



CLARK SCHAEFER HACKETT
BUSINESS ADVISORS

TOLEDO-LUCAS COUNTY PORT AUTHORITY

LUCAS COUNTY

SINGLE AUDIT

FOR THE YEAR ENDED DECEMBER 31, 2023



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Board of Directors
Toledo-Lucas County Port Authority
One Maritime Plaza
Toledo, Ohio 43604

We have reviewed the *Independent Auditor's Report* of the Toledo-Lucas County Port Authority, Lucas County, prepared by Clark, Schaefer, Hackett & Co., for the audit period January 1, 2023 through December 31, 2023. Based upon this review, we have accepted these reports in lieu of the audit required by Section 117.11, Revised Code. The Auditor of State did not audit the accompanying financial statements and, accordingly, we are unable to express, and do not express an opinion on them.

Our review was made in reference to the applicable sections of legislative criteria, as reflected by the Ohio Constitution, and the Revised Code, policies, procedures and guidelines of the Auditor of State, regulations and grant requirements. The Toledo-Lucas County Port Authority is responsible for compliance with these laws and regulations.

Keith Faber
Auditor of State
Columbus, Ohio

July 30, 2024

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INDEPENDENT AUDITORS' REPORT

To the Board of Directors
Toledo-Lucas County Port Authority
Toledo, Ohio:

Report on the Audit of the Financial Statements***Opinion***

We have audited the financial statements of Toledo-Lucas County Port Authority, Ohio (the "Authority") as of and for the year ended December 31, 2023, and the related notes to the financial statements, which collectively comprise the Authority's basic financial statements as listed in the table of contents.

In our opinion, based on our audit and the report of other auditors, the accompanying financial statements referred to above present fairly, in all material respects, the respective financial position of the Authority, as of December 31, 2023, and the respective changes in financial position, and cash flows thereof for the year then ended in accordance with accounting principles generally accepted in the United States of America.

We did not audit the financial statements of ParkSmart, Inc., which represents 0.8 percent, 1.8 percent, and 8.0 percent, respectively, of the assets, net position, and total revenues of the Authority. Those statements were audited by other auditors whose report has been furnished to us, and our opinion, insofar as it relates to the amount included for ParkSmart, Inc., is based solely on the report of other auditors.

Basis for Opinion

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

Responsibilities of Management for the Financial Statements

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

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

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

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

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

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

Required Supplementary Information

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

Supplementary Information

Our audit was conducted for the purpose of forming an opinion on the financial statements that collectively comprise the Authority's basic financial statements. The schedule of net position information by division, schedule of revenues, expenses, and changes in net position information by division information, the schedule of expenditures of federal awards and the Schedule of Passenger Facility Charges Collected and Expended – Cash Basis as required by Title 2 U.S. *Code of Federal Regulations* Part 200, *Uniform Administrative Requirements, Cost Principles, and Audit Requirements for Federal Awards*, and the *Passenger Facility Charge Audit Guide for Public Agencies* (the "Guide"), issued by the Federal Aviation Administration, respectively, are presented for purposes of additional analysis and not a required part of the financial statements. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the basic financial statements. The information has been subjected to the auditing procedures applied in the audit of the basic financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the basic financial statements or to the basic financial statements themselves, and other additional procedures in accordance with GAAS by us and the other auditors. In our opinion, based on our audit and the report of other auditors, this information is fairly stated, in all material respects, in relation to the basic financial statements as a whole.

Other Reporting Required by Government Auditing Standards

In accordance with *Government Auditing Standards*, we have also issued our report dated June 21, 2024 on our consideration of the Authority's internal control over financial reporting and on our tests of its compliance with certain provisions of laws, regulations, contracts, and grant agreements and other matters. The purpose of that report is solely to describe the scope of our testing of internal control over financial reporting and compliance and the results of that testing, and not to provide an opinion on the effectiveness of the Authority's internal control over financial reporting or on compliance. That report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering the Authority's internal control over financial reporting and compliance.

Clark, Schaefer, Hackett & Co.

Maumee, Ohio
June 21, 2024

TOLEDO-LUCAS COUNTY PORT AUTHORITY

Management's Discussion and Analysis (Unaudited) ***For the Year Ended December 31, 2023***

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, 2023. This information should be read in conjunction with the basic financial statements included in this report.

FINANCIAL HIGHLIGHTS

The financial highlights for 2023 are as follows:

- Total Net Position for the year ended December 31, 2023 increased \$18,424,401 to \$266,051,391.
- Favorable market conditions resulted in increased *Interest income from investments* and *Gains on investments* for the Authority and several component units.
- Total operating revenue of \$29,168,245 in 2023 was the second best performing year since 2002.
- Total operating expenses increased \$910,635, mainly attributed to the impact of unfavorable changes in pension and OPEB liabilities.
- The 7.4% increase in total Net Position was primarily the result of revenues derived from *Rental under property leases, Other rental and fee income, and Grant revenues*.

FINANCIAL DRIVERS

The following statistics played a key role in the Authority's financial picture in 2023 compared to 2022:

- Operating revenue from *Other rental and fee income* increased \$1.4 million over prior year, primarily driven by the addition of a new component unit, TLCPA Services, Inc.
- Allegiant Air passengers using Eugene F. Kranz Toledo Express Airport increased 6.5% in 2023, resulting in Allegiant Air's record year at Eugene F. Kranz Toledo Express Airport.
- Over 11.7 million short tons of cargo traveled through the Seaport in 2023, which represented the highest tonnage year since 2007.
- *Capital grant revenue* and *Noncapital grant revenue* was approximately \$18.3 million in 2023, which was an increase of approximately 40.8% compared to 2022.

TOLEDO-LUCAS COUNTY PORT AUTHORITY

Management's Discussion and Analysis (Unaudited) ***For the Year Ended December 31, 2023***

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 property tax, pension, and other postemployment benefits; 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 (Unaudited) For the Year Ended December 31, 2023

FINANCIAL ANALYSIS OF THE AUTHORITY

The following table provides a summary of the Authority's financial position as of December 31, 2023 and 2022, respectively.

Condensed Statements of Net Position

	December 31, 2023	December 31, 2022	Amount Change	% Change
Assets				
Current assets	\$ 83,234,463	\$ 87,196,825	\$ (3,962,362)	-4.5%
Capital assets, net	243,735,756	235,102,841	8,632,915	3.7%
Other noncurrent assets	297,117,995	297,553,250	(435,255)	-0.1%
Deferred outflows-pension	1,948,353	746,078	1,202,275	161.1%
Deferred outflows-OPEB	331,342	24,876	306,466	1,232.0%
Total assets & deferred outflows	<u>\$ 626,367,909</u>	<u>\$ 620,623,870</u>	<u>\$ 5,744,039</u>	0.9%
Liabilities, Deferred Inflows and Net Position				
Liabilities				
Current liabilities (includes long term debt due within one year)	\$ 23,942,118	\$ 23,419,589	\$ 522,529	2.2%
Noncurrent liabilities	260,118,141	263,525,418	(3,407,277)	-1.3%
Deferred inflows-leases	74,093,197	81,433,398	(7,340,201)	-9.0%
Deferred inflows-property tax	1,977,383	2,004,044	(26,661)	-1.3%
Deferred inflows-pension	150,449	1,964,263	(1,813,814)	-92.3%
Deferred inflows-OPEB	35,230	650,168	(614,938)	-94.6%
Total liabilities & deferred inflows	<u>360,316,518</u>	<u>372,996,880</u>	<u>(12,680,362)</u>	-3.4%
Net Position				
Net investment in capital assets	197,108,491	184,857,233	12,251,258	6.6%
Restricted	21,459,809	21,514,526	(54,717)	-0.3%
Unrestricted	47,483,091	41,255,231	6,227,860	15.1%
Total Net Position	<u>266,051,391</u>	<u>247,626,990</u>	<u>18,424,401</u>	7.4%
Total liabilities, deferred inflows, and net position	<u>\$ 626,367,909</u>	<u>\$ 620,623,870</u>	<u>\$ 5,744,039</u>	0.9%

- Total Assets and Deferred Outflows increased by 0.9% compared to 2022.
- Current Assets decreased by 4.5%, mainly due to the Authority's use of *Restricted cash* to purchase *Restricted investments* in 2023.
- Total Liabilities and Deferred Inflows decreased by 3.4% compared to 2022. This was primarily driven by *Noncurrent liabilities*, *Deferred inflows-leases*, and *Deferred inflows-pension*.
- Current Liabilities increased by 2.2%, mainly due to increases in *Accounts payable and other* and *NWOBF parity bonds debt – current* in 2023.

TOLEDO-LUCAS COUNTY PORT AUTHORITY

Management's Discussion and Analysis (Unaudited)
For the Year Ended December 31, 2023

The following table shows the changes in revenues and expenses for the Authority between 2023 and 2022, respectively.

Condensed Statements of Revenues, Expenses and Changes in Net Position

	December 31, 2023	December 31, 2022	Amount Change	% Change
Operating revenues				
Airport related	\$ 4,824,064	\$ 5,214,718	\$ (390,654)	-7.5%
Seaport, Development, Admin and other	24,344,181	24,125,580	218,601	0.9%
Total operating revenues	<u>29,168,245</u>	<u>29,340,298</u>	<u>(172,053)</u>	-0.6%
Operating expenses				
Airport related	11,442,995	11,657,768	(214,773)	-1.8%
Seaport, Development, Admin and other	18,289,271	17,163,863	1,125,408	6.6%
Total operating expenses	<u>29,732,266</u>	<u>28,821,631</u>	<u>910,635</u>	3.2%
Operating income (loss)	<u>(564,021)</u>	<u>518,667</u>	<u>(1,082,688)</u>	-208.7%
Nonoperating revenues (expenses)				
Proceeds of property tax levy	2,507,848	2,428,085	79,763	3.3%
Interest income from investments	1,881,587	1,346,521	535,066	39.7%
Passenger facility charges	342,900	488,653	(145,753)	-29.8%
Noncapital grants	2,550,102	1,670,730	879,372	52.6%
Other revenue	1,407,170	1,172,543	234,627	20.0%
Other expense	(554,451)	(5,725,255)	5,170,804	-90.3%
Interest expense	(4,361,905)	(4,657,555)	295,650	-6.3%
Grant pass through	(556,236)	(470,910)	(85,326)	18.1%
Total nonoperating revenues (expenses)	<u>3,217,015</u>	<u>(3,747,188)</u>	<u>6,964,203</u>	-185.9%
Capital Contributions				
Capital grants	15,771,407	11,346,703	4,424,704	39.0%
Total Capital Contributions	<u>15,771,407</u>	<u>11,346,703</u>	<u>4,424,704</u>	39.0%
Changes in Net Position	<u>18,424,401</u>	<u>8,118,182</u>	<u>10,306,219</u>	127.0%
Net Position beginning of year	247,626,990	239,508,808	8,118,182	3.4%
Net Position end of year	<u>\$ 266,051,391</u>	<u>\$ 247,626,990</u>	<u>\$ 18,424,401</u>	7.4%

