proportion of the Net OPEB Liability		Authority's Proportionate Share of the Net OPEB Liability		Authority's Covered Payroll	Proportionate Share of the Net OPEB Liability as a Percentage of its Covered Payroll	Plan Fiduciary Net Position as a Percentage of the Total OPEB Liability
2017	0.018297%	\$	1,848,084	\$	2,405,350	76.83%	54.05%
2018	0.018929%		2,055,576		2,528,592	81.29%	54.14%

(1) Information prior to 2017 is not available. The Authority will continue to present information for years available until a full ten-year trend is compiled.

(2) Amounts presented for each year were determined as of the Authority's measurement date, which is the prior year-end.

Toledo-Lucas County Port Authority
Lucas County, Ohio
Required Supplementary Information
Schedule of Authority's OPEB Contributions
Ohio Public Employees Retirement System
Last Ten Years

	Contractually Required Contributions	Contributions in Relation to the Contractually Required Contributions	Contribution Deficiency (Excess)	Authority's Covered Payroll	Contributions as a Percentage of Covered Payroll
2009	\$ 193,787	\$ (193,787)	\$ -	\$ 3,370,214	5.75%
2010	164,985	(164,985)	-	3,247,736	5.08%
2011	122,001	(122,001)	-	3,050,029	4.00%
2012	117,508	(117,508)	-	2,937,700	4.00%
2013	25,415	(25,415)	-	2,541,450	1.00%
2014	44,267	(44,267)	-	2,213,343	2.00%
2015	49,773	(49,773)	-	2,488,629	2.00%
2016	48,107	(48,107)	-	2,405,350	2.00%
2017	26,571	(26,571)	-	2,528,592	1.05%
2018	-	-	-	2,639,343	0.00%

TOLEDO-LUCAS COUNTY PORT AUTHORITY
SCHEDULE OF EXPENDITURES OF FEDERAL AWARDS
For the Year Ended December 31, 2018

<u>Federal Grantor/Pass - Through Grantor Program Titles</u>	Pass Through Entity <u>Number</u>	CFDA <u>Number</u>	Grant <u>Expenditures</u>
<u>U.S. Department of Transportation</u> Airport Improvement Program		20.106	\$ 1,099,485
<u>U.S. Department of Transportation</u> Small Community Air Service Development Program		20.930	11,694
<u>U.S. Department of Energy</u> DOE Environmental Mgmt.-EECBG		81.128	82,945
<u>U.S. Department of Transportation</u> Federal Highway Administration Passed Through Ohio Rail Development Commission Highway Planning & Construction LUC Dr MLK Jr Plaza Renovations	103351	20.205	582,127
			<u>\$ 1,776,251</u>

TOLEDO-LUCAS COUNTY PORT AUTHORITY
NOTES TO SCHEDULE OF EXPENDITURES OF FEDERAL AWARDS
For the Year Ended December 31, 2018

Note 1—Basis of presentation

The accompanying schedule of expenditures of federal awards (the "Schedule") includes the federal award activity of the Authority under programs of the federal government for the year ended December 31, 2018. The information in this Schedule is presented in accordance with the 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). 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, changes in net assets, or cash flows of the Authority.

Note 2—Summary of Significant Accounting Policies

Expenditures reported on the Schedule are reported on the accrual basis of accounting. Such expenditures are recognized following the cost principles contained in the Uniform Guidance, wherein certain types of expenditures are not allowable or are limited as to reimbursement. Negative amounts shown on the Schedule represent adjustments or credits made in the normal course of business to amounts reported as expenditures in prior years.

Note 3—Indirect Cost Rate

The Authority has elected not to use the 10 percent de minimis indirect cost rate as allowed under the Uniform Guidance.

