#### FLORIDA PORTS FINANCING COMMISSION

Canaveral Port Authority · Port Everglades · Port of Fort Pierce ·

Jacksonville Port Authority · Manatee County Port Authority · PortMiami · Port of Palm Beach · Panama City Port Authority · Port of Pensacola · Tampa Port Authority

# Florida Ports Financing Commission Thursday, August 21, 2025 10:00 a.m. Eastern

### Join the meeting now

Meeting ID: 292 384 342 734 3

Passcode: nd9hu7RF

# TAB 1 Call to Order

#### FLORIDA PORTS FINANCING COMMISSION

Canaveral Port Authority · Port Everglades · Port of Fort Pierce ·

Jacksonville Port Authority · Manatee County Port Authority · PortMiami · Port of Palm Beach ·

Panama City Port Authority · Port of Pensacola · Tampa Port Authority

#### Thursday, August 21, 2025 10:00 a.m. Eastern Via Microsoft Teams

#### **AGENDA**

- 1. Call to Order
- 2. Roll Call
- 3. Approval of November 12, 2024, Meeting Summary
- 4. 2024 Audit Review and Approval
- 5. 2025-2026 Budget Discussion and Approval
- 6. Other Issues & New Business
- 7. Adjournment

# TAB 2 Roll Call

#### FLORIDA PORTS FINANCING COMMISSION

Canaveral Port Authority · Port Everglades · Port of Fort Pierce ·

Jacksonville Port Authority · Manatee County Port Authority · PortMiami · Port of Palm Beach ·

Panama City Port Authority · Port of Pensacola · Tampa Port Authority

MEMBER PORT REPRESENTATIVE

PORT CANAVERAL <u>Pat Poston (Chair)</u>

PORT EVERGLADES <u>David Anderton</u>

PORT OF FT. PIERCE <u>Joshua Revord</u>

PORT OF JACKSONVILLE Beth McCaque

Justin Ryan

SEAPORT MANATEE <u>Denise Stufflebeam</u>

Dan Fitz-Patrick

PORTMIAMI Becky Hope

Fred Wong

PORT OF PALM BEACH Michael Meekins

PORT PANAMA CITY John Miller (Vice Chair)

PORT OF PENSACOLA Lance Scott

PORT TAMPA BAY Ram Kancharla (Treasurer)

# TAB 3 Approval of November 12, 2024, Meeting Summary

#### FLORIDA PORTS FINANCING COMMISSION

Canaveral Port Authority · Port Everglades · Port of Fort Pierce ·

Jacksonville Port Authority · Manatee County Port Authority · PortMiami · Port of Palm Beach ·

Panama City Port Authority · Port of Pensacola · Tampa Port Authority

Tuesday, November 12, 2024 2:30 P.M. EDT Microsoft Teams Video Conference

#### **MEETING SUMMARY**

- **1. Call to Order –** The Florida Ports Financing Commission Meeting was called to order at 2:33 p.m. by Chair Pat Poston.
- **2. Roll Call –** Florida Ports staff member, Emily Fisher, took the roll call. Members and guests who attended included:

Pat Poston, Port Canaveral (Chair)
John Miller, Port Panama City (Vice Chair)
Ram Kancharla, Port Tampa Bay (Secretary/Treasurer)
Joshua Revord, Port of Fort Pierce
Denise Stufflebeam, SeaPort Manatee
Justin Ryan, JAXPORT
Joey Greive, JAXPORT
Becky Hope, PortMiami
Emily Fisher, Florida Ports Council

A quorum was present.

- 3. Approval of February 16, 2024, Meeting Summary A motion was made to approve the February 16, 2024, Florida Ports Financing Commission (FPFC) Meeting Summary by Ram Kancharla; this was seconded by Joey Greive and the motion passed unanimously.
- 4. 2023 Audit Review & Approval Chair Poston opened the floor for any discussion or questions regarding the 2023 audit completed by Carr, Riggs & Ingram. Chair Poston mentioned that there were a couple adjusting journal entries required by the auditor, similar to last year's audit, and she suggested that in the future the port staff have a discussion with the bookkeeper and auditor prior to submittal. After no more discussion, Chair Poston requested a motion to approve the Fiscal Year 2023 Florida Ports Financing Commission Audit. A motion was made by Joey Greive; this was seconded by Ram Kancharla and the motion passed unanimously.

- 5. **2024-2025 Budget Discussion and Approval –** Chair Poston detailed that the FPFC annual operating expenses for the Florida Ports Financing Commission are \$25,479 for this upcoming fiscal year which includes the following:
  - \$10,000 for Auditing by CRI
  - \$5,979 for accounting/bookkeeping by Reconciled
    - Reconciled bookkeeping costs have gone up by \$1,079 annually. The current agreement is \$1,225 paid quarterly, with a renewal agreement of \$1,695 paid quarterly. However, Chair Poston suggested the cost-savings options to pay 12 months up front at the amount of \$5,979 (breaks down to \$1494.75/qtr.). Additionally, the original agreement included the QBO subscription fees at no charge and due to rate increases by Intuit, they can no longer cover the fees, which account for most of the rate increase.
  - \$9,000 for annual trustee fee by Computershare (\$4,500 per bond)
  - \$500 for miscellaneous

Chair Poston opened the floor for any discussion, but with no further discussion, a motion was made to approve the 2024/2025 Florida Ports Financing Commission Budget as stands by Ram Kancharla; this was seconded by Becky Hope and the motion passed unanimously.

- 6. Other Issues & New Business No other issues were discussed.
- **7. Adjournment –** Chair Poston adjourned the meeting at 2:46 p.m.

# TAB 4 2024 Audit Review & Approval

# **Florida Ports Financing Commission FINANCIAL STATEMENTS** September 30, 2024 and 2023

	Page
REPORT Independent Auditor's Report	1
FINANCIAL STATEMENTS	•
Statements of Net Position	4
Statements of Revenues, Expenses and Changes in Net Position	5
Statements of Cash Flows	6
Notes to Financial Statements	7
OTHER REPORT 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	15
REQUIRED COMMUNICATIONS	
Required Communications	17
Accounting Policies, Judgments and Sensitive Estimates & CRI Comments on Quality	22
Citi comments on Quanty	22
Summary of Audit Adjustments	23
Management Representation Letter	24
INTERNAL CONTROL RECOMMENDATIONS	20



# **REPORT**



Carr, Riggs & Ingram, L.L.C. 2633 Centennial Boulevard Suite 200 Tallahassee, FL 32308

850.878.8777 850.633.6071 (fax) CRladv.com

#### INDEPENDENT AUDITOR'S REPORT

To the Members Florida Ports Financing Commission Tallahassee, Florida

#### **Opinions**

We have audited the accompanying financial statements of the business-type activities of the Florida Ports Financing Commission, as of and for the years ended September 30, 2024 and 2023, and the related notes to the financial statements, which collectively comprise the Florida Ports Financing Commission's basic financial statements as listed in the table of contents.

In our opinion, the financial statements referred to above present fairly, in all material respects, the respective financial position of the business-type activities of the Florida Ports Financing Commission as of September 30, 2024 and 2023, and the respective changes in financial position, and cash flows thereof for the years then ended in accordance with accounting principles generally accepted in the United States of America.

#### **Basis for Opinions**

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

#### Responsibilities of Management for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with accounting principles generally accepted in the United States of America, and for the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

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

#### Auditor's Responsibilities for the Audit of the Financial Statements

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

In performing an audit in accordance with generally accepted auditing standards and *Government Auditing Standards*, we:

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

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

#### **Other Matters**

Management has omitted Management's Discussion and Analysis that accounting principles generally accepted in the United States of America requires to be presented to supplement the basic financial statements. Such missing information, although not a part of the basic financial statements, is required by the Governmental Accounting Standards Board, who considers it to be an essential part of financial reporting for placing the basic financial statements in an appropriate operational, economic, or historical context. Our opinion on the basic financial statements are not affected by this missing information.