TOLEDO-LUCAS COUNTY PORT AUTHORITY

Management's Discussion and Analysis (Unaudited)
For the Year Ended December 31, 2023

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

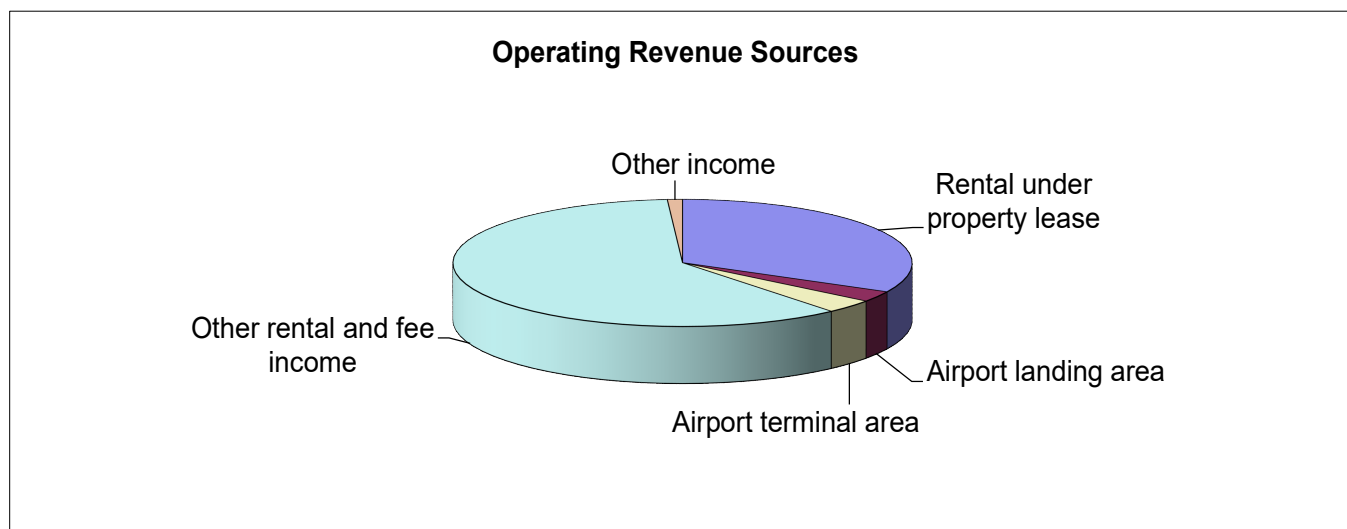
- 2023 reported Total Operating Revenues of approximately \$29.2 million. Operating revenues consist primarily of fees for services, rents and charges for the use of Port Authority facilities, airport landing fees and other income.
- Operating expenses include the cost of providing these services, including administrative expenses and depreciation on capital assets.
- Nonoperating Revenues and Capital grants exceeded nonoperating expenses by approximately \$19.0 million attributed to total grant revenue of approximately \$18.3 million and property tax revenue of approximately \$2.5 million. Other nonoperating revenues included interest earned, and airport passenger facility charges.
- Interest expense on outstanding bonds and notes payable, community grants, and grant pass through expense accounted for the majority of nonoperating expenses for 2023.

TOLEDO-LUCAS COUNTY PORT AUTHORITY

Management's Discussion and Analysis (Unaudited)
For the Year Ended December 31, 2023

The following is a summary of the Authority's 2023 operating revenue sources:

Operating Revenue Sources	2023	Percent of Total
Rental under property lease	\$ 9,500,406	32.57 %
Airport landing area	798,307	2.74
Airport terminal area	1,023,082	3.51
Other rental and fee income	17,535,867	60.12
Other income	310,583	1.06
Total Operating Revenue	<u>\$ 29,168,245</u>	<u>100.00 %</u>



TOLEDO-LUCAS COUNTY PORT AUTHORITY

Management's Discussion and Analysis (Unaudited)
For the Year Ended December 31, 2023

CAPITAL ASSETS AND DEBT ADMINISTRATION

Capital Assets

At the end of 2023, the Authority reported \$243,735,753 of capital assets net of accumulated depreciation which was invested in land, buildings, equipment and vehicles. This amount represents a net increase of approximately \$8.6 million after depreciation expense of approximately \$10.5 million. Note 3 to the financial statements provides more detailed capital asset information.

The following table shows fiscal year 2023 and 2022 balances:

Capital Assets at December 31,

	<u>2023</u>	<u>2022</u>	<u>Change</u>
Land	\$ 67,852,537	\$ 67,852,537	\$ -
Construction in progress	27,548,513	10,946,462	16,602,051
Improvements	237,566,308	236,708,253	858,055
Property and equipment	33,562,459	33,403,377	159,082
Buildings & leasehold improvements	123,235,833	121,737,385	1,498,448
Furniture and fixtures	<u>565,808</u>	<u>565,808</u>	<u>-</u>
Total Cost	490,331,458	471,213,822	19,117,636
Accumulated depreciation	<u>(246,595,705)</u>	<u>(236,110,981)</u>	<u>(10,484,724)</u>
Net Capital Assets	<u>\$ 243,735,753</u>	<u>\$ 235,102,841</u>	<u>\$ 8,632,912</u>

TOLEDO-LUCAS COUNTY PORT AUTHORITY

Management's Discussion and Analysis (Unaudited) ***For the Year Ended December 31, 2023***

Debt

At December 31, 2023 the Authority had \$117,803,296 in debt outstanding, \$4,139,562 of which is due within one year. Outstanding debt in the amount of \$6,116,515 pertains to Airport improvements and \$111,686,781 to Seaport and Development improvements and projects.

The following table summarizes the Authority's debt outstanding as of December 31, 2023 and 2022. Note 7 of the audited financial statements provides more detailed debt information.

Outstanding Debt at December 31,

	<u>2023</u>	<u>2022</u>	<u>Change</u>
Revenue bonds payable	\$ 95,325,748	\$ 97,928,277	\$ (2,602,529)
Notes payable	22,477,548	23,591,460	(1,113,912)
Total debt	<u>117,803,296</u>	<u>121,519,737</u>	<u>(3,716,441)</u>
Current portion	<u>(4,139,562)</u>	<u>(3,549,093)</u>	<u>(590,469)</u>
Long-term debt less current portion	<u>\$ 113,663,734</u>	<u>\$ 117,970,644</u>	<u>\$ (4,306,910)</u>

In addition to the debt identified above, GASB 91 *Conduit Debt Obligations* redefined the definition of conduit debt, which resulted in the inclusion of Northwest Ohio Bond Fund (NWOBF) Parity Bond issuances in the Authority's financial statements.

At December 31, 2023 the Authority had \$148,630,000 in NWOBF Parity debt outstanding, \$8,400,000 of which is due within one year. Note 8 to the financial statements provides more detailed information.

FACTORS EXPECTED TO IMPACT THE AUTHORITY'S FUTURE FINANCIAL POSITION OR RESULTS OF OPERATIONS

The Authority projects its 2024 primary business operating revenue to be approximately \$16.9 million. Additionally, excess revenues over expenses are projected to be approximately \$2.5 million.

The Authority's component units, ARG Services, Northwest Ohio Improvement Fund, ParkUToledo, ParkSmart, and TLCPA Services, Inc. are anticipating comparable or slightly increased performance in 2024.

The Authority's \$.4 mill renewal levy was approved by Lucas County voters in November of 2018. This levy will generate approximately \$2.5 million in property tax revenues annually to the Authority through 2025.

Through April 2024, the Authority has recognized approximately \$504,000 in grant revenue. Additionally, in 2024, the Authority has been awarded to date approximately \$9.5 million in grant funding. These funds, along with additional grant funds, are expected to be received and expended over the next several years. The Authority will continue to pursue additional grant funding as it becomes available.

TOLEDO-LUCAS COUNTY PORT AUTHORITY

Management's Discussion and Analysis (Unaudited)
For the Year Ended December 31, 2023

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 Kathleen Despoth, CPA, Toledo-Lucas County Port Authority, One Maritime Plaza, Toledo, Ohio 43604.

Toledo-Lucas County Port Authority
Statement of Net Position
December 31, 2023

ASSETS AND DEFERRED OUTFLOWS OF RESOURCES

Current Assets:

Cash and cash equivalents	\$ 21,265,622
Restricted cash	11,308,289
Investments	21,794,138
Bond proceeds held by trustee	165,302
Interest receivable	5,108
Property tax receivable	2,441,722
Customer and other accounts receivable	2,260,799
Grants receivable	6,812,234
Loans receivable	1,109,664
Lease interest receivable	516,008
Lease receivable	6,158,099
Prepaid expenses and other assets	264,123
NWOBF parity bonds accrued interest receivable	733,355
NWOBF parity bonds receivable - current	8,400,000
Total Current Assets	<u>83,234,463</u>

Noncurrent Assets:

Nondepreciable capital assets	95,401,050
Depreciable capital assets, net of accumulated depreciation	148,334,703
Restricted investments	10,151,520
Loans receivable	18,928,389
Lease receivable	68,774,138
Deposits	318,312
Amount due from NW Ohio Bond Fund	3,000,000
Right to use assets, net	55,715,639
NWOBF parity bonds receivable - noncurrent	140,230,000
Total Noncurrent Assets	<u>540,853,751</u>

Total Assets **624,088,214**

Deferred Outflows of Resources:

Deferred outflows-pension	1,948,353
Deferred outflows-OPEB	331,342
Total Deferred Outflows of Resources	<u>2,279,695</u>

Total Assets and Deferred Outflows of Resources **\$ 626,367,909**

(Continued)

See accompanying notes to the financial statements.