**TOLEDO-LUCAS COUNTY PORT AUTHORITY
SCHEDULE OF PASSENGER FACILITY CHARGES
COLLECTED AND EXPENDED - CASH BASIS
FOR EACH QUARTER DURING THE YEAR ENDED DECEMBER 31, 2018**

	1st Quarter	2nd Quarter	3rd Quarter	4th Quarter	Totals
PFC Fees Collected	\$ 108,212	\$ 170,617	\$ 137,541	\$ 174,982	\$ 591,352
Interest Income	3,533	657	603	737	5,530
PFC Fees Expended	(1,694,000)	(1,819,208)	-	(59,930)	(3,573,138)
Net Increase (Decrease) in Cash	(1,582,255)	(1,647,934)	138,144	115,789	(2,976,256)
Cash at Beginning of Period	3,637,262	2,055,007	407,073	545,217	3,637,262
Cash at End of Period	<u>\$ 2,055,007</u>	<u>\$ 407,073</u>	<u>\$ 545,217</u>	<u>\$ 661,006</u>	<u>\$ 661,006</u>

**TOLEDO-LUCAS COUNTY PORT AUTHORITY
NOTES TO SCHEDULE OF PASSENGER FACILITY CHARGES
COLLECTED AND EXPENDED - CASH BASIS
YEAR ENDED DECEMBER 31, 2018**

General

The Schedule of Passenger Facility Charges Collected and Expended - Cash Basis was prepared for the purpose of complying with the regulations issued by the Federal Aviation Administration of the U.S. Department of Transportation (14 CFR 158) to implement 49 U.S.C. 40117, as amended. Those regulations define collection as the point when agents or other intermediaries remit passenger facility charges to the airlines. Passenger facility charges (“PFCs”) are collected from passengers for the purpose of funding approved airport improvement projects. These fees are collected by certain air carriers and remitted to the appropriate airport, net of an allowed processing fee, which is retained by the air carrier.

The Aviation Safety and Capacity Expansion Act of 1990 and its implementing regulation, 14 CFR Part 158 (the “Regulation”), provided airports with the ability to obtain funds for improvement projects by assessing a \$1, \$2, \$3, \$4 or \$4.50 PFC for each applicable enplaning passenger. Each airport choosing to assess such a fee must make an application with the Federal Aviation Administration of the U.S. Department of Transportation (the “FAA”) in order to obtain approval for the project for which the PFC is to be collected and approval for the PFC amount that can be charged to each applicable enplaning passenger.

Upon approval from the FAA, certain air carriers are required to collect the PFCs from appropriate enplaning passengers and remit the fee to the assessing airport. The Regulation contains provisions regarding which air carriers are required to collect PFCs and provides for limitation on PFCs that can be collected from passengers.

The Toledo-Lucas County Port Authority (“the Authority”), for its operation at Toledo Express Airport, had been granted FAA approval to collect PFC fees for application #5 in December 2007 through December 31, 2011, at the rates of \$4.50 for each enplaned passenger. From December 2011 through December 2018, the Airport collected PFC fees for application #6, at the same rates. Starting in December 2017, the FAA approved application #7 to collect PFC fees at the same rates, which will continue through December 1, 2023. The PFC amounts collected are maintained in a separate Authority bank account.

Basis of Accounting

The Authority uses the cash basis of accounting to prepare the Schedule of Passenger Facility Charges Collected and Expended. Under this method of accounting, the PFC fee is recorded when collected by the Authority from the airline and expenditures are recorded when paid.

**INDEPENDENT AUDITOR’S REPORT ON COMPLIANCE WITH REQUIREMENTS
APPLICABLE TO THE PASSENGER FACILITY CHARGE PROGRAM AND ON
INTERNAL CONTROL OVER COMPLIANCE**

Board of Directors
Toledo-Lucas County Port Authority
Toledo, OH

Report on Compliance for Passenger Facility Charge Program

We have audited the compliance of Toledo-Lucas County Port Authority (“the Authority”) with the types of compliance requirements described in the *Passenger Facility Charge Audit Guide for Public Agencies*, issued by the Federal Aviation Administration (Guide), for its passenger facility charge program for the year ended December 31, 2018.

Management’s Responsibility

Management is responsible for compliance with the requirements of laws, regulations, contracts, and grants applicable to the Passenger Facility Charge program.