#### Other Reporting Required by Government Auditing Standards

In accordance with *Government Auditing Standards*, we have also issued our report dated June 2, 2025, on our consideration of the Florida Ports Financing Commission'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 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 Florida Ports Financing Commission's internal control over financial reporting and compliance.

CARR, RIGGS & INGRAM, L.L.C.

Carr, Riggs & Ungram, L.L.C.

Tallahassee, Florida June 2, 2025



# **FINANCIAL STATEMENTS**

# Florida Ports Financing Commission Statements of Net Position

September 30,	2024	2023
		_
Assets		
Current assets		
Cash and cash equivalents	\$ 9,690,124	\$ 9,634,457
Administrative fees receivable	-	3,501
Accrued interest receivable	153,949	214,230
Loans receivable - current portion	14,525,000	14,345,000
Total current assets	24,369,073	24,197,188
Other assets		
Loans receivable – portion due after one year	70,495,000	94,335,000
Total assets	94,864,073	118,532,188
Liabilities		
Current liabilities		
Bonds payable - current portion	23,840,000	23,535,000
Accrued bond issue costs	-	56,372
Accrued interest payable	523,229	642,326
Total current liabilities	24,363,229	24,233,698
Long-term liabilities		
Bonds payable – portion due after one year	70,495,000	94,335,000
Total liabilities	94,858,229	118,568,698
Net position		
Unrestricted	5,844	(36,510)
Total net position	\$ 5,844	\$ (36,510)

# Florida Ports Financing Commission Statements of Revenues, Expenses and Changes in Net Position

For the years ended September 30,		2024	2023
Revenues			
Administrative fees	\$	20,212	\$ -
Other income	•	52,860	-
Total revenues		73,072	
Expenditures			
Professional fees and consultants		21,718	12,400
Other general and administrative		9,000	9,000
Total expenditures		30,718	21,400
Operating income (loss)		42,354	(21,400)
Non-operating revenue (expense)			
Interest on loans		1,320,967	1,650,634
Investment earnings		16,925	6,920
Return of funds to FDOT		(4,244)	(6,920)
Bond interest		(1,333,648)	(1,615,726)
Total non-operating revenue (expense)		-	34,908
Change in net position		42,354	13,508
Net position – beginning of the year		(36,510)	(50,018)
Net position – end of the year	\$	5,844	\$ (36,510)