Toledo-Lucas County Port Authority
Statement of Net Position, Continued
December 31, 2023

LIABILITIES, DEFERRED INFLOWS OF RESOURCES AND NET POSITION

Current Liabilities:

Accounts payable and other	\$ 4,846,446
Accrued payroll	540,321
Deposits	93,991
Accrued interest	1,553,559
Bonds payable - current	2,500,000
Notes payable - current	1,639,562
Advances	3,634,884
NWOBF parity bonds accrued interest payable	733,355
NWOBF parity bonds debt - current	8,400,000
Total Current Liabilities	<u>23,942,118</u>

Noncurrent Liabilities:

Development loan fund	1,363,336
Bonds payable	92,825,748
Notes payable	20,837,986
Net pension liability	4,754,724
Net OPEB liability	106,347
NWOBF parity bonds debt - noncurrent	140,230,000
Total Noncurrent Liabilities	<u>260,118,141</u>

Total Liabilities **284,060,259**

Deferred Inflows of Resources:

Deferred inflows-leases	74,093,197
Deferred inflows-property tax	1,977,383
Deferred inflows-pension	150,449
Deferred inflows-OPEB	35,230
Total Deferred Inflows of Resources	<u>76,256,259</u>

Total Liabilities and Deferred Inflows of Resources **360,316,518**

Net Position:

Net investment in capital assets	197,108,491
Restricted	21,459,809
Unrestricted	47,483,091
Total Net Position	<u>266,051,391</u>

Total Liabilities, Deferred Inflows of Resources and Net Position **\$ 626,367,909**

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, 2023

Operating Revenues	
Rental under property leases	\$ 9,500,406
Airport landing area	798,307
Airport terminal area	1,023,082
Other rental and fee income	17,535,867
Other income	310,583
Total Operating Revenues	29,168,245
Operating Expenses	
Personnel	4,561,021
Marketing	418,457
Contractual services	8,464,272
Utilities	1,456,414
Repairs and maintenance	2,492,661
Depreciation	10,484,724
Amortization	1,722,535
Other operating expenses	132,182
Total Operating Expenses	29,732,266
Operating Loss	(564,021)
Nonoperating Revenues (Expenses)	
Revenue from property tax levy	2,507,848
Interest income from investments	1,881,587
Passenger and customer facility charges	342,900
Noncapital grants	2,550,102
Nonoperating revenues	884,598
Interest expense	(4,361,905)
Other nonoperating expenses	(554,451)
Gain (Loss) on investments	522,572
Grant pass through	(556,236)
Total Nonoperating Revenues (Expenses)	3,217,015
Capital Contributions	
Capital grants	15,771,407
Total Capital Contributions	15,771,407
Total Change in Net Position	\$ 18,424,401
Net Position beginning of year	247,626,990
Net Position at end of year	\$ 266,051,391

See accompanying notes to the financial statements.

Toledo-Lucas County Port Authority
Statement of Cash Flows
For the Year Ended December 31, 2023

Cash flows from operating activities:

Cash received from customers	\$ 28,034,782
Cash payments for goods and services	(14,039,910)
Cash payments to and on behalf of employees	(4,589,514)
Net cash provided by operating activities	<u>9,405,358</u>

Cash flows from noncapital financing activities:

Intergovernmental grants	884,598
Grant disbursements	(554,451)
Proceeds of property tax levy	2,441,722
Net cash provided by noncapital financing activities	<u>2,771,869</u>

Cash flows from capital and related financing activities:

Capital grants received	16,302,205
Passenger and Customer facility charges received	338,665
Acquisition and construction of capital assets	(19,117,636)
Interest paid on capital asset debt	(4,384,158)
Principal payments on long-term debt	(3,761,621)
Issuance of debt	563,611
Grant pass through	(556,236)
Net cash used in capital and related financing activities	<u>(10,615,170)</u>

Cash flows from investing activities:

Interest on investments	2,407,055
Purchase of securities	(14,772,028)
Proceeds on securities	3,757,563
Improvements for right to use assets	(3,564,976)
Net cash used in investing activities	<u>(12,172,386)</u>

Net decrease in cash and cash equivalents	(10,610,329)
Cash and cash equivalents at beginning of year	43,184,240
Cash and cash equivalents at end of year	<u>\$ 32,573,911</u>

See accompanying notes to the financial statements.

Toledo-Lucas County Port Authority
Statement of Cash Flows, Continued
For the Year Ended December 31, 2023

<u>Reconciliation of operating loss to net cash provided by operating activities:</u>		
Operating loss	\$	(564,021)
Adjustments to reconcile operating income to cash provided by operating activities:		
Depreciation expense		10,484,724
Amortization of right to use asset		1,722,535
Changes in assets, liabilities and deferrals:		
Accounts receivable		(693,651)
Loans receivable		(912,319)
Leases interest receivable		37,697
Leases receivable		7,347,283
Prepaid expenses and other assets		(163,917)
Accounts payable and other		646,611
Accrued payroll		7,739
Deposits		(40,297)
Advances		(1,409,165)
Development loan fund		318,572
Deferred inflows-leases		(7,340,201)
Net pension and OPEB assets and liabilities and related deferrals		(36,232)
Total adjustments		<u>9,969,379</u>
Net cash provided by operating activities	\$	<u><u>9,405,358</u></u>

See accompanying notes to the financial statements.

TOLEDO-LUCAS COUNTY PORT AUTHORITY
NOTES TO FINANCIAL STATEMENTS
DECEMBER 31, 2023

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, Eugene F. Kranz Toledo Express Airport (“Toledo Express Airport”), Toledo Executive Airport, Dr. Martin Luther King, Jr. Plaza, One and Two Maritime Plaza and Overland Industrial Park. In addition, the Authority owns One Government Center, leasing space to governmental agencies. In 1973, the Authority assumed the operation and management of Toledo's airports from the City of Toledo under a lease, which has been amended 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 also 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.

NOTE 1 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Nature of Operations (continued)

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. 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 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. The Authority created ParkUToledo, Inc. (“ParkUToledo”) in 2021 to serve as the Lessee/Concessionaire under a concession agreement with the University of Toledo. Pursuant to the concession agreement, ParkUToledo agreed to lease, operate, maintain, and improve the University of Toledo’s parking system. ParkUToledo is considered a blended component unit. TLCPA Services, Inc. was created in 2023 to operate and manage the Authority’s concessions at Eugene F. Kranz Toledo Express Airport and Dr. Martin Luther King, Jr. Plaza. TLCPA Services, Inc. is considered a blended component unit.

Authority management has determined that the component units NOIF, ARG, and TLCPA Services, Inc. are not deemed significant. Additional information related to the significant component units ParkSmart and ParkUToledo can be found in Notes 15 and 16, respectively.

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.

NOTE 1 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

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 investments at 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. Since 1995, STAR Ohio has maintained Standard & Poor's highest rating AAAm.

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, 2023, which approximates fair value.

For 2023, 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 \$100 million. STAR Ohio reserves the right to limit the transaction to \$250 million, requiring the excess amount to be transacted the following business day(s), but only to the \$250 million limit. All accounts of the participant will be combined for these purposes.

NOTE 1 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

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. Donated capital assets are recorded at their acquisition value. Depreciation expense is determined 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. Prior to 2021, interest on funds used during construction, less interest earned on related investments if the asset is financed with the proceeds from restricted obligations, was capitalized as part of the cost of the asset. Presently, GASB Statement No. 89, requires that interest cost incurred before the end of a construction period is expensed and no longer included in the cost of the asset.

Right to Use Assets

Right to use assets subject to amortization relate to the Authority's component unit, ParkUToledo, and include the University of Toledo's parking system, which is being amortized over 35 years, the term of the concession agreement, using a straight-line depreciation method.

Pensions and Other Postemployment Benefits (OPEB)

For purposes of measuring the net pension liability and the net OPEB liability, 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 addition 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 report 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 assets that applies to a future period(s) and so 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 liability and the net OPEB liability explained in Notes 10 and 11.

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 assets that applies to a future period(s) and so 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 leases explained in Note 5, the net pension liability explained in Note 10, the net OPEB liability explained in Note 11, and property tax.

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 \$4,584 from \$325,941 at December 31, 2022 to \$330,525 at December 31, 2023.

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.

When both restricted and unrestricted resources are available for use, it is the Authority's policy to use restricted resources first, then unrestricted resources as they are needed.

Revenues and Expenses

Operating revenues consist primarily of fees for services, rents and charges for use of Authority facilities, 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, passenger facility charges and grants. Nonoperating expenses include interest expense on long-term debt.

Property Tax Levy

Property tax receivable is recognized when the Authority has an enforceable legal claim to the resources, whereas revenue is recognized in the period for which the taxes are levied.

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 2023. The 2022 levy (collected in 2023) was based upon assessed valuations of approximately \$9.2 billion.

Real property taxes are levied each January 1 on the assessed value listed as of the prior January 1. Assessed values are established by the County Fiscal Officer at 35% of appraised market value. The County Fiscal Officer collects property taxes on behalf of all taxing districts in the County, including the Authority. Taxes are due and payable to the County in two equal installments in January and July. The County Fiscal Officer periodically remits to the Authority its portion of the taxes collected.

Budgetary Process

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

NOTE 1 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Change in Accounting Principles

GASB Statement No. 96, *Subscription-Based Information Technology Arrangement* was issued in May 2020. GASB Statement No. 96 provides guidance for subscription-based information technology arrangements (SBITAs) for government end users. This Statement (1) defines a SBITA; (2) establishes that a SBITA results in a right-to-use subscription asset - an intangible asset - and a corresponding subscription liability; (3) provides the capitalization criteria for outlays other than subscription payments, including implementation costs of a SBITA; and (4) requires note disclosures regarding a SBITA. To the extent relevant, the standards for SBITAs are based on the standards established in Statement No. 87, *Leases*, as amended. The implementation of GASB Statement No. 94 did not have an effect on the financial statements of the Authority.

Upcoming Accounting Pronouncements

GASB Statement No. 101, *Compensated Absences* was issued in June 2022. The objective of GASB Statement No. 101 is to better meet the needs of financial statement users by updating the recognition and measurement guidance for compensated absences. That objective is achieved by aligning the recognition and measurement guidance under a unified model and by amending certain previously required disclosures. The Authority is evaluating the impact this standard will have on the financial statements when adopted for the year ending December 31, 2024.

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 the 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. The Authority has placed deposits with several institutions that participate in OPCS that were approved for a reduced collateral floor. 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 \$32,573,161 and the bank balance was \$33,031,986. The Authority also had \$750 cash on hand. The Federal Deposit Insurance Corporation (FDIC) covered \$15,523,840 of the bank balance. Of the \$17,508,146 which was not FDIC insured, \$8,335,893 was collateralized with securities held by the pledging institution's trust department not in the Authority's name.