Auditor’s Responsibility

Our responsibility is to express an opinion on the Authority’s compliance for the Passenger Facility Charge program based on our audit of the types of compliance requirements specified in the Guide. We conducted our audit of compliance in accordance with auditing standards generally accepted in the United States of America; the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States; and the Guide. Those standards and the Guide require that we plan and perform the audit to obtain reasonable assurance about whether noncompliance with the compliance requirements referred to above that could have a direct and material effect on the passenger facility charge program occurred. An audit includes examining, on a test basis, evidence about the Authority’s compliance with those requirements and performing such other procedures as we considered necessary in the circumstances.

We believe that our audit provides a reasonable basis for our opinion on compliance for the Passenger Facility Charge program. However, our audit does not provide a legal determination of the Authority’s compliance.

Opinion on Compliance for Passenger Facility Charge Program

In our opinion, the Authority complied, in all material respects, with the requirements referred to above that could have a direct and material effect on the Passenger Facility Charge program for the year ended December 31, 2018.

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Report on Internal Control Over Compliance

Management of the Authority is responsible for establishing and maintaining effective internal control over compliance with the types of compliance requirements referred to above. In planning and performing our audit of compliance, we considered the Authority's internal control over compliance with the types of requirements that could have a direct and material effect on the Passenger Facility Charge program to determine the auditing procedures that are appropriate in the circumstances for the purpose of expressing an opinion on compliance for the Passenger Facility Charge program, and to test and report on internal control over compliance in accordance with the Guide, but not for the purpose of expressing an opinion on the effectiveness of internal control over compliance. Accordingly, we do not express an opinion on the effectiveness of the Authority's 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 the Passenger Facility Charge program on a timely basis. A *material weakness in internal control over compliance* is a deficiency, or 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 the Passenger Facility Charge 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 first paragraph of this section and was not designed to identify all deficiencies in internal control over compliance that might be material weaknesses or significant deficiencies. We did not identify any deficiencies in internal control over compliance that we consider to be material weaknesses. However, material weaknesses may exist that have not been identified.

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 Guide. Accordingly, this report is not suitable for any other purpose.

Gilmore Jasion Mahler, LTD

Maumee, Ohio
June 27, 2019

INDEPENDENT AUDITOR'S REPORT ON INTERNAL CONTROL OVER FINANCIAL REPORTING AND ON COMPLIANCE AND OTHER MATTERS BASED ON AN AUDIT OF FINANCIAL STATEMENTS PERFORMED IN ACCORDANCE WITH GOVERNMENT AUDITING STANDARDS

Board of Directors
Toledo-Lucas County Port Authority
Toledo, Ohio

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 Toledo-Lucas County Port Authority, as of and for the year ended December 31, 2018, and the related notes to the financial statements, which collectively comprise the Toledo-Lucas County Port Authority's basic financial statements, and have issued our report thereon dated June 27, 2019.

Internal Control Over Financial Reporting

In planning and performing our audit of the financial statements, we considered the Toledo-Lucas County Port Authority's internal control over financial reporting (internal control) to determine the audit procedures that are appropriate in the circumstances for the purpose of expressing our opinions on the financial statements, but not for the purpose of expressing an opinion on the effectiveness of the Toledo-Lucas County Port Authority's internal control. Accordingly, we do not express an opinion on the effectiveness of the Toledo-Lucas County Port 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.

Compliance and Other Matters

As part of obtaining reasonable assurance about whether the Toledo-Lucas County Port 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 determination of financial statement amounts. 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.