# Florida Ports Financing Commission Statements of Cash Flows

Payments to vendors and consultants (25,231) (12,400)  Net cash provided by (used in) operating activities (10,517) (21,400)  Cash flows from capital and related financing activities  Interest collected on loans 1,381,248 1,710,177  Principal collected on loans 23,660,000 23,360,000  Payment of bond interest (1,456,989) (1,738,41)  Payment of bond principal (23,535,000) (22,955,000)  Net cash provided by (used in) capital and related financing activities 49,259 376,760  Cash flows from investing activities  Investment earnings 16,925 6,920  Net cash provided by (used in) investing activities 16,925 6,920  Net increase (decrease) in cash and cash equivalents 55,667 362,280  Cash and cash equivalents, beginning of year 9,634,457 9,272,174  Cash and cash equivalents, end of year \$9,690,124 \$9,634,457  Reconciliation of change in net position to net cash provided by (used in) operating activities  Operating income (loss) \$42,354 \$(21,400)	For the years ended September 30,		2024	2023
Receipts from member Ports Payments for administrative fees Payments for administrative fees Payments to vendors and consultants  Net cash provided by (used in) operating activities  Interest collected on loans Interest collected on loans Payment of bond interest Payment of bond principal  Net cash provided by (used in) capital and related financing activities  Net cash provided by (used in) capital and related financing activities  Net cash provided by (used in) capital and related financing activities  Net cash provided by (used in) capital and related financing activities  Net cash provided by (used in) investing activities  Net cash provided by (used in) investing activities  Net increase (decrease) in cash and cash equivalents  Cash and cash equivalents, beginning of year  Reconciliation of change in net position to net cash provided by (used in) operating activities  Operating income (loss)  \$ 42,354 \$ (21,400)	Cash flows from operating activities			
Payments for administrative fees (9,000) Payments to vendors and consultants (25,231) (12,400)  Net cash provided by (used in) operating activities (10,517) (21,400)  Cash flows from capital and related financing activities Interest collected on loans 1,381,248 1,710,174 Principal collected on loans 23,660,000 23,3600,000 Payment of bond interest (1,456,989) (1,738,41) Payment of bond principal (23,535,000) (22,955,000)  Net cash provided by (used in) capital and related financing activities 49,259 376,760  Cash flows from investing activities Investment earnings 16,925 6,920  Net cash provided by (used in) investing activities 16,925 6,920  Net cash provided by (used in) investing activities 55,667 362,280  Cash and cash equivalents, beginning of year 9,634,457 9,272,174  Cash and cash equivalents, end of year \$9,690,124 \$9,634,457  Reconciliation of change in net position to net cash provided by (used in) operating activities  Operating income (loss) \$42,354 \$(21,400)		\$	<b>23,714</b> \$	_
Payments to vendors and consultants (25,231) (12,400)  Net cash provided by (used in) operating activities (10,517) (21,400)  Cash flows from capital and related financing activities  Interest collected on loans 1,381,248 1,710,177  Principal collected on loans 23,660,000 23,360,000  Payment of bond interest (1,456,989) (1,738,41)  Payment of bond principal (23,535,000) (22,955,000)  Net cash provided by (used in) capital and related financing activities 49,259 376,760  Cash flows from investing activities  Investment earnings 16,925 6,920  Net cash provided by (used in) investing activities 16,925 6,920  Net increase (decrease) in cash and cash equivalents 55,667 362,280  Cash and cash equivalents, beginning of year 9,634,457 9,272,174  Cash and cash equivalents, end of year \$9,690,124 \$9,634,457  Reconciliation of change in net position to net cash provided by (used in) operating activities  Operating income (loss) \$42,354 \$ (21,400)	·	•	•	(9,000)
Net cash provided by (used in) operating activities  Cash flows from capital and related financing activities  Interest collected on loans Payment of bond interest (1,456,989) (1,738,41) Payment of bond principal (23,535,000) (22,955,00)  Net cash provided by (used in) capital and related financing activities Investment earnings  Net cash provided by (used in) investing activities  16,925  Net increase (decrease) in cash and cash equivalents  55,667  Cash and cash equivalents, beginning of year  P,634,457  Reconciliation of change in net position to net cash provided by (used in) operating activities  Operating income (loss)  \$ 42,354 \$ (21,400)	•		• • •	(12,400)
Cash flows from capital and related financing activities Interest collected on loans Principal collected on loans Payment of bond interest Payment of bond principal Payment o			, ,	
Interest collected on loans Principal collected on loans Payment of bond interest Payment of bond principal Payment of bond interest Payment of bond principal Payment of bond interest Payment of bond interest Payment of bond interest Payment of bond interest Payment of bond principal Payment of bond interest Payment of bond interest Payment of bond principal Payment of bond princ	Net cash provided by (used in) operating activities		(10,517)	(21,400)
Interest collected on loans Principal collected on loans Payment of bond interest Payment of bond principal Payment of bond interest Payment of bond principal Payment of bond interest Payment of bond interest Payment of bond interest Payment of bond interest Payment of bond principal Payment of bond interest Payment of bond interest Payment of bond principal Payment of bond princ	Cash flows from capital and related financing activities			
Principal collected on loans Payment of bond interest (1,456,989) (1,738,41: Payment of bond principal (23,535,000) (22,955,000)  Net cash provided by (used in) capital and related financing activities  Investment earnings 16,925 6,920  Net cash provided by (used in) investing activities  Net cash provided by (used in) investing activities  16,925 6,920  Net increase (decrease) in cash and cash equivalents  Cash and cash equivalents, beginning of year  Payment of bond principal  16,925 6,920  Cash and cash equivalents, beginning of year  Payment of bond interest  16,925 6,920  Seconciliation of change in net position to net cash provided by (used in) operating activities  Operating income (loss)  \$ 42,354 \$ (21,400)			1,381,248	1,710,178
Payment of bond interest (1,456,989) (1,738,412 Payment of bond principal (23,535,000) (22,955,000)  Net cash provided by (used in) capital and related financing activities 49,259 376,760  Cash flows from investing activities Investment earnings 16,925 6,920  Net cash provided by (used in) investing activities 16,925 6,920  Net increase (decrease) in cash and cash equivalents 55,667 362,280  Cash and cash equivalents, beginning of year 9,634,457 9,272,174  Cash and cash equivalents, end of year \$9,690,124 \$9,634,457  Reconciliation of change in net position to net cash provided by (used in) operating activities  Operating income (loss) \$42,354 \$ (21,400)	Principal collected on loans			23,360,000
Payment of bond principal (23,535,000) (22,955,000)  Net cash provided by (used in) capital and related financing activities 49,259 376,760  Cash flows from investing activities Investment earnings 16,925 6,920  Net cash provided by (used in) investing activities 16,925 6,920  Net increase (decrease) in cash and cash equivalents 55,667 362,280  Cash and cash equivalents, beginning of year 9,634,457 9,272,174  Cash and cash equivalents, end of year \$9,690,124 \$9,634,457  Reconciliation of change in net position to net cash provided by (used in) operating activities Operating income (loss) \$42,354 \$ (21,400)	·			(1,738,415)
Net cash provided by (used in) capital and related financing activities  Cash flows from investing activities Investment earnings  Net cash provided by (used in) investing activities  Net increase (decrease) in cash and cash equivalents  Cash and cash equivalents, beginning of year  Cash and cash equivalents, end of year  Reconciliation of change in net position to net cash provided by (used in) operating activities  Operating income (loss)  376,76  49,259  376,76  362,28  6,92  6,92  9,634,457  9,272,174  9,634,457  9,690,124  \$ 9,690,124  \$ 9,634,457	•		• • • •	(22,955,000)
Cash flows from investing activities Investment earnings  Net cash provided by (used in) investing activities  16,925  Net increase (decrease) in cash and cash equivalents  Cash and cash equivalents, beginning of year  9,634,457  Cash and cash equivalents, end of year  \$ 9,690,124 \$ 9,634,457  Reconciliation of change in net position to net cash provided by (used in) operating activities  Operating income (loss)  \$ 42,354 \$ (21,406)	<u> </u>			· · · · · · · ·
Net cash provided by (used in) investing activities  16,925  6,926  Net increase (decrease) in cash and cash equivalents  55,667  Cash and cash equivalents, beginning of year  9,634,457  Cash and cash equivalents, end of year  \$9,690,124 \$ 9,634,457  Reconciliation of change in net position to net cash provided by (used in) operating activities  Operating income (loss)  \$ 42,354 \$ (21,406)	Net cash provided by (used in) capital and related financing activities		49,259	376,763
Net cash provided by (used in) investing activities  16,925  6,926  Net increase (decrease) in cash and cash equivalents  55,667  Cash and cash equivalents, beginning of year  9,634,457  Cash and cash equivalents, end of year  \$9,690,124 \$ 9,634,457  Reconciliation of change in net position to net cash provided by (used in) operating activities  Operating income (loss)  \$ 42,354 \$ (21,406)	Cash flows from investing activities			
Net cash provided by (used in) investing activities  16,925  6,926  Net increase (decrease) in cash and cash equivalents  55,667  362,285  Cash and cash equivalents, beginning of year  9,634,457  9,272,174  Cash and cash equivalents, end of year  \$9,690,124 \$ 9,634,457  Reconciliation of change in net position to net cash provided by (used in) operating activities  Operating income (loss)  \$ 42,354 \$ (21,406)	-		16.925	6,920
Net increase (decrease) in cash and cash equivalents  Cash and cash equivalents, beginning of year  9,634,457  9,272,174  Cash and cash equivalents, end of year  \$ 9,690,124 \$ 9,634,457  Reconciliation of change in net position to net cash provided by (used in) operating activities  Operating income (loss)  \$ 42,354 \$ (21,406)				0,010
Cash and cash equivalents, beginning of year 9,634,457 9,272,174  Cash and cash equivalents, end of year \$9,690,124 \$9,634,457  Reconciliation of change in net position to net cash provided by (used in) operating activities Operating income (loss) \$42,354 \$ (21,406)	Net cash provided by (used in) investing activities		16,925	6,920
Cash and cash equivalents, beginning of year 9,634,457 9,272,174  Cash and cash equivalents, end of year \$9,690,124 \$9,634,457  Reconciliation of change in net position to net cash provided by (used in) operating activities Operating income (loss) \$42,354 \$ (21,406)	Not increase (decrease) in each and each equivalents		55 667	262 282
Cash and cash equivalents, end of year \$ 9,690,124 \$ 9,634,45  Reconciliation of change in net position to net cash provided by (used in) operating activities  Operating income (loss) \$ 42,354 \$ (21,400)	wet increase (decrease) in cash and cash equivalents		33,007	302,283
Reconciliation of change in net position to net cash provided by (used in) operating activities Operating income (loss) \$ 42,354 \$ (21,400)	Cash and cash equivalents, beginning of year		9,634,457	9,272,174
to net cash provided by (used in) operating activities  Operating income (loss) \$ 42,354 \$ (21,400)	Cash and cash equivalents, end of year	\$	<b>9,690,124</b> \$	9,634,457
to net cash provided by (used in) operating activities  Operating income (loss) \$ 42,354 \$ (21,400)				
Operating income (loss) \$ 42,354 \$ (21,400	•			
	Operating income (loss)	\$	<b>42,354</b> \$	(21,400)
(Increase) Decrease in:				
Administrative fees receivable 3,501	Administrative fees receivable		3,501	-
Accrued bond issue costs (56,372)	Accrued bond issue costs		(56,372)	_
Net cash provided by (used in) operating activities \$ (10,517) \$ (21,400)	Net cash provided by (used in) operating activities	\$	<b>(10,517)</b> \$	(21,400)

#### **Note 1: DESCRIPTION OF THE BUSINESS**

#### **Authorizing Legislation and Program Purpose**

The Florida Ports Financing Commission (the "Commission") was created pursuant to Section 320.20(3), Florida Statutes, and chapter 163, Part I, Florida Statutes through an Interlocal Agreement, dated as of July 17, 1996 initially among Canaveral Port Authority; Jacksonville Port Authority; and Panama City Port Authority. Broward County (Port Everglades); Dade County (Port of Miami); Hillsborough County Port District; Manatee County Port Authority; Ocean Highway and Port Authority (Port Fernandina); Port of Palm Beach District; Port St. Joe Port Authority and St. Lucie County Port and Airport Authority (Port of Fort Pierce), or successors, are additional participants. The participants are referred to as a "Port" and collectively as "Ports" herein. The Commission is a separate legal entity and public body corporate and politic and a unit of local government of the State of Florida.

Under the Interlocal Agreement, the purpose of the Commission is to enable the Ports to finance or refinance eligible projects on a cooperative and cost-effective basis, benefit from the economies of scale associated with large scale financings, and maximize the benefits derived from the availability of moneys provided by the State of Florida for funding projects. The Commission is authorized to exercise all of the privileges, benefits, powers and terms granted to it under the law in connection with the authorization, issuance and sale of bonds. The Commission shall exist for so long as any bonds of the Commission or obligations of any participating port under the Program remain outstanding.

The Program involves the lending of proceeds of bonds to be issued by the Commission to participating Ports in order to finance, refinance or reimburse the cost of acquiring and constructing authorized capital projects.

The Commission issued \$222,320,000 of its Florida Ports Financing Commission Revenue Bonds (State Transportation Trust Fund), Series 1996 (The "1996 Bonds") on December 19, 1996. The Bonds are dated December 1, 1996 and mature at various dates through June 1, 2027. Interest is payable semi-annually on June 1 and December 1 of each year, commencing June 1, 1997. The Bonds are subject to redemption prior to maturity.