NOTE 2 – CASH AND INVESTMENTS (Continued)

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;
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.

TOLEDO-LUCAS COUNTY PORT AUTHORITY
NOTES TO FINANCIAL STATEMENTS December 31, 2023

NOTE 2 – CASH AND INVESTMENTS (Continued)

Investments (continued)

The Authority's investments at December 31, 2023 were as follows:

	Credit Rating	Investment Maturities (in Years)			Fair Value
		Less than 1	1-3	3-5	
United States Treasury Bill	AA+ ¹	\$ 7,666,712	\$ 3,805,485	\$ 965,601	\$ 12,437,798
Federal National Mortgage Association	AA+ ¹	-	586,308	-	586,308
Federal Home Loan Mortgage Corporation	AA+ ¹	-	229,282	-	229,282
Federal Home Loan Banks	AA+ ¹	1,255,088	3,719,457	-	4,974,545
Federal Farm Credit Banks	AA+ ¹	695,404	385,427	609,485	1,690,316
Money Markets	A-1 ¹	6,685	-	-	6,685
Money Markets	A1 ²	623,657	-	-	623,657
Money Markets	A-2 ¹	5,273	-	-	5,273
Money Markets	NR	4,053,893	-	-	4,053,893
Commercial Paper	A1 ²	2,103,311	-	-	2,103,311
Negotiable Certificate of Deposit	NR	1,747,056	2,808,389	679,145	5,234,590
		<u>\$ 18,157,079</u>	<u>\$ 11,534,348</u>	<u>\$ 2,254,231</u>	<u>\$ 31,945,658</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. Ohio Revised Code 135.14(B)(7)(a) limits commercial paper purchases to those assigned the highest credit rating by two nationally recognized rating services.

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. The Authority has no policy outside of adherence to ORC requirements. The negotiable certificates of deposit are generally covered by FDIC and/or Securities Investor Protection Corporation (SIPC) insurance.

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. treasury bills and Agencies represent 62.3%, Money Market funds 14.7% and other 23.0% of the Authority's investment portfolio excluding STAR Ohio at year end. Ohio Revised Code 135.14(B)(7) limits commercial paper and bankers' acceptances to under 25% of the total portfolio. Commercial paper cannot exceed 10% of the issuer's outstanding commercial paper.

Cash and investments per footnote

Carrying amount of bank deposits	\$ 32,573,161
Cash on hand	750
Investments	<u>31,945,658</u>
Total	<u>\$ 64,519,569</u>

Cash and investments per statement of net position

Cash and cash equivalents	\$ 21,265,622
Restricted cash	11,308,289
Investments	21,794,138
Restricted investments	<u>10,151,520</u>
Total	<u>\$ 64,519,569</u>

TOLEDO-LUCAS COUNTY PORT AUTHORITY
NOTES TO FINANCIAL STATEMENTS December 31, 2023

NOTE 3 – CAPITAL ASSETS

Capital assets consist of the following:

Class	December 31, 2022	Additions	Deletions	December 31, 2023
<i>Capital assets not being depreciated:</i>				
Land	\$ 67,852,537	\$ -	\$ -	\$ 67,852,537
Construction in Progress	10,946,462	16,726,153	(124,102)	27,548,513
Subtotal	78,798,999	16,726,153	(124,102)	95,401,050
<i>Capital assets being depreciated:</i>				
Improvements	236,708,253	858,055	-	237,566,308
Property and Equipment	33,403,377	159,082	-	33,562,459
Buildings and Leasehold Improvements	121,737,385	1,498,448	-	123,235,833
Furniture and Fixtures	565,808	-	-	565,808
Subtotal	392,414,823	2,515,585	-	394,930,408
Total Cost	\$ 471,213,822	\$ 19,241,738	\$ (124,102)	\$ 490,331,458
<i>Accumulated Depreciation:</i>				
Class	December 31, 2022	Additions	Deletions	December 31, 2023
<i>Capital assets being depreciated:</i>				
Land Improvements	\$ (150,834,263)	\$ (5,088,486)	\$ -	\$ (155,922,749)
Property and Equipment	(17,903,034)	(1,144,453)	-	(19,047,487)
Buildings and Leasehold Improvements	(66,859,873)	(4,242,374)	-	(71,102,247)
Furniture and Fixtures	(513,811)	(9,411)	-	(523,222)
Total Depreciation	\$ (236,110,981)	\$ (10,484,724)	\$ -	\$ (246,595,705)
<i>Net Value:</i>	\$ 235,102,841	\$ 8,757,014	\$ (124,102)	\$ 243,735,753

Depreciation Expense charged to
operating expense

\$ 10,484,724

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. Total Depreciation Expense charged to Operating Expense in 2023 was \$10,484,724. During 2023, approximately \$15.8 million of Federal, state and local grant funding was utilized to purchase and acquire Authority capital assets.

TOLEDO-LUCAS COUNTY PORT AUTHORITY
NOTES TO FINANCIAL STATEMENTS December 31, 2023

NOTE 4 – LOANS RECEIVABLE

A summary of loans receivable at December 31 follows:

	Balance December 31, 2022	Additions	Payments	Bad Debt	Balance December 31, 2023	Due Within One Year
ESID Loan Receivable	\$ 831,193	\$ -	\$ (135,101)	\$ -	\$ 696,092	\$ 136,455
NOIF Loan Receivable	8,730,000	-	-	-	8,730,000	258,746
Various Loans Receivable	9,564,541	1,383,026	(335,606)	-	10,611,961	714,463
Total Loans Receivable	\$ 19,125,734	\$ 1,383,026	\$ (470,707)	\$ -	\$ 20,038,053	\$ 1,109,664

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 7. As of December 31, 2023, the balance remaining on the note was \$696,092.

Loans receivable at the end of 2023 includes four loans which the Northwest Ohio Improvement Fund, LLC (“NOIF”) entered into 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 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 3.67%. 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 \$12,208,121 under various loan programs, at interest rates ranging from zero to 5.0%, with maturities ranging from 2024 through 2038. As of December 31, 2023, the balance of the notes under various loan programs was \$10,611,961. Future principal payments in years after 2024 for these loans receivable are as follows:

December 31,	Loans Receivable
2024	\$ 1,109,664
2025	1,453,810
2026	1,551,170
2027	1,592,096
2028	1,798,023
Thereafter	12,533,290
Total	\$ 20,038,053

NOTE 5 – LEASES

The Authority has entered into a number of noncancelable 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. Receipts under the agreement totaled \$409,922 for the year 2023. In 2023, the Authority had an agreement for management of the airport parking lot with ParkSmart, Inc. with net revenue remitted to the Authority. The receipts for the parking lot totaled, \$490,694 for the year 2023.

GASB 87 - Scope

Per GASB 87 (“the Statement”), a lease is defined as, “A contract that conveys control of the right to use another entity’s nonfinancial asset as specified in the contract for a period of time in an exchange or exchange-like transaction.” A contract conveys control if the user of the underlying asset possesses both: the right to obtain present service capacity and the right to determine the nature and manner of its use. The transaction is “exchange-like” when both parties receive and sacrifice something of approximate equal value.

Accounting treatment for leases required by the Statement applies to non-financial assets. Assets that are non-financial in nature including intangible assets, biological assets, inventory leases, supply contracts, and service concession arrangements are considered out of scope. Accordingly, the Authority does not act as a lessor or lessee of any such out-of-scope assets.

Certain leases are subject to external laws, regulations or legal rulings that prohibit lessors from denying potential lessees the right to enter into leases (contingent upon facility availability) and require fees imposed on lessees be fair, reasonable, and non-discriminatory. Such leases are termed “certain regulated leases” (“CRL”) by the GASB. The Statement provides an exception to its general lessor recognition and measurement requirements for certain regulated leases but requires disclosure of specified quantitative and qualitative information. See “Certain Regulated Leases” section for these required disclosures.

Accounting Treatment

The Authority acts as a lessor for all in-scope lease agreements. As a lessor, the Authority recognizes a lease receivable and deferred inflow of resources at the commencement of the lease term. The lease receivable is measured at the present value of the lease payments expected to be received during the lease term discounted at either: the rate explicit in the contract, the rate implicit in the contract, or the Authority’s incremental borrowing rate (3%). The deferred inflow of resources is measured at the value of the lease receivable plus any payments relating to future periods received at or before the commencement of the lease term.

For calculation purposes and in accordance with the Standard, leases that commenced before the adoption date of January 1, 2022 are considered to have commenced on this date. Unless otherwise noted, the Authority assumes lessees will exercise any optional extension terms present in lease agreements. Furthermore, optional extension periods with to-be-determined future payment terms will be excluded from lease terms unless otherwise noted. All leases with base rent payments adjusted by an index or rate (e.g. CPI) have measured their receivables based upon the most recent adjustment as of January 1, 2022 unless otherwise noted.

NOTE 5 – LEASES (Continued)

Office Space

The Authority leases office space to twenty-five various governmental and non-governmental lessees across multiple buildings in Toledo, Ohio. The expiration dates for these leases, including all extension periods, when present and with defined terms, range from June 30, 2024 to October 31, 2039. Typically, leases have escalating payment terms at periodic cadences and of those that have increases, some agreements have escalating base rent payments on the basis of the CPI and are capped at a maximum increase of either 2% or 3%.

Non-Regulated Storage Facilities

The Authority leases storage facilities that do not meet the Statement's requirements for classification as certain regulated leases to multiple non-governmental entities. The expiration dates for these leases including all extension periods, when present and with defined terms, range from March 31, 2031 to April 30, 2070. Typically, agreements have escalating payment terms at periodic cadences and of those that have increases, most have escalating base rent payments on the basis of CPI with only one lease capped at a maximum increase of 2%.

Buildings for Manufacturing Operations

The Authority leases buildings and outdoor space in accordance with multiple lease agreements to non-governmental entities for use as manufacturing facilities. The expiration dates for these leases including all extension periods, when present and with defined terms, range from May 31, 2037 to June 28, 2092. One lease has optional extension terms included despite undefined payment terms. This is due to the lessee owing the Authority for repayment of tenant improvements through the extension periods of the facilities lease, thereby making it reasonably certain that the lessee would continue tenancy through those periods. Typically, agreements have escalating payment terms at periodic cadences and of those that have increases, most have escalating base rent payments on the basis of CPI capped at a maximum increase of 3%.