Gilmore Jasion Mahler, LTD

Maumee, Ohio
June 27, 2019

INDEPENDENT AUDITOR’S REPORT ON COMPLIANCE FOR EACH MAJOR FEDERAL PROGRAM; REPORT ON INTERNAL CONTROL OVER COMPLIANCE; AND REPORT ON SCHEDULE OF EXPENDITURES OF FEDERAL AWARDS REQUIRED BY THE UNIFORM GUIDANCE (INCLUDES REPORTING ON SCHEDULE OF EXPENDITURES OF FEDERAL AWARDS)

Board of Directors
Toledo-Lucas County Port Authority
Toledo, Ohio

Report on Compliance for Each Major Federal Program

We have audited Toledo-Lucas County Port Authority’s compliance with the types of compliance requirements described in *OMB Compliance Supplement* that could have a direct and material effect on each of the Toledo-Lucas County Port Authority’s major federal programs for the year ended December 31, 2018. The Toledo-Lucas County Port Authority’s major federal programs are identified in the summary of auditor’s results section of the accompanying schedule of findings and questioned costs.

Management’s Responsibility

Management is responsible for compliance with federal statutes, regulations, and the terms and conditions of its federal awards applicable to its federal programs.

Auditor’s Responsibility

Our responsibility is to express an opinion on compliance for each of the Toledo-Lucas County Port Authority’s major federal programs based on our audit of the types of compliance requirements referred to above. We conducted our audit of compliance in accordance with auditing standards generally accepted in the United States of America; the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States; and 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). Those standards and the Uniform Guidance require that we plan and perform the audit to obtain reasonable assurance about whether noncompliance with the types of compliance requirements referred to above that could have a direct and material effect on a major federal program occurred. An audit includes examining, on a test basis, evidence about the Toledo-Lucas County Port Authority’s compliance with those requirements and performing such other procedures as we considered necessary in the circumstances.

We believe that our audit provides a reasonable basis for our opinion on compliance for each major federal program. However, our audit does not provide a legal determination of the Toledo-Lucas County Port Authority’s compliance.

Opinion on Each Major Federal Program

In our opinion, the Toledo-Lucas County Port 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 for the year ended December 31, 2018.

Report on Internal Control Over Compliance

Management of the Toledo-Lucas County Port Authority is responsible for establishing and maintaining effective internal control over compliance with the types of compliance requirements referred to above. In planning and performing our audit of compliance, we considered the Toledo-Lucas County Port Authority's internal control over compliance with the types of requirements that could have a direct and material effect on each major federal program to determine the auditing procedures that are appropriate in the circumstances for the purpose of expressing an opinion on compliance for each major federal program 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 internal control over compliance. Accordingly, we do not express an opinion on the effectiveness of the Toledo-Lucas County Port Authority's 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 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 first paragraph of this section and was not designed to identify all deficiencies in internal control over compliance that might be material weaknesses or significant deficiencies. We did not identify any deficiencies in internal control over compliance that we consider to be material weaknesses. However, material weaknesses may exist that have not been identified.

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. Accordingly, this report is not suitable for any other purpose.

Gilmore Jasion Mahler, LTD

Maumee, Ohio
June 27, 2019

**TOLEDO-LUCAS COUNTY PORT AUTHORITY
SCHEDULE OF FINDINGS AND QUESTIONED COSTS
For the Year Ended December 31, 2018**

Section I - Summary of Auditor's Results

Financial Statements

Type of auditors' report issued:	Unmodified
Internal control over financial reporting:	
• Material weakness(es) identified?	No
• Significant deficiency(ies) identified?	None reported
Noncompliance material to financial statements noted?	No

Federal Awards

Internal control over major programs:	
• Material weakness(es) identified?	No
• Significant deficiency(ies) identified?	None reported
Type of auditors' report issued on compliance for major programs:	Unmodified
Any audit findings disclosed that are required to be reported in accordance with section 510(a) of Uniform Guidance?	No

Identification of major programs

<u>CFDA Number</u>	<u>Name of Federal Program</u>
20.106	Airport Improvement Program
Dollar threshold used to distinguish between type A and type B programs	\$750,000
Auditee qualified as low-risk auditee?	Yes

Section II – Financial Statement Findings

None

Section III – Federal Award Findings and Questioned Costs

None

**TOLEDO-LUCAS COUNTY PORT AUTHORITY
SCHEDULE OF STATUS OF PRIOR YEAR (2017) AUDIT FINDINGS
For the Year Ended December 31, 2018**

None.