The Commission also issued \$153,115,000 of its Florida Ports Financing Commission Revenue Bonds (State Transportation Trust Fund - Intermodal Program), Series 1999 (The "1999 Bonds") on October 14, 1999. The Bonds are dated September 1, 1999 and mature at various dates through October 1, 2029. Interest is payable semi-annually on April 1 and October 1 of each year, commencing April 1, 2000. The bonds are subject to redemption prior to maturity.

The Series 1996 and 1999 Bonds were issued for the purpose of enabling the Commission to make loans to certain participating Ports or the political subdivisions of the State which own and operate such Ports (each a "Borrower" and collectively the "Borrowers") to finance, refinance or reimburse the cost of approved capital projects (the "Projects") and to pay certain costs of issuing the Bonds.

#### Note 1: DESCRIPTION OF THE BUSINESS (Continued)

#### Authorizing Legislation and Program Purpose (continued)

The Bonds are limited and special obligations of the Commission payable solely from payments of principal and interest ("Basic Payments") by the Borrowers under Loan Agreements between the Commission and the Borrowers and investment earnings to the extent provided in the Indenture of Trust. Basic Payments are required to be paid by the Borrowers solely from moneys due the Borrowers from the State Transportation Trust Fund pursuant to Section 320.20(3) and 320.20(4), Florida Statutes, which provides that \$25,000,000 in certain revenues derived from the registration of motor vehicles in Florida be deposited annually in the State Transportation Trust Fund for funding certain Port projects. The obligation of the State to make such deposit is subordinate to the satisfaction of other obligations of the State payable from revenues derived from the registration of motor vehicles, including certain bonds issued by the State Board of Education.

On May 26, 2011, the Commission issued \$10,650,000 in Refunding Revenue Bonds (State Transportation Trust Fund), Series 2011A (NON-AMT) and \$141,670,000 in Refunding Revenue Bonds (State Transportation Trust Fund), Series 2011A (AMT) (the "Series 1996 Refunding Bonds"). The bonds are dated May 26, 2011 and mature at various dates through June 1, 2027. Interest is payable semi-annually on June 1 and December 1 of each year, commencing December 1, 2011. The proceeds from this issue were used to refund the 1996 Bonds. The bonds are subject to redemption prior to maturity.

On May 26, 2011, the Commission issued \$66,300,000 in Refunding Revenue Bonds (State Transportation Trust Fund - Intermodal Program), Series 2011B (NON-AMT) and \$49,325,000 in Refunding Revenue Bonds (State Transportation Trust Fund - Intermodal Program), Series 2011B (AMT) (the "Series 1999 Refunding Bonds"). The bonds are dated May 26, 2011 and mature at various dates through October 1, 2029. Interest is payable semi-annually on April 1 and October 1 of each year, commencing October 1, 2011. The proceeds from this issue were used to refund the 1999 Bonds. The bonds are subject to redemption prior to maturity.

During March 2021, the 1996 and 1999 Refunding Bonds were refunded as discussed in Note 6.

#### **Agreements**

The Commission has entered into certain agreements that govern certain aspects of its operations as follows:

Indentures of Trust - Under terms of the Indentures of Trust, dated December 1, 1996 and September 1, 1999, the Trustee has been assigned all of the Commission's rights, title and interest in the Loan Agreements executed with the Borrowers.

#### Note 1: DESCRIPTION OF THE BUSINESS (Continued)

#### Agreements (continued)

Loan Agreements - Each participating Port has executed a Loan Agreement with the Commission for funds borrowed from the Program to finance authorized capital projects. Each Borrower has assigned to the Trustee, on behalf of the Commission, all its rights, title and interest in all moneys due the Borrowers from the State Transportation Trust Fund pursuant to Section 320.20(3) and 320.20(4), Florida Statutes, to repay the loans.

Program Administration Agreement - The Indentures of Trust provide for appointment of a program administrator by the Commission to provide certain services to the Commission with respect to the Program and to act as the Commission's agent. The Commission has entered into an agreement with the Florida Ports Council appointing it as the administrator. The Commission may assess each port agreed upon administrative fees, however, administrative fees are not currently being assessed.

Master Agreement - This agreement between the Commission and the Florida Department of Transportation (the "Department") requires the Department to deposit \$25,000,000 annually into an escrow account to be accessed by the Trustee to fund debt service on the Bonds.

#### **Limited Obligations of the Commission**

The Commission has issued the Bonds which are a limited and special obligation of the Commission, payable solely from the trust estate and collateralized by amounts derived under the Loan Agreements with the Borrowers. Although reflected as a liability of the Commission for financial reporting purposes, the issuance of the Bonds shall not, directly, indirectly or contingently obligate the State or any political subdivision thereof or any public corporation, Port or governmental agency existing under the laws of the State of Florida (excluding the Borrowers to the extent of their liabilities under their respective Loan Agreements). None of the obligations of the Borrowers under their respective loan agreements are collateralized by a pledge of their taxing powers, if any, and none are payable from ad valorem taxes.

#### **Note 2: SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES**

#### **Basis of Accounting**

The financial statements of the Commission have been prepared in conformity with generally accepted accounting principles applicable to governmental entities. The activities of the Commission are similar to and reported as an enterprise fund. These funds are used to account for activities similar to those found in the private sector, where the excess of revenues over expenses is necessary or useful to determine sound financial accountability.

#### Note 2: SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

#### Basis of Accounting (continued)

The basis of accounting refers to when revenues and expenses are recognized in the accounting system and reported in the financial statements. All funds have been accounted for on the current financial resources measurement focus and the accompanying financial statements have been prepared using the accrual basis of accounting. This method recognizes revenues when earned and expenses when incurred.

Enterprise funds distinguish operating revenues and expenses from non-operating items. Operating revenues and expenses generally result from providing goods and services in connection with a proprietary fund's ongoing operations. Operating revenues and expenses for the Commission include the fees and services associated with administering the bonds. All revenues and expenses not meeting this definition are reported as non-operating revenues and expenses.

#### Administrative Fees Receivable

Administrative fees receivables consists of amounts due from member ports and are stated at their unpaid balance. There is no allowance for doubtful accounts as management believes the balances are fully collectable.

#### Loans Receivable

Loans receivable are stated at their uncollected principal balances. Management believes receivables are collectible as of September 30, 2024 and 2023.

#### **Bonds Payable**

Bonds payable are stated at their unpaid principal balance net of the applicable bond premium or discount. Bond premiums and discounts are deferred and amortized over the life of the bonds on a straight-line basis over the term of the related issue.

#### **Interest Earnings**

Interest on loans and investments is recorded as revenue when earned. Premium on refunding bonds issued is amortized into interest expense using the interest method.

#### Management Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America 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.

#### Note 2: SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

#### Subsequent Events

Management has evaluated subsequent events through the date that the financial statements were available to be issued, June 2, 2025. No subsequent events occurring after this date have been evaluated for inclusion in these financial statements.

#### **Note 3: CASH AND CASH EQUIVALENTS**

Cash represents deposits held in trust by the Trustee and includes U.S. Government backed money market mutual funds which are considered to be cash equivalents. These money market mutual funds are not subject to Federal Deposit Insurance Corporation coverage; however, the underlying investments are collateralized by U.S. Treasury and government agency securities.

#### **Note 4: INVESTMENTS**

The Indenture of Trust authorizes the Trustee to invest, subject to certain limitations as to maturities and arbitrage earnings, funds held under the indenture in investment securities as defined in the indenture.

**Note 5: LOANS RECEIVABLE** 

Loans receivable consisted of the following:

September 30,	2024	2023
Broward County (Port Everglades)	\$ <b>10,302,704</b> \$	13,301,924
Canaveral Port Authority (Port Canaveral)	9,454,708	11,927,615
Dade County (Port of Miami)	16,639,944	21,307,784
Hillsborough County Port District (Port of Tampa)	12,004,842	15,207,345
Jacksonville Port Authority (Port of Jacksonville)	16,395,483	20,837,284
Manatee County Port Authority (Port Manatee)	10,135,035	13,370,827
Ocean Highway and Port Authority,		
Nassau County (Port of Fernandina)	186,060	224,298
Port of Palm Beach District (Port of Palm Beach)	6,876,534	8,773,644
Panama City Port Authority (Port of Panama City)	2,424,532	3,013,579
City of Pensacola (Port of Pensacola)	600,158	715,700
Total	\$ <b>85,020,000</b> \$	108,680,000

The loans are pledged, under the Indentures of the Trusts, for the payment of principal and interest on the bond indebtedness. The loans are repayable over the life of the bond issues and bear interest at a variable rate based upon the rate of interest on the bonds and certain program expenses as defined in the Loan Agreements. No allowance for doubtful accounts is necessary because the loans are repaid by a pledge of funds due the Borrowers from the State Transportation Trust Fund under Chapters 320.20(3) and 320.20(4), Florida Statutes.