Processing Facilities

The Authority leases buildings and land in accordance with multiple lease agreements to non-governmental entities for use as processing facilities. The expiration dates for these leases including all extension periods, when present and with defined terms, range from September 30, 2044 to June 1, 2088. Agreements have annual escalating base rent payments on the basis of CPI with some capped at a maximum increase of 2%.

Leases of Other Underlying Assets

The Authority leases land for various purposes to non-governmental lessees that do not fit into the aforementioned categories. These purposes include parking lot, cell tower, farmland, and shipyard. The expiration dates for these leases including all extension periods, when present and with defined terms, range from December 31, 2023 to August 31, 2052. Several agreements have annual escalating base rent payments with some increasing on the basis of CPI capped at a maximum increase of 5%.

NOTE 5 – LEASES (Continued)

2023 Inflows Recognized in from Leases

The table below represents the total amount of inflows of resources recognized in the reporting period from in-scope GASB 87 leases. Please note this table does not include certain regulated leases. Additionally, inflows from variable payments not fixed in substance are detailed in a later footnote.

Lease Category	Lease Revenue	Interest Revenue
Office Space	\$ 4,737,348	\$ 697,050
Storage Facilities (Non-CRL)	334,906	278,280
Manufacturing Facilities	1,812,930	401,942
Processing Facilities	527,674	706,133
Other	383,864	250,880
	<u>\$ 7,796,722</u>	<u>\$ 2,334,285</u>

Schedule of Future Payments:

The table below represents the future expected minimum principal and interest amounts to be received from the existing, in-scope GASB 87 leases:

Period ending December 31,	Principal	Interest
2024	\$ 6,158,099	\$ 2,156,868
2025	6,045,313	1,973,688
2026	6,266,417	1,789,290
2027	5,446,310	1,606,846
2028	4,990,356	1,455,078
2029 - 2033	6,975,555	6,360,332
2034 - 2038	6,870,675	5,344,978
2039 - 2043	7,303,871	4,272,583
2044 - 2048	3,508,990	3,389,690
2049 - 2053	2,271,500	3,028,817
2054 - 2058	2,556,450	2,664,730
2059 - 2063	2,883,631	2,257,647
2064 - 2068	2,875,321	1,807,363
2069 - 2073	2,155,682	1,460,885
2074 - 2078	2,480,470	1,115,318
2079 - 2083	2,881,355	714,432
2084 - 2088	2,975,199	251,536
2089 - 2093	287,043	15,692
	<u>\$ 74,932,237</u>	<u>\$ 41,665,773</u>

NOTE 5 – LEASES (Continued)

General Description of Certain Regulated Leasing Arrangements

In accordance with the Statement, the Authority does not recognize a lease receivable and a deferred inflow of resources for regulated leases. Instead, inflows of resources are recognized in the period in which payments are received. These lease agreements are subject to the non-discriminatory criteria outlined in paragraph 43 of GASB 87 by the Federal Aviation Administration's ("FAA") Rates and Charges Policy.

This policy applies to all aeronautical users of the airport. Paragraph 18.3a of FAA Order 5190.6B (FAA compliance manual) directs the Authority's classification of leases as certain regulated leases by noting: "all activities that involve or are directly related to the operation of the aircraft, including activities that make the operation of the aircraft possible and safe. Services located on the airport that are directly and substantially related to the movement of passengers, baggage, mail and cargo are considered aeronautical uses."

As a lessor, the Authority maintains sixteen certain regulated leasing arrangements with thirteen governmental and non-governmental entities. The underlying assets in each of the following leases provide lessees exclusive use.

FBOs

The Authority currently has multiple FBOs that provide essential support to business and private aviation including hangar space, refueling, and maintenance and repair services. The expiration dates for these leases, including all extension periods, when present and with defined terms, range from May 31, 2028 to April 30, 2054. Most FBO leases have escalating payment terms at periodic cadences; all of which have escalating base rent payments on the basis of CPI and are capped at a maximum increase of either 3% or 4%.

Hangars

The Authority leases airport space to the multiple non-governmental lessees for the storage and servicing of aircraft (in hangars and/or outdoor space). The expiration dates for these leases, including all extension periods, when present and with defined terms, range from October 31, 2026 to July 14, 2063. Most leases have escalating payment terms at periodic cadences and of those that have increases, most agreements have escalating base rent payments on the basis of CPI and are capped at a maximum increase ranging from 2% to 4%.

Air Cargo Facilities

The Authority leases space at the airport for facilities that are directly and substantially related to the movement of baggage, mail, and cargo to multiple non-governmental lessees. The expiration dates for these leases, including all extension periods, when present and with defined terms, range from February 28, 2030 to June 30, 2063. Agreements have escalating payment terms at periodic cadences and of those that have increases, some agreements have escalating base rent payments on the basis of CPI and are capped at a maximum increase ranging from 2.5%.

Flight School

The Authority leases space at the airport to a governmental lessee for use as a flight school facility. The lease expires on July 31, 2048 and the expiration date includes optional, automatic extension terms. The Authority waived the lessee's requirement to pay base rent for the first seventy-two months of the initial term due to improvements made by the lessee on behalf of the Authority. Base rent payments begin August 1, 2024 and base rent payments double on August 1, 2025. Annual CPI adjustments take effect on August 1, 2028 and continue through the lease term.

NOTE 5 – LEASES (Continued)

CRL Quantitative Disclosures

The following table represents the future expected minimum payments for regulated leasing arrangements:

<u>Period ending December 31,</u>	<u>Amount</u>
2024	\$ 1,840,411
2025	1,991,848
2026	2,077,883
2027	2,059,960
2028	2,087,870
2029 - 2033	9,201,612
2034 - 2038	9,002,244
2039 - 2043	9,796,356
2044 - 2048	8,800,588
2049 - 2053	1,188,585
2054 - 2058	548,113
2059 - 2063	451,442
	<u>\$ 49,046,912</u>

The following table represents the inflows recognized for fiscal year 2023 for regulated leasing arrangements:

<u>CRL Category</u>	<u>Lease Related Inflows</u>
FBOs	\$ 187,138
Hangars	487,239
Air Cargo Facilities	1,088,366
Flight School	293
	<u>\$ 1,763,036</u>

Variable Inflows

Variable inflows not fixed in substance were recognized in fiscal 2023 for multiple lease agreements. These inflows are based on various lessee performance indicators such as: percentage of gross revenues, tons of product shipped, number of planes landed, and wharfage. The follow inflows represent variable inflows not included in the calculation of lease receivable values:

<u>Lease Category</u>	<u>Amount</u>
Storage Facilities (Non-CRL)	\$ 664,729
Manufacturing Facilities	55,401
Other	7,941
CRLs	70,214
	<u>\$ 798,285</u>

NOTE 6 – RIGHT TO USE ASSETS

ParkUToledo entered into a concession agreement with the University of Toledo (“University”). ParkUToledo has the right to use assets (the University’s parking system) with the conditions of performance to lease, operate, maintain and improve the University’s parking system.

The right to use assets had an original cost of \$52,416,237. ParkUToledo is amortizing the right to use assets over the 35 year term of the concession agreement. Capital improvements to the right to use assets will be added to the right to use assets and amortized over the remaining period of the 35 years from the day that the addition is placed in service. The amortization expense for the years ended December 31, 2023 and 2022 was \$1,722,535 and \$1,563,454, respectively including the amortization on the \$3,564,976 additions made during the year ended December 31, 2023. The following table details out the activities in right to use assets as of:

	December 31, 2022	Additions	December 31, 2023
Right to use assets	\$ 55,811,003	\$ 3,564,976	\$ 59,375,979
Less accumulated amortization	(1,937,805)	(1,722,535)	(3,660,340)
Net right to use assets	<u>\$ 53,873,198</u>	<u>\$ 1,842,441</u>	<u>\$ 55,715,639</u>

TOLEDO-LUCAS COUNTY PORT AUTHORITY
NOTES TO FINANCIAL STATEMENTS December 31, 2023

NOTE 7 – DEBT

A summary of Long-Term Debt activity for the year ended December 31, 2023 is as follows:

	Series	Maturity Date	Balance December 31, 2022	Additions	Reductions	Balance December 31, 2023	Due Within One Year
Revenue Bonds:							
Northwest Ohio Development:							
Taxable:							
7.25% Chevron	2008A	2028	\$2,455,000	\$ -	\$ (300,000)	\$2,155,000	\$325,000
4.90% Parking Garage Project	2011C	2026	1,965,000	-	(405,000)	1,560,000	430,000
4.61% Refunding Air Hub Project	2012A	2026	3,360,000	-	(560,000)	2,800,000	585,000
4.02% Dana Facility	2016B	2028	8,365,000	-	(460,000)	7,905,000	475,000
Other:							
Tax Exempt:							
4.00% Refunding Ohio Tax Exempt - Garages	2021-1	2031	4,775,000	-	(445,000)	4,330,000	465,000
3.50% Ohio Tax Exempt - Seaport	2019-2	2039	4,605,000	-	(220,000)	4,385,000	220,000
4.00% ParkUToledo Tax Exempt Bond	2021	2057	68,670,000	-	-	68,670,000	-
Total Revenue Bonds			94,195,000	-	(2,390,000)	91,805,000	2,500,000
Unamortized Premium - Garages	2021-1	2031	907,125	-	(100,792)	806,333	-
Unamortized Premium - Seaport	2019-2	2039	222,023	-	(13,642)	208,381	-
Unamortized Premium - ParkUToledo	2021	2057	2,604,129	-	(98,095)	2,506,034	-
Total Revenue Bonds and Unamortized Premium			97,928,277	-	(2,602,529)	95,325,748	2,500,000
Notes Payable:							
1.00% ODSA	2015	2028	1,031,076	-	(167,589)	863,487	169,269
2.25% JobsOhio	2016	2027	7,031,123	-	(383,589)	6,647,534	393,290
2.50% Lucas County Builds	2016	2028	576,896	-	(35,103)	541,793	35,991
3.00% Airport Hangar Acquisition	N/A	2037	1,564,506	-	(83,980)	1,480,526	86,518
3.00% Seaport Administrative Buildings	N/A	2031	1,506,000	45,180	-	1,551,180	174,301
3.67% NOIF-2017	2017	2047	8,730,000	-	-	8,730,000	259,271
4.83% ESID Note Airport	2014	2028	528,966	-	(62,654)	466,312	67,790
3.00% ESID Note Garages	2012	2025	245,878	-	(55,966)	189,912	57,657
3.42% ESID Note One Maritime	2012	2025	376,219	-	(85,462)	290,757	88,412
1.39% ESID Note MLK	2011	2026	180,944	-	(32,180)	148,764	32,630
5.00% ESID Note Two Maritime	2017A	2031	395,000	-	(30,000)	365,000	40,000
4.80% ESID Note TEA Terminal Roof	2017A	2027	1,025,000	-	(185,000)	840,000	195,000
3.88% ESID Note TEA Ramp Lighting	2017A	2025	32,708	-	(8,395)	24,313	8,797
4.20% ESID Note TAA Hangar	2017D	2032	367,144	-	(29,174)	337,970	30,636
Total Notes Payable			23,591,460	45,180	(1,159,092)	22,477,548	1,639,562
Total			\$ 121,519,737	\$ 45,180	\$ (3,761,621)	\$ 117,803,296	\$4,139,562