#### Note 5: LOANS RECEIVABLE (Continued)

Loans receivable consisted of the following:

September 30,	2024	2023
Loan principal due due within one year	\$ <b>14,525,000</b> \$	14,345,000
Loan principal due after one year	70,495,000	94,335,000
Total loans receivable	\$ <b>85,020,000</b> \$	108,680,000

#### Note 6: BONDS PAYABLE AND BOND REFUNDING

On March 4, 2021, the Commission issued \$83,340,000 in Refunding Revenue Bonds (State Transportation Trust Fund), Series 2021 (Taxable) (the "Series 2021 STTF Refunding Bonds"). The Series 2021 STTF Refunding Bonds are dated March 4, 2021, bear interest at 1.24% and mature on June 1, 2027. Interest is payable semi-annually on June 1 and December 1 of each year, commenced December 1, 2021. The proceeds from this issue were used to refund the Commission's Refunding Revenue Bonds (State Transportation Trust Fund), Series 2011A (Non-AMT) and Series 2011B (AMT) on June 1, 2021. The Series 2021 STTF Refunding Bonds are subject to optional and mandatory sinking fund redemption prior to maturity.

Debt service requirements to maturity for the Series 2021 STTF Refunding Bonds are as follows:

For the years ending September 30,	Principal	Interest	Total
2025	\$ 14,525,000	\$ 460,583	\$ 14,985,583
2026	14,715,000	277,972	14,992,972
2027	7,395,000	92,972	7,487,972
			_
Total	\$ 36,635,000	\$ 831,527	\$ 37,466,527

The 1999 Refunding Bonds (Series 2011) are fully registered and insured bonds dated May 26, 2011. Interest is payable semi-annually on each April 1 and October 1, commencing October 1, 2011. The bonds bear interest at rates varying from 3.00% to 5.00% and mature at varying dates through June 30, 2030. The bonds carry optional and mandatory redemption provisions. The 1999 Refunding Bonds (Series 2011) were paid in full on October 1, 2021.

#### Note 6: BONDS PAYABLE AND BOND REFUNDING (Continued)

On March 4, 2021, the Commission issued \$75,675,000 in Refunding Revenue Bonds (State Transportation Trust Fund - Intermodal Program), Series 2021 (Taxable) (the "Series 2021 Intermodal Refunding Bonds," and together with the Series 2021 STTF Refunding Bonds, the "Series 2021 Refunding Bonds"). The Series 2021 Intermodal Refunding Bonds are dated March 4, 2021, bear interest at 1.28% and mature on October 1, 2029. Interest is payable semi-annually on April 1 and October 1 of each year, commenced October 1, 2021. The proceeds from this issue were used to refund the Commission's Refunding Revenue Bonds (State Transportation Trust Fund - Intermodal Program), Series 2011A (Non-AMT) and Series 2011B (AMT) (the "Series 2011 Intermodal Bonds"). The Series 2021 Intermodal Refunding Bonds are subject to optional and mandatory sinking fund redemption prior to maturity.

Debt service requirements to maturity for the Series 2021 Intermodal Refunding Bonds are as follows:

For the years ending September 30,		Principal		Interest		Total
2025	\$	9,315,000	\$	678,944	\$	9,993,944
2026	·	9,430,000	·	558,976	•	9,988,976
2027		9,550,000		437,504		9,987,504
2028		9,675,000		314,464		9,989,464
2029		9,805,000		189,792		9,994,792
2030		9,925,000		63,520		9,988,520
Total	\$	57,700,000	\$	2,243,200	\$	59,943,200

The Series 2021 Refunding Bonds were issued to reduce the total debt service over the next 8 years by approximately \$19,632,469 and to obtain an economic gain (difference between the present value of the debt service payment on the old and new debt) of \$19,519,164.

The Bonds do not create nor constitute, now or in the future, an obligation or debt of the State or any political subdivision thereof or any public corporation, Port or governmental agency existing under the laws of the State (excluding the borrowers to the extent of their liabilities under their respective Loan Agreements) other than the Commission to the extent provided in the indenture.

The Bonds do not constitute the giving, pledging or loan of the faith and credit of the State or any political subdivision thereof or any public corporation, port or governmental agency existing under the laws of the State, but shall be payable solely from the trust estate under the indenture. The issuance of the bonds shall not, directly, indirectly or contingently, obligate the State or any political subdivision thereof or any public corporation, port or governmental agency existing under the laws of the State (excluding the Borrower's to the extent of their liabilities under their respective Loan Agreements). None of the obligations of the Borrowers under their respective Loan Agreements are collateralized by a pledge of their taxing powers, if any, and none are payable from ad valorem taxes or port operating revenues.

#### **Note 7: CHANGES IN LONG-TERM LIABILITIES**

The following table provides the long-term liability activity for the year ended September 30, 2023:

Long-term liabilities as of	Beginning				<b>Due Within</b>
September 30, 2024	balance	Additions	Reductions	<b>Ending balance</b>	One Year
Bonds payable	\$ 117,870,000 \$	- \$	(23,535,000)	\$ 94,335,000	\$ 23,840,000
Total	\$ 117,870,000 \$	- \$	(23,535,000)	\$ 94,335,000	\$ 23,840,000

The following table provides the long-term liability activity for the year ended September 30, 2022:

Long-term liabilities as of	Beginning				<b>Due Within</b>
September 30, 2023	balance	Additions	Reductions	<b>Ending balance</b>	One Year
Bonds payable	\$ 140,825,000 \$	- \$	(22,955,000)	\$ 117,870,000	\$ 23,535,000
Total	\$ 140,825,000 \$	- \$	(22,955,000)	\$ 117,870,000	\$ 23,535,000

Differences between amounts reported herein and those reported in the statements of cash flows are attributable to the effects of the refinancing on bond payments.

#### **Note 8: RELATED PARTY**

The Florida Seaports Council, Inc. provides certain administrative services to the Commission, the value of which is immaterial.



## **OTHER REPORT**



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# 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

To the Members Florida Ports Financing Commission Tallahassee, Florida

We have audited, in accordance with the auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards* issued by the Comptroller General of the United States, the financial statements of the business-type activities of the Florida Ports Financing Commission, as of and for the year ended September 30, 2024, and the related notes to the financial statements, which collectively comprise the Florida Ports Financing Commission's basic financial statements, and have issued our report thereon dated June 2, 2025.

#### **Internal Control Over Financial Reporting**

In planning and performing our audit of the financial statements, we considered the Florida Ports Financing Commission'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 Florida Ports Financing Commission's internal control. Accordingly, we do not express an opinion on the effectiveness of the Florida Ports Financing Commission'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 or significant deficiencies may exist that were not identified.

#### **Report on Compliance and Other Matters**

As part of obtaining reasonable assurance about whether the Florida Ports Financing Commission'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.

CARR, RIGGS & INGRAM, L.L.C.

Carr, Riggs & Ungram, L.L.C.

Tallahassee, Florida June 2, 2025



# **REQUIRED COMMUNICATIONS**

#### **Required Communications**

As discussed with the Board and management during our planning process, our audit plan represented an approach responsive to the assessment of risk for the Florida Ports Financing Commission. Specifically, we planned and performed our audit to:

- Perform audit services, as requested by the Board, in accordance with governmental auditing standards generally accepted in the United States of America, in order to express an opinion on the Florida Ports Financing Commission's financial statements for the year ended September 30, 2024;
- Communicate directly with the Board and management regarding the results of our procedures;
- Address with the Board and management any accounting and financial reporting issues;
- Anticipate and respond to concerns of the Board and management; and
- Other audit-related projects as they arise and upon request.