TOLEDO-LUCAS COUNTY PORT AUTHORITY
NOTES TO FINANCIAL STATEMENTS December 31, 2023

NOTE 7 – DEBT (Continued)

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

Revenue Bonds Payable	2024	2025	2026	2027	2028
Northwest Ohio Development Revenue Bonds					
Taxable Chevron	\$ 325,000	\$ 350,000	\$ 375,000	\$ 410,000	\$ 695,000
Taxable Parking Garage Project	430,000	455,000	675,000	-	-
Taxable Refunding Air Hub Project	585,000	620,000	1,595,000	-	-
Taxable Dana Facility	475,000	505,000	520,000	550,000	5,855,000
Refunding Ohio Tax Exempt - Garages	465,000	485,000	500,000	520,000	550,000
Ohio Tax Exempt - Seaport	220,000	230,000	230,000	240,000	245,000
ParkUToledo Tax Exempt Bond	-	-	-	-	-
Notes Payable					
ODSA	169,269	170,966	172,680	174,411	176,161
JobsOhio	393,290	403,235	413,432	423,887	434,607
Lucas County Builds	35,991	36,901	37,834	38,791	392,276
Airport Hangar Acquisition	86,518	89,133	91,827	94,602	97,462
Seaport Administrative Buildings	174,301	179,569	184,997	190,588	196,349
NOIF-2017	259,271	533,011	552,902	573,535	594,938
ESID Note Airport	67,790	70,871	74,979	79,088	173,584
ESID Note Garages	57,657	132,255	-	-	-
ESID Note One Maritime	88,412	202,345	-	-	-
ESID Note MLK	32,630	33,087	83,047	-	-
ESID Note Two Maritime	40,000	40,000	40,000	40,000	50,000
ESID Note TEA Terminal Roof	195,000	205,000	215,000	225,000	-
ESID Note TEA Ramp Lighting	8,797	15,516	-	-	-
ESID Note TAA Hangar	30,636	32,172	33,784	35,477	37,255
Total	\$ 4,139,562	\$ 4,789,061	\$ 5,795,482	\$ 3,595,379	\$ 9,497,632

Revenue Bonds Payable	2029-2033	2034-2038	2039-2043	2044-2048	2049-2053	2054-2058	Total
Northwest Ohio Development Revenue Bonds							
Taxable Chevron	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 2,155,000
Taxable Parking Garage Project	-	-	-	-	-	-	1,560,000
Taxable Refunding Air Hub Project	-	-	-	-	-	-	2,800,000
Taxable Dana Facility	-	-	-	-	-	-	7,905,000
Refunding Ohio Tax Exempt - Garages	1,810,000	-	-	-	-	-	4,330,000
Ohio Tax Exempt - Seaport	1,355,000	1,675,000	190,000	-	-	-	4,385,000
ParkUToledo Tax Exempt Bond	1,240,000	3,925,000	7,635,000	12,610,000	19,940,000	23,320,000	68,670,000
Notes Payable							
ODSA	-	-	-	-	-	-	863,487
JobsOhio	4,579,083	-	-	-	-	-	6,647,534
Lucas County Builds	-	-	-	-	-	-	541,793
Airport Hangar Acquisition	533,316	487,668	-	-	-	-	1,480,526
Seaport Administrative Buildings	625,376	-	-	-	-	-	1,551,180
NOIF-2017	2,657,633	1,335,955	1,223,066	999,689	-	-	8,730,000
ESID Note Airport	-	-	-	-	-	-	466,312
ESID Note Garages	-	-	-	-	-	-	189,912
ESID Note One Maritime	-	-	-	-	-	-	290,757
ESID Note MLK	-	-	-	-	-	-	148,764
ESID Note Two Maritime	155,000	-	-	-	-	-	365,000
ESID Note TEA Terminal Roof	-	-	-	-	-	-	840,000
ESID Note TEA Ramp Lighting	-	-	-	-	-	-	24,313
ESID Note TAA Hangar	168,646	-	-	-	-	-	337,970
Total	\$ 13,124,054	\$ 7,423,623	\$ 9,048,066	\$ 13,609,689	\$ 19,940,000	\$ 23,320,000	\$ 114,282,548

TOLEDO-LUCAS COUNTY PORT AUTHORITY
NOTES TO FINANCIAL STATEMENTS December 31, 2023

NOTE 7 – DEBT (Continued)

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

Revenue Bonds Payable	2024	2025	2026	2027	2028
Northwest Ohio Development Revenue Bonds					
Taxable Chevron	\$ 150,438	\$ 126,513	\$ 100,594	\$ 72,863	\$ 25,192
Taxable Parking Garage Project	71,295	49,858	27,316	-	-
Taxable Refunding Air Hub Project	122,396	95,081	66,153	-	-
Taxable Dana Facility	312,321	292,856	272,273	250,996	228,697
Refunding Ohio Tax Exempt - Garages	197,400	175,500	159,000	137,500	111,125
Ohio Tax Exempt - Seaport	169,144	163,859	158,325	152,513	146,363
ParkUToledo Tax Exempt Bond	2,746,800	2,746,800	2,746,800	2,746,800	2,746,800
Notes Payable					
ODSA	6,160	4,887	3,601	2,303	992
JobsOhio	145,532	136,581	127,403	117,994	108,346
Lucas County Builds	13,134	12,224	11,291	10,334	8,613
Airport Hangar Acquisition	43,772	41,157	38,463	35,687	32,828
Seaport Administrative Buildings	45,238	39,970	34,542	28,951	23,190
NOIF-2017	318,364	301,920	282,029	261,396	239,994
ESID Note Airport	21,729	18,405	14,933	11,261	7,391
ESID Note Garages	5,268	3,526	-	-	-
ESID Note One Maritime	9,200	6,149	-	-	-
ESID Note MLK	1,960	1,504	1,041	-	-
ESID Note Two Maritime	17,750	15,750	13,750	11,750	9,625
ESID Note TEA Terminal Roof	38,040	28,560	18,600	8,160	-
ESID Note TEA Ramp Lighting	859	514	-	-	-
ESID Note TAA Hangar	13,877	12,574	11,206	9,770	8,261
Total	\$ 4,450,677	\$ 4,274,188	\$ 4,087,320	\$ 3,858,278	\$ 3,697,417

Revenue Bonds Payable	2029-2033	2034-2038	2039-2043	2044-2048	2049-2053	2054-2058	Total
Northwest Ohio Development Revenue Bonds							
Taxable Chevron	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 475,600
Taxable Parking Garage Project	-	-	-	-	-	-	148,469
Taxable Refunding Air Hub Project	-	-	-	-	-	-	283,630
Taxable Dana Facility	-	-	-	-	-	-	1,357,143
Refunding Ohio Tax Exempt - Garages	163,500	-	-	-	-	-	944,025
Ohio Tax Exempt - Seaport	602,155	284,075	4,750	-	-	-	1,681,184
ParkUToledo Tax Exempt Bond	13,668,600	13,222,600	12,158,800	10,256,400	7,222,400	2,415,000	72,677,800
Notes Payable							
ODSA	-	-	-	-	-	-	17,943
JobsOhio	58,650	-	-	-	-	-	694,506
Lucas County Builds	-	-	-	-	-	-	55,596
Airport Hangar Acquisition	118,131	33,490	-	-	-	-	343,528
Seaport Administrative Buildings	33,239	-	-	-	-	-	205,130
NOIF-2017	867,075	526,949	300,901	67,093	-	-	3,165,721
ESID Note Airport	-	-	-	-	-	-	73,719
ESID Note Garages	-	-	-	-	-	-	8,794
ESID Note One Maritime	-	-	-	-	-	-	15,349
ESID Note MLK	-	-	-	-	-	-	4,505
ESID Note Two Maritime	13,875	-	-	-	-	-	82,500
ESID Note TEA Terminal Roof	-	-	-	-	-	-	93,360
ESID Note TEA Ramp Lighting	-	-	-	-	-	-	1,373
ESID Note TAA Hangar	16,392	-	-	-	-	-	72,080
Total	\$ 15,541,617	\$ 14,067,114	\$ 12,464,451	\$ 10,323,493	\$ 7,222,400	\$ 2,415,000	\$ 82,401,955

NOTE 7 – DEBT (Continued)

Except as noted otherwise below, Authority's financed assets serve as collateral for related debt.

No bonds have been in default, and no draws have been made by the trustee under any of the Program Reserve Funds. Similarly, no notes have been in default.

None of the Authority's debt provides for subjective acceleration clauses.

A. Taxable Chevron

The Authority issued and is the borrower on \$4,780,000 of taxable revenue bonds from the Northwest Ohio Bond Fund (NWOBF) for the purchase of the former Chevron Property in 2008. A lease was signed with Midwest Terminals of Toledo, Inc. requiring lease payments equal to the amount of debt. As of December 31, 2023, \$2,155,000 remains outstanding.

The occurrence of any of the following events is defined as and declared to be an event of default:

- Payment of any interest on any bond shall not be made when and as that interest shall become due and payable.
- Payment of the principal of or any premium on any bond was not made when and as that principal or premium became due and payable.
- The Authority fails to observe or perform any other covenant, agreement or obligation on its part to be observed or performed contained in the indentures or in the bonds, which failure shall have continued for a period of sixty days after written notice to the issuer and, if the failure is a result of a contracting party (the party for which the Authority is securing financing for a project or projects) being in default under its agreement, then also to that contracting party, specifying the failure and requiring that it be remedied, which notice may be given by the trustee in its discretion and shall be given by the trustee at the written request of the bond holders of not less than twenty-five percent in aggregate principal amount of bonds then outstanding.