#### **Required Communications**

We have audited the financial statements of Florida Ports Financing Commission for the year ended September 30, 2024, and have issued our report thereon dated June 2, 2025. Professional standards require that we provide you with the following information related to our audit:

MATTER TO BE COMMUNICATED	AUDITOR'S RESPONSE
Auditor's responsibility under Government Auditing Standards	As stated in our engagement letter dated May 6, 2025, our responsibility, as described by professional standards, is to express an opinion about whether the financial statements prepared by management with your oversight are fairly presented, in all material respects, in conformity with accounting principles generally accepted in the United States of America (GAAP). Our audit of the financial statements does not relieve you or management of your responsibilities.
	As part of our audit, we considered the internal control of Florida Ports Financing Commission. Such considerations were solely for the purpose of determining our audit procedures and not to provide any assurance concerning such internal control.
Client's responsibility	Management, with oversight from those charged with governance, is responsible for establishing and maintaining internal controls, including monitoring ongoing activities; for the selection and application of accounting principles; and for the fair presentation in the financial statements of financial position, results of operations, and cash flows in conformity with the applicable framework. Management is responsible for the design and implementation of programs and controls to prevent and detect fraud.
Planned scope and timing of the audit	Our initial audit plan was not significantly altered during our fieldwork.
Management judgments and accounting estimates  The process used by management in forming particularly sensitive accounting estimates and the basis for the Auditor's conclusion regarding the reasonableness of those estimates.	Please see the following section titled "Accounting Policies, Judgments and Sensitive Estimates and CRI Comments on Quality."
Potential effect on the financial statements of any significant risks and exposures	No such risks or exposures were noted.
Major risks and exposures facing the Commission and how they are disclosed.	

#### **MATTER TO BE COMMUNICATED**

Significant accounting policies, including critical accounting policies and alternative treatments within generally accepted accounting principles and the Auditor's judgment about the quality of accounting principles

- The initial selection of and changes in significant accounting policies or their application; methods used to account for significant unusual transactions; and effect of significant policies in controversial or emerging areas for which there is a lack of authoritative guidance or consensus.
- The auditor should also discuss the Auditor's judgment about the quality, not just the acceptability, of the Commission's accounting policies as applied in its financial reporting. The discussion should include such matters as consistency of accounting policies and their application, and clarity and completeness of the financial statements, including disclosures.
- Critical accounting policies and practices applied by the Commission in its financial statements and our assessment of management's disclosures regarding such policies and practices (including any significant modifications to such disclosures proposed by us but rejected by management), the reasons why certain policies and practices are or are not considered critical, and how current and anticipated future events impact those determinations:
- Alternative treatments within GAAP for accounting policies and practices related to material items, including recognition, measurement, presentation and disclosure alternatives, that have been discussed with client management during the current audit period, the ramifications of the use of such alternative disclosures and treatments, and the treatment preferred by the auditor; furthermore, if the accounting policy selected by management is not the policy preferred by us, discuss the reasons why management selected that policy, the policy preferred by us, and the reason we preferred the other policy.

#### **AUDITOR'S RESPONSE**

Significant accounting policies are described in Note 2 to the financial statements. No new accounting policies were adopted, and the application of existing policies was not changed during the year ended September 30, 2024. We noted no transactions entered into by the organization during the year for which there is a lack of authoritative guidance or consensus. All significant transactions have been recognized in the financial statements in the proper period.

The financial statement disclosures are neutral, consistent, and clear.

#### **Required Communications**

MATTER TO BE COMMUNICATED	AUDITOR'S RESPONSE
Significant difficulties encountered in the audit  Any significant difficulties, for example, unreasonable logistical constraints or lack of cooperation by management.	We encountered no significant difficulties in dealing with management in performing and completing our audit.
Disagreements with management  Disagreements, whether or not subsequently resolved, about matters significant to the financial statements or Auditor's report. This does not include those that came about based on incomplete facts or preliminary information.	We are pleased to report that no such disagreements arose during the course of our audit.
Other findings or issues  Matters significant to oversight of the financial reporting practices by those charged with	None noted.
governance. For example, an entity's failure to obtain the necessary type of audit, such as one under Government Auditing Standards, in addition to GAAS.	
Matters arising from the audit that were discussed with, or the subject of correspondence with, management	None noted.
Business conditions that might affect risk or discussions regarding accounting practices or application of auditing standards.	
Corrected and uncorrected misstatements  All significant audit adjustments arising from the audit, whether or not recorded by the Commission, that could individually or in the aggregate have a significant effect on the financial statements. We should also inform the Board about uncorrected misstatements aggregated by us during the current engagement and pertaining to the latest period presented, that were determined by management to be immaterial, both individually and in the aggregate, to the financial statements taken as a whole. Any internal control deficiencies that could have prevented the misstatements.	See "Summary of Audit Adjustments" section.
Major issues discussed with management prior to retention  Any major accounting, auditing or reporting issues discussed with management in connection with our initial or recurring retention.	Discussions occurred in the normal course of our professional relationship and our responses were not a condition to our retention.

#### **Required Communications**

MATTER TO BE COMMUNICATED	AUDITOR'S RESPONSE
Consultations with other accountants	To our knowledge, there were no such consultations
When management has consulted with other accountants about significant accounting or auditing matters.	with other accountants.
Written representations	See "Management Representation Letter" section.
A description of the written representations the auditor requested (or a copy of the representation letter).	
Internal control deficiencies	See "Internal Control Findings" section.
Any significant deficiencies or material weaknesses in the design or operation of internal control that came to the Auditor's attention during the audit.	
Fraud and illegal acts	We are unaware of any fraud or illegal acts involving
Fraud involving senior management or those responsible for internal controls, or causing a material misstatement of the financial statements, where the auditor determines there is evidence that such fraud may exist. Any illegal acts coming to the Auditor's attention involving senior management and any other illegal acts, unless clearly inconsequential.	management or causing material misstatement of the financial statements.
Other information in documents containing audited financial statements  The external Auditor's responsibility for	Our responsibility related to documents (including annual reports, websites, etc.) containing the financial statements is to read the other information
information in a document containing audited	to consider whether:
financial statements, as well as any procedures performed and the results.	<ul> <li>Such information is materially inconsistent with the financial statements; and</li> <li>We believe such information represents a material misstatement of fact.</li> </ul>
	We have not been provided any such items to date and are unaware of any other documents that contain the audited financial statements.
Significant unusual accounting transactions  Auditor communication with governance to include Auditor's views on policies and practices management used, as well as the Auditor's understanding of the business purpose.	No significant unusual accounting transactions were noted during the year.

# Accounting Policies, Judgments and Sensitive Estimates & CRI Comments on Quality

We are required to communicate our judgments about the quality, not just the acceptability, of the Commission's accounting principles as applied in its financial reporting. We are also required to communicate critical accounting policies and sensitive accounting estimates. The Board may wish to monitor throughout the year the process used to compute and record these accounting estimates. The table below summarizes our communications regarding these matters.

AREA	ACCOUNTING POLICY	CRITICAL POLICY?	JUDGMENTS & SENSITIVE ESTIMATES	AUDITOR'S CONCLUSIONS ON QUALITY OF ACCOUNTING POLICY & APPLICATION
Allowance for Credit Losses	Loans receivable are stated at their uncollected principal balances. The Commission does not have an allowance for credit losses related to its loans receivable.	х	Based on the nature of its loans receivable management believes they are fully collectible.	The Commission's policies appear to be in accordance with U.S. GAAP.

#### **Summary of Audit Adjustments**

During the course of our audit, we accumulate differences between amounts recorded by Florida Ports Financing Commission and amounts that we believe are required to be recorded under GAAP. Those adjustments are either recorded (corrected) by the Commission or passed (uncorrected).

There were no audit adjustments for the year ended September 30, 2024.