If any event of default shall occur, the following remedies are available:

- In the event bond service charges are not paid when due, whether at maturity or by redemption, the trustee may, and upon the written request of bond holders of not less than a majority in aggregate principal amount of outstanding bonds shall, declare by notice in writing delivered to the issuer the principal of all bonds then outstanding and the interest accrued thereon to be due and payable immediately unless otherwise provided in the related supplemental indenture.

NOTE 7 – DEBT (Continued)

A. Taxable Chevron (continued)

- Upon the failure of a contracting party to pay in full any financing payment, the trustee may declare, and upon the written request of the bond holders of not less than twenty-five percent in aggregate principal amount of outstanding bonds of the series related to the financing payment which was not made, the trustee shall declare, by a notice in writing delivered to the issuer, the principal of all bonds of that series then outstanding (if not then due and payable), and the interest accrued thereon, to be due and payable immediately unless otherwise provided in the supplemental indenture; provided that no such notice of acceleration may be given unless there is then on deposit with the trustee sufficient moneys in the accounts in the Primary Reserve Fund and Collateral Fund and the subaccounts in the prepayment account, interest payment account, and principal payment account in the bond fund for the series for which notice is to be given to pay in full the principal of and interest on the outstanding bonds of that series on the date selected by the trustee for tender of payment to the bond holders pursuant to any declaration of acceleration hereunder; provided, that interest on any unpaid principal of bonds outstanding shall continue to accrue from the date determined by the trustee for the tender of payment to the bond holders of those bonds.
- If the default is cured before action is taken pursuant to these provisions, it is possible that acceleration will not proceed to be enforced.

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, 2023, \$2,800,000 remains outstanding. The facility is leased to Tronair, Inc. (“Tronair”). 2023 revenues from Tronair were sufficient to cover the annual debt payments. Revenues in subsequent years are also expected to be sufficient to cover the annual debt payments.

The agreements related to this debt provide for the same events of default and remedies as those above under section A. *Taxable Chevron*.

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 bearing an interest rate of 0% for the first year, 3% for years two through six, and 4% for years seven through twelve, maturing in 2027. In May of 2016, it was announced that Dana Corporation (Dana) 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 in 2017. As of December 31, 2023, \$6,647,534 remains outstanding.

NOTE 7 – DEBT (Continued)

C. Port Authority Overland Property (continued)

JobsOhio (continued)

The related agreements provide that each of the following events shall be an event of default:

- The Authority shall fail to pay within ten days after the due date thereof any amount.
- Failure to comply with metric commitment requirements set forth in the agreements.
- Failure to observe and perform any other agreement, term or condition contained in the agreement, and such failure continues for a period of thirty days after the Authority has knowledge thereof.
- Any representation or warranty made by the Authority in any of the agreements or application proves to be incorrect.
- The Authority shall fail to pay any indebtedness in excess of \$250,000 in principal, or any interest or premium thereon, when due and such failure shall continue after the applicable grab period.
- The Authority commences a voluntary case under the United States Bankruptcy code; or an involuntary case is commenced against the Authority and relief is ordered against the Authority; or the Authority is not paying its debts as they become due; or a custodian is appointed for, or takes charge of the property of the Authority; or the Authority commences any other proceeding under any reorganization, arrangement, readjustment of debt, relief of debtors, dissolution, insolvency or liquidation or similar law; or there is commenced against the Authority any such proceedings, which remains undismissed for a period of sixty days; or the Authority is adjudicated insolvent or bankrupt; or the Authority fails to controvert in a timely manner any such case under the Bankruptcy Code; or the Authority makes a general assignment for the benefit of creditors; or any action is taken by the Authority for the purpose of effecting any of the foregoing; or a receiver or trustee or any other officer or representative of the court or of creditors, or any court or governmental authority, shall under color of legal authority, take and hold possession of any substantial part of the property or assets of the Authority for a period in excess of sixty days.
- A judgement or order for the payment of money in excess of \$250,000 shall be rendered against the Authority and either (i) enforcement proceedings shall have been commenced by any creditor or (ii) there shall be a period of thirty consecutive days during which the stay of enforcement shall not be in effect.
- The project or collateral shall be placed under control or custody of any court.
- An attachment, levy or restraining order shall be issued for any portion of the collateral.
- Any default under any other loan document, shall have occurred that is not cured within any applicable cure period, and is continuing.
- Dana vacates the project site during the loan term and the Authority fails to re-let the property pursuant to a lease acceptable to JobsOhio.
- Any default, under any loan document entered into by the Authority with any other lender or creditor, shall have occurred that is not cured within any applicable notice or cure period, and is continuing.
- Any default under any grant document entered into between JobsOhio and Dana shall have occurred that is not cured within any applicable notice or cure period, and is continuing.

NOTE 7 – DEBT (Continued)

C. Port Authority Overland Property (continued)

JobsOhio (continued)

If any event of default shall occur, the lender may do any one or more of the following:

- If the entire loan has not been disbursed, JobsOhio may terminate any and all of the obligations.
- JobsOhio may declare all payments under the note to be immediately due and payable,
- JobsOhio may increase the interest rate of the outstanding balance of the loan up to 10% per annum, but in no event more than the maximum rate allowed by law.
- JobsOhio may exercise any or all combination of remedies specified in any loan document.
- JobsOhio may pursue all remedies existing at law or in equity to collect all amounts then due and thereafter to become due.
- Cause the agent, on behalf of JobsOhio, to exercise any enforcement actions under the disbursing agreement.
- Upon an event of default occurring as a result of the Authority's or Dana's failure to deliver the annual reports required, then in addition the Authority shall pay to JobsOhio damages of \$500 for each month such information is not received after the respective due date.
- If in the event of default, JobsOhio incurs expenses, including attorney fees enforcing the agreements, the Authority shall reimburse JobsOhio. If such expenses are not reimbursed, an interest of four percent plus the prime rate shall constitute additional indebtedness.

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, 2023, \$7,905,000 in total remains outstanding.

The agreements related to this debt provide for the same events of default and remedies as those above under section A. *Taxable Chevron*.

NOTE 7 – DEBT (Continued)

C. Port Authority Overland Property (continued)

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, 2023 was \$541,793.

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.

The related agreements provide that each of the following events shall be an event of default:

- Any failure by the Authority to pay any amount when due, which failure is not cured within three days after written notice from the lender.
- Any failure by the Authority to perform any other covenant or agreement, or to meet any other condition required to be paid, performed or met under the agreements for a period of one hundred eighty days after the receipt of written notice from the Lender or such longer period of time as is reasonably necessary to cure the failure, provided that the Authority has promptly commenced to cure the failure and diligently pursues curing the default thereafter.
- Any representation or warranty made by the Authority under the agreements shall be incorrect in any material respect when made.
- The Authority admits insolvency or bankruptcy in writing, becomes insolvent or bankrupt or initiates insolvency proceedings; or any insolvency proceeding is commenced against the Authority which it fails to have dismissed within sixty days after the date of filing; or the dissolution and winding up of the affairs of the Authority.

If any event of default shall occur, the lender may do any one or more of the following:

- The outstanding balance and all interest accrued thereon and any amounts due shall be immediately due and payable without demand, presentment of any kind, notice of dishonor, protest, notice for protest, or other notice of any kind, all of which are waived.
- Without waiving any prior or subsequent default or event of default, the lender may either waive or, with or without waiving it, remedy any default or event of default.
- Take possession of the property, enter into contracts for and otherwise proceed with the completion of the project, and pay the costs thereof out of the proceeds of the loan.
- The lender may otherwise exercise any remedy or right granted in any related agreement or provided by law or in equity and, in so doing, incur reasonable expenses (including attorneys' fees).

NOTE 7 – 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 (NWOBF). In addition, tax exempt bonds were issued from the SIB GRF Bond Fund Program in the amount of \$9,430,000. In late 2021, the Authority refinanced the tax exempt bonds. The new series 2021-1 tax exempt bonds were issued from the SIB GRF Bond Fund Program in the amount of \$5,180,000. The new bond was sold at a premium of \$1,007,917 which was amortized starting in 2022 over the life of the bond using the straight-line method. Bonds payable are reported net of the applicable bond premium. The total remaining balance for both bonds was \$6,696,333 as of December 31, 2023.

The agreements related to the NWOBF debt provide for the same events of default and remedies as those above under section *A. Taxable Chevron*.

The agreements related to the SIB GRF debt provide for the same events of default and remedies as those below under section *I. Tax Exempt Seaport Project*. In addition, the following remedies may be exercised by the lender related to the *Taxable Parking Garage Project* debt:

- Immediately retake possession of the collateral, or any part thereof.

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

The Authority was the borrower of eight 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, TAA Hangar, airport ramp and the Martin Luther King, Junior Terminal. As of December 31, 2023, \$2,663,028 remains outstanding.

The related agreements provide that if any of the following events occur, it shall be deemed a default and the ESID shall be entitled to avail itself of any rights or remedies under the agreements or remedies provided under law:

- The Authority fails to pay an installment of any special assessment when due.
- The Authority fails to perform any other obligation under the agreements and the failure continues for a period of ten days after written notice from the ESID.
- The Authority is in breach of any of its representations or warranties under this agreement.
- The Authority abandons the property.
- The Authority commits waste upon the property.
- The Authority becomes bankrupt or insolvent or files or has filed against it a petition in bankruptcy or for reorganization or arrangement or other relief under the bankruptcy laws or any similar state law or makes an assignment for the benefit of creditors.

NOTE 7 – DEBT (Continued)

F. Ohio Development Services Agency (“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, 2023, the loan from ODSA has a balance of \$863,487. As of December 31, 2023, the loan receivable due from the ESID has a balance of \$696,092. The difference between the two represents the amount owed by the Authority for the energy project completed at Toledo Express Airport.