#### **QUALITATIVE MATERIALITY CONSIDERATIONS**

In evaluating the materiality of audit differences when they do arise, we consider both quantitative and qualitative factors, for example:

- Whether the difference arises from an item capable of precise measurement or whether it arises from an estimate, and, if so, the degree of imprecision inherent in the estimate.
- Whether the difference masks a change in earnings or other trends.
- Whether the difference changes a net decrease in assets to addition, or vice versa.
- Whether the difference concerns an area of the Commission's operating environment that has been identified as playing a significant role in the Commission's operations or viability.
- Whether the difference affects compliance with regulatory requirements.
- Whether the difference has the effect of increasing management's compensation for example, by satisfying requirements for the award of bonuses or other forms of incentive compensation.
- Whether the difference involves concealment of an unlawful transaction.



JAXPORT

June 2, 2025

Port Canaveral

Carr Riggs & Ingram, LLC 2633 Centennial Blvd. Suite 200 Tallahassee, FL 32308

Port Everglades

Port of Fernandina

Port of Fort Pierce

This representation letter is provided in connection with your audit of the financial statements of FL Ports Financing Commission (the "Commission"), which comprise the respective financial position of the business-type activities as of September 30, 2024, and the respective changes in financial position and, where applicable, cash flows for the year then ended, and the disclosures (collectively, the "financial statements"), for the purpose of expressing opinions as to whether the financial statements are presented fairly, in all material respects, in accordance with accounting principles generally accepted in the United States of America (U.S. GAAP).

Port of Kev West

PortMiami

Certain representations in this letter are described as being limited to matters that are material. Items are considered to be material, regardless of size, if they involve an omission or misstatement of accounting information that, in light of surrounding circumstances, makes it probable that the judgment of a reasonable person relying on the information would be changed or influenced by the omission or misstatement. An omission or misstatement that is monetarily small in amount could be considered material as a result of qualitative factors.

Port of Panama City

Port of Palm Beach

We confirm, to the best of our knowledge and belief, the following representations made to you during your audit.

Port of Pensacola

#### Financial Statements

Port of Port St. Joe

 We have fulfilled our responsibilities, as set out in the terms of the audit engagement letter, including our responsibility for the preparation and fair presentation of the financial statements in accordance with U.S. GAAP and for preparation of the supplementary information in accordance with the applicable criteria.

Port Putnam

2) The financial statements referred to above are fairly presented in conformity with U.S. GAAP and include all properly classified funds and other financial information of the primary government and all component units required by generally accepted accounting principles to be included in the financial reporting entity.

Port St. Pete

3) We acknowledge our responsibility for the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Port Tampa Bay
SeaPort Manatee

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JAXPORT	4)	We acknowledge our responsibility for the design, implementation, and maintenance of internal control to prevent and detect fraud.
Port Canaveral	5)	The methods, significant assumptions, and data used in making accounting estimates and their related disclosures are appropriate to achieve recognition, measurement, or disclosure that is reasonable in accordance with U.S. GAAP.
Port Everglades  Port of Fernandina	6)	Related party relationships and transactions, including revenues, expenditures/expenses, loans, transfers, leasing arrangements, and guarantees, and amounts receivable from or payable to related parties have been appropriately accounted for and disclosed in accordance with U.S. GAAP.
Port of Fort Pierce	7)	Adjustments or disclosures have been made for all events, including instances of noncompliance, subsequent to the date of the financial statements that would require adjustment to or disclosure in the financial statements.
Port of Key West	8)	The effects of all known actual or possible litigation, claims, and assessments have been accounted for and disclosed in accordance with U.S. GAAP.
PortMiami	9)	Guarantees, whether written or oral, under which the Commission is contingently liable, if any, have been properly recorded or disclosed.
Tr	ıformati	on Provided
Port of Palm Beach	10)	We have provided you with:
Port of Panama City		a) Access to all information, of which we are aware, that is relevant to the preparation and fair presentation of the financial statements, such as records (including information obtained from outside of the general and subsidiary ledgers), documentation, and other matters.
Port of Pensacola		b) Additional information that you have requested from us for the purpose of the audit.
Port of Port St. Joe		c) Unrestricted access to persons within the Commission from whom you determined it necessary to obtain audit evidence.
Port Putnam		d) Minutes of the meetings of board of directors or summaries of actions of recent meetings for which minutes have not yet been prepared.
Port St. Pete	11)	All material transactions have been recorded in the accounting records and are reflected in the financial statements.
Port Tampa Bay	12)	We have disclosed to you the results of our assessment of the risk that the financial statements may be materially misstated as a result of fraud.
,	13)	We have no knowledge of any fraud or suspected fraud that affects the Commission and involves—
SeaPort Manatee		i. Management,

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JAXPORT		ii. Employees who have significant roles in internal control, or
Port Canaveral		iii. Others where the fraud could have a material effect on the financial statements.
Port Everglades	14)	We have no knowledge of any allegations of fraud or suspected fraud affecting the Commission's financial statements communicated by employees, former employees, regulators, or others.
Tort Evergiades	15)	We have no knowledge of instances of noncompliance or suspected noncompliance
Port of Fernandina	13)	with provisions of laws, regulations, contracts, or grant agreements, or waste or abuse, whose effects should be considered when preparing financial statements.
Port of Fort Pierce	16)	We have disclosed to you all known actual or possible litigation, claims, and assessments whose effects should be considered when preparing the financial statements.
Port of Key West	17)	We have disclosed to you the names of the Commission's related parties and all the related party relationships and transactions, including any side agreements.
PortMiami	Governm	ent-specific
Port of Palm Beach	18)	There have been no communications from regulatory agencies concerning noncompliance with, or deficiencies in, financial reporting practices.
Port of Panama City	19)	We have identified to you any previous audits, attestation engagements, and other studies related to the objectives of the audit and whether related recommendations have been implemented.
Port of Panama City  Port of Pensacola	19) 20)	studies related to the objectives of the audit and whether related recommendations have
Port of Pensacola	,	studies related to the objectives of the audit and whether related recommendations have been implemented.  We have identified to you any investigations or legal proceedings that have been initiated with respect to the period under audit.  The Commission has no plans or intentions that may materially affect the carrying value or classification of assets, deferred outflows of resources, liabilities, deferred
	20)	studies related to the objectives of the audit and whether related recommendations have been implemented.  We have identified to you any investigations or legal proceedings that have been initiated with respect to the period under audit.  The Commission has no plans or intentions that may materially affect the carrying value or classification of assets, deferred outflows of resources, liabilities, deferred inflows of resources, and fund balance or net position.
Port of Pensacola	20)	studies related to the objectives of the audit and whether related recommendations have been implemented.  We have identified to you any investigations or legal proceedings that have been initiated with respect to the period under audit.  The Commission has no plans or intentions that may materially affect the carrying value or classification of assets, deferred outflows of resources, liabilities, deferred
Port of Pensacola  Port of Port St. Joe  Port Putnam  Port St. Pete	20)	studies related to the objectives of the audit and whether related recommendations have been implemented.  We have identified to you any investigations or legal proceedings that have been initiated with respect to the period under audit.  The Commission has no plans or intentions that may materially affect the carrying value or classification of assets, deferred outflows of resources, liabilities, deferred inflows of resources, and fund balance or net position.  We are responsible for compliance with the laws, regulations, and provisions of contracts and grant agreements applicable to us, including tax or debt limits and debt contracts, and legal and contractual provisions for reporting specific activities in
Port of Pensacola  Port of Port St. Joe  Port Putnam	20) 21) 22)	studies related to the objectives of the audit and whether related recommendations have been implemented.  We have identified to you any investigations or legal proceedings that have been initiated with respect to the period under audit.  The Commission has no plans or intentions that may materially affect the carrying value or classification of assets, deferred outflows of resources, liabilities, deferred inflows of resources, and fund balance or net position.  We are responsible for compliance with the laws, regulations, and provisions of contracts and grant agreements applicable to us, including tax or debt limits and debt contracts, and legal and contractual provisions for reporting specific activities in separate funds.  We have appropriately disclosed or recognized conduit debt obligations and/or certain arrangements associated with conduit debt obligations in accordance with GASBS No.

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JAXPORT	25)	There are no violations or possible violations of budget ordinances, laws and regulations (including those pertaining to adopting, approving, and amending budgets), provisions of contracts and grant agreements, tax or debt limits, and any related debt
Port Canaveral		covenants whose effects should be considered for disclosure in the financial statements, or as a basis for recording a loss contingency, or for reporting on noncompliance.
Port Everglades	26)	As part of your audit, you assisted with preparation of the financial statements and disclosures [and schedule of expenditures of federal awards]. We acknowledge our
Port of Fernandina		responsibility as it relates to those nonaudit services, including that we assume all management responsibilities; oversee the services by designating an individual, preferably within senior management, who possesses suitable skill, knowledge, or
Port of Fort Pierce		experience; evaluate the adequacy and results of the services performed; and accept responsibility for the results of the services. We have reviewed, approved, and accepted responsibility for those financial statements and disclosures
Port of Key West	27)	The Commission has satisfactory title to all owned assets, and there are no liens or encumbrances on such assets nor has any asset been pledged as collateral.
PortMiami	28)	The Commission has complied with all aspects of contractual agreements that would have a material effect on the financial statements in the event of noncompliance.
Port of Palm Beach	29)	The financial statements include all component units, appropriately present majority equity interests in legally separate organizations and joint ventures with an equity interest, and properly disclose all other joint ventures and other related organizations.
Port of Panama City	30)	The financial statements include all fiduciary activities required by GASBS No. $84$ , as amended.
Port of Pensacola	31)	The financial statements properly classify all funds and activities in accordance with GASBS No. 34, as amended.
Port of Port St. Joe	32)	All funds that meet the quantitative criteria in GASBS Nos. 34 and 37 for presentation as major are identified and presented as such and all other funds that are presented as major are particularly important to financial statement users.
Port Putnam	33)	Components of net position (net investment in capital assets; restricted; and unrestricted) and classifications of fund balance (nonspendable, restricted, committed, assigned, and unassigned) are properly classified and, if applicable, approved.
Port St. Pete	34)	Investments, derivative instrument transactions, and land and other real estate held by endowments are properly valued.
	35)	Provisions for uncollectible receivables have been properly identified and recorded.
Port Tampa Bay	36)	Expenses have been appropriately classified in or allocated to functions and programs in the statement of activities, and allocations have been made on a reasonable basis.
SeaPort Manatee		

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JAXPORT	37)	Revenues are appropriately classified in the statement of activities within program revenues, general revenues, contributions to term or permanent endowments, or contributions to permanent fund principal.
Port Canaveral	38)	Interfund, internal, and intra-entity activity and balances have been appropriately classified and reported.
Port Everglades	39)	Special and extraordinary items are appropriately classified and reported.
Port of Fernandina	40)	Deposits and investment securities and derivative instrument transactions are properly classified as to risk and are properly disclosed.
Port of Fernandina	41)	Capital assets, including infrastructure and intangible assets, are properly capitalized, reported, and, if applicable, depreciated or amortized.
Port of Fort Pierce Port of Key West	42)	We have appropriately disclosed the Commission's policy regarding whether to first apply restricted or unrestricted resources when an expense is incurred for purposes for which both restricted and unrestricted net position is available and have determined that net position is properly recognized under the policy.
PortMiami	43)	In regard to the financial statement preparation services and all other non-attest services performed by you, we have—
		a) Assumed all management responsibilities.
Port of Palm Beach		b) Designated Emily Fisher, who has suitable skill, knowledge, or experience to oversee the service.
		c) Evaluated the adequacy and results of the services performed.
Port of Panama City		d) Accepted responsibility for the results of the services.
Port of Pensacola		
Port of Port St. Joe		ce President of Programs and Government Relations
Port Putnam	riue.	
Port St. Pete		
Port Tampa Bay		
SeaPort Manatee		

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### **INTERNAL CONTROL RECOMMENDATIONS**

The Board of Directors and Management of The Florida Ports Financing Commission

In planning and performing our audit of the financial statements of the business-type activities of the Florida Ports Financing Commission as of and for the year ended September 30, 2024, in accordance with auditing standards generally accepted in the United States of America, we considered the Commission's internal control over financial reporting (internal control) as a basis for designing audit procedures that are appropriate in the circumstances for the purpose of expressing our opinion on the financial statements, but not for the purpose of expressing an opinion on the effectiveness of the Florida Ports Financing Commission's internal control. Accordingly, we do not express an opinion on the effectiveness of the Florida Ports Financing Commission'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.

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 or significant deficiencies may exist that were not identified.

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

CARR, RIGGS & INGRAM, L.L.C.

Carr, Riggs & Ungram, L.L.C.

Tallahassee, Florida June 2, 2025

# TAB 5 2025-2026 Budget Discussion and Approval

### Florida Ports Financing Commission Budget

	BUD	PRIOR GET/ACTUAL	ROPOSED BUDGET	PROJECTED						
		FY25	FY26		FY27		FY28	FY29		FY30
Opening Cash Balance October 1	\$	5,845.15	\$ 3,064.13	\$	1,678.02	\$	3,681.75	\$ 2,255.72	\$	829.68
Add Revenue										
Administrative Fees	\$	24,009.00	\$ 25,723.89	\$	18,863.74	\$	15,433.97	\$ 15,433.97	\$	6,859.54
Interest Income	\$	13.98	\$ 10.00	\$	10.00	\$	10.00	\$ 10.00	\$	10.00
Total Revenue	\$	24,022.98	\$ 25,733.89	\$	18,873.74	\$	15,443.97	\$ 15,443.97	\$	6,869.54
Less Expenses										
Auditor	\$	10,000.00	\$ 11,500.00	\$	5,750.00	\$	5,750.00	\$ 5,750.00	\$	2,000.00
Accounting	\$	7,804.00	\$ 6,600.00	\$	6,600.00	\$	6,600.00	\$ 6,600.00	\$	1,000.00
Trustee	\$	9,000.00	\$ 9,000.00	\$	4,500.00	\$	4,500.00	\$ 4,500.00	\$	4,500.00
Miscellaneous Expenses	\$	-	\$ 10.00	\$	10.00	\$	10.00	\$ 10.00	\$	10.00
Total Expenses	\$	26,804.00	\$ 27,110.00	\$	16,860.00	\$	16,860.00	\$ 16,860.00	\$	7,510.00
Estimated Cash Balance September 2025	\$	3,064.13								
Anticipated Ending Cash Balance September 202			\$ 1,678.02	\$	3,681.75	\$	2,255.72	\$ 829.68	\$	179.22

Based on initial fee of 7% of original bond fees assessed was charged in FY25. For FY26 we are requesting an increase to 7.5% to cover increase in Accounting and Audit fees. FY27-FY30 will decrease each year based on budgetary needs.

# Florida Ports Financing Commission Proposed Annual Port Fees FY2026

Date	Description of Transaction	Amo	Amount of grant		Amount of fee 9/22/21		posed fee 7.5%
10/1/21	Panama City Port Authority	\$	1,000,000	\$	17,500	\$	1,313
10/11/21	JAXPORT	\$	3,100,000	\$	54,250	\$	4,069
10/18/21	Canaveral Port Authority	\$	2,699,714	\$	47,245	\$	3,543
10/20/21	Port Everglades Broward County	\$	2,817,257	\$	49,302	\$	3,698
10/20/21	PortMiami Miami Dade County	\$	3,100,000	\$	54,250	\$	4,069
10/28/21	Manatee County Port Authority	\$	750,000	\$	13,125	\$	984
11/2/21	Port of Palm Beach	\$	1,450,000	\$	25,375	\$	1,903
11/10/21	Port of Pensacola	\$	1,281,714	\$	22,430	\$	1,682
12/6/21	Port Tampa Bay	\$	3,400,000	\$	59,500	\$	4,463
		\$	19,598,685.00	,	\$342,977.00		\$25,724

# TAB 6 Other Issues & New Business

## TAB 7 Adjournment