The related agreements provide that each of the following events shall be an event of default:

- The Authority shall fail to pay within ten days after the due date thereof any amount payable pursuant to the agreements.
- The Authority shall fail to observe and perform any agreement, covenant, term or condition contained in the agreements, or any other agreement, covenant, term or condition contained in any debt agreement to which the Authority is a party, and such failure continues for a period of thirty days after the Authority has knowledge thereof; provided, however, that such thirty day cure period shall not apply to (i) any failure which is incapable of cure, (ii) any failure which has previously occurred, or (iii) any failure to maintain and keep in effect any insurance required.
- Any representation or warranty made by the Authority (or any of its officers) in any of the agreements or in connection with shall prove to have been incorrect in any material respect when made.
- The Authority commences a voluntary case concerning it under Title 11 of the United States Code entitled Bankruptcy; or an involuntary case is commenced against the Authority under the Bankruptcy Code and relief is ordered against the Authority, or the petition is controverted but is not dismissed within sixty days after the commencement of the case; or the Authority is not paying its debts as such debts become due; or a custodian is appointed for, or takes charge of, all or substantially all of the property of the Authority; or the Authority commences any other proceeding under any reorganization, arrangement, readjustment of debt, relief of debtors, dissolution, insolvency or liquidation or similar law of any jurisdiction; or there is commenced against the Authority any such proceeding which remains undismissed for a period of sixty days; or the Authority is adjudicated insolvent or bankrupt; or the Authority fails to controvert in a timely manner any such case under the Bankruptcy Code or any such proceeding or any order of relief or other order approving any such case or proceeding or in the appointment of any custodian or the like of or for it or any substantial part of its property or suffers any such appointment to continue undischarged or unstayed for a period of sixty days; or the Authority makes a general assignment for the benefit of creditors; or any action is taken by the Authority for the purpose of effecting any of the foregoing; or a receiver or trustee or any other officer or representative of the court or of creditors, or any court or governmental authority, shall under color of legal authority, take hold possession of any substantial part of the property or assets of the Authority for a period in excess of sixty days.

NOTE 7 – DEBT (Continued)

F. Ohio Development Services Agency (“ODSA”) (continued)

- A judgment or order for the payment of money in excess of \$5,000,000 shall be rendered against the Authority and either (i) enforcement proceedings shall have been commenced by any creditor upon such judgment or order or (ii) there shall be any period of thirty consecutive days during which a stay of enforcement of such judgment or order shall not be in effect.
- Termination or abandonment of any one of the projects.

If any event of default shall occur, the lender may do any one or more of the following:

- If the entire loan amount has not been disbursed, the lender may terminate any and all of the lender's obligations.
- The lender may declare all payments under the note to be immediately due and payable.
- The lender may increase the interest rate on the outstanding balance of the loan up to 10% per annum.
- The lender may exercise any or all or any combination of the remedies specified in any loan document.
- The lender may pursue all remedies existing at law or in equity to collect all amounts then due and thereafter to become due under the agreements, or to enforce the performance and observance of any other obligation or agreement of the Authority under the loan documents.
- Upon an event of default occurring as a result of the Authority's failure to deliver the reports required of this agreement, the Authority shall pay to the lender damages of \$500 for each month such information is not received after the respective due date.
- If in the event of default, the lender incurs expenses, including attorney fees enforcing the agreements, the Authority shall reimburse the lender, as permitted by law. If such expenses are not reimbursed, interest shall constitute additional indebtedness

G. Northwest Ohio Improvement Fund (“NOIF”)

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 XXXI, 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, 2023, there remains a \$8,730,000 balance.

NOTE 7 – DEBT (Continued)

G. Northwest Ohio Improvement Fund (“NOIF”) (continued)

The related agreements provide that each of the following events shall be an event of default:

- The interest, fee, or principal of, any note shall not be paid in full punctually when due and payable.
- The Authority fails to perform or observe any covenant or agreement, and such failure remains unremedied for thirty days after the lender gives notice thereof.
- Any representation, warranty, or statement made in pursuant to the agreements shall be false or erroneous.
- Any material provision shall cease to be valid, binding, and enforceable against the Authority; or if the validity, binding effect, or enforceability of any agreement shall be contested by the Authority; or if the Authority shall deny that it has any further liability or obligation thereunder; or if any loan document shall be terminated, invalidated, or set aside, or be declared ineffective or inoperative, or cease to provide the lender the benefits created thereby.
- Any default shall occur under any other loan document, or if under any loan document any payment is required on demand and such demand is made.
- The Authority shall default in the payment of any other obligation, beyond any grace period provided, or in the performance or observance of any other agreement, term, or condition, if the effect of such default is to allow the acceleration of the maturity of such indebtedness or to permit the holder thereof to cause such indebtedness to become due prior to its stated maturity.
- A final judgment or order for the payment of money shall be rendered against the Authority by a court of competent jurisdiction that remains unpaid or unstayed and undischarged for a period of thirty days after the date on which the right to appeal has expired.
- There shall have occurred any material adverse change.
- The lender deems itself insecure with respect to repayment.
- The Authority shall (a) discontinue doing business, (b) not pay its debts as such debts become due, (c) make a general assignment for the benefit of creditors, (d) apply for or consent to the appointment of a receiver, custodian, trustee, or liquidator of all or substantial part of its assets, (e) be adjudicated a debtor or have entered against it an order for relief under Title 11 of the United States Code, (f) file a voluntary petition of bankruptcy, or file a petition seeking reorganization or an arrangement with creditors, or seeking to take advantage of any other law relating to relief of debtors, or admit the material allegations of a petition filed against it in any bankruptcy, reorganization, insolvency, or other proceeding relating to relief of debtors, (g) suffer or permit to continue unstayed and in effect for thirty consecutive days any judgment, decree or order, that approves a petition seeking reorganization or appoints a receiver, custodian, trustee, or liquidator of all or a substantial part of its assets, or (h) take any action to effect any of the foregoing, or omit to take, any action to in order to prevent any of the foregoing.
- ProMedica is in default beyond the notice and cure rights granted.

If any event of default shall occur, the lender may do any one or more of the following:

- Declare all obligations to be immediately due and payable, together with all of the lender’s costs, expenses, and attorney fees.
- Exercise any rights and remedies available under applicable law.
- Exercise any rights and remedies granted to the lender under terms of the agreements.
- Set off the unpaid balances against any debt owed to the Authority.
- Any other right, power, privilege, or remedy, either in law, in equity or otherwise.
- Principal payments are not permitted under terms of the promissory notes prior to the end of the compliance period; however, if principal payments are received from ProMedica, the Authority shall immediately remit to the lender.

NOTE 7 – 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, 2023, there remains a balance of \$1,480,526 balance.

The related agreements provide that each of the following events shall be an event of default:

- Failure by the Authority to pay when due any amount payable pursuant to the note or this loan agreement, or any other loan document on the date on which payment is due and payable.
- The Authority shall fail to observe and perform any agreement, term or condition contained in the agreement and such failure continues for a period of thirty days after the Authority has knowledge thereof; provided, however, that such thirty day cure period shall not apply to (i) any failure which in the good faith opinion of the lender is incapable of cure, (ii) any failure which has previously occurred, or (iii) any failure to maintain and keep in effect any insurance.
- The Authority commences a voluntary case concerning it under Title 11 of the United States Code entitled Bankruptcy; or the Authority is not generally paying the Authority's debts as such debts become due; or a custodian is appointed for, or takes charge of, all or substantially all of the property of the Authority; or the Authority commences any other proceeding under any reorganization, arrangement, readjustment of debt, relief of debtors, dissolution, insolvency or liquidation or similar law; or there is commenced against the Authority any such proceeding which remains undismissed for a period of ninety days; or the Authority is adjudicated insolvent or bankrupt; or the Authority fails to controvert in a timely manner any such case under bankruptcy code or any such proceeding or any case or proceeding for the appointment of any custodian or any substantial part of the Authority's property suffers any such appointment to continue undischarged or unstayed for a period of ninety days; or the Authority makes a general assignment for the benefit of creditors outside of its ordinary course of business; or any action is taken by the Authority for the purpose of effecting any of the foregoing; or a receiver or trustee or any other officer or representative of the court or of creditors, or any court, governmental officer or agency, shall under color of legal authority, take and hold possession of any substantial part of the property or assets of the Authority for a period in excess of ninety days.
- Any representation or warranty made by the Authority, or any of the Authority's officers shall prove to have been incorrect in any material respect when made.
- Any event of default under the note or any other loan documents shall have occurred and be continuing.

If any event of default shall occur, the lender may do any one or more of the following:

- If the loan has not been disbursed, termination of any and all of lender's obligations under the agreement and the commitment.
- Declaration that the entire unpaid balance of all indebtedness owed to the lender is immediately due and payable.
- Exercise of all or any rights and remedies as the lender may have under the agreements.
- The lender may inspect, examine, and copy the books, records, accounts and financial data of the Authority.
- The lender may pursue all remedies existing at law or in equity to collect all amounts then due and thereafter to become due under the agreements, or to enforce the performance and observance of any other obligation or agreement of the Authority.

NOTE 7 – DEBT (Continued)

H. Airport Hangar Acquisition (continued)

- If in the event of default, the lender incurs expenses, including attorney fees enforcing the agreements, the Authority shall reimburse the lender, as permitted by law. If such expenses are not reimbursed, interest shall constitute additional indebtedness.

I. Tax Exempt Seaport Project

In April 2019, a bond was issued from the SIB GRF Bond Fund Program in the amount of \$5,225,000 to finance improvements at the Authority's Seaport facilities. Improvements included replacement of water lines and associated hydrants and service connections, and construction, installation and equipping of two 48,000 square foot buildings located in the Authority's Foreign Trade Zone.

The bond was sold at a premium of \$277,810 which is being amortized over the life of the bond using the straight-line method. Bonds payable are reported net of the applicable bond premium. As of December 31, 2023, \$5,332,508 has been drawn, and \$165,302 is recorded as bond proceeds held by trustee. Current year amortization of \$13,642 was recorded as reduction of interest expense. The outstanding bond payable balance net of unamortized premium is \$4,593,381 at December 31, 2023.

The related agreements provide that each of the following events shall be an event of default:

- Failure to pay when due any installment of principal, interest, or administrative fee.
- Failure to pay upon demand any amounts to be paid under the agreements.
- Failure to observe and perform any term, covenant or agreement, and the failure of the Authority to within thirty days after written notice to cure or commence to cure; provided if the nature of the failure is such that it cannot be reasonably cured within thirty days, the Authority shall not be in default if it shall have commenced cure within the thirty day period and is diligently proceeding.
- Any representation or warranty made in the agreements shall prove been incorrect in any material respect when made.
- The Authority shall fail to pay any indebtedness, or any interest, or premium, when due and such failure shall continue after the applicable grace period; or any other default under any agreement, or any other event, shall occur and shall continue after the grace period, if the effect of such default is to accelerate, the maturity of such indebtedness; or any such indebtedness shall be declared to be due and payable, or required to be prepaid prior to the stated maturity.
- The Authority shall: (i) admit in writing its inability to pay its debts as such debts become due; (ii) (a) commence a voluntary bankruptcy case or (b) have an involuntary bankruptcy case commenced against it and have an order of insolvency or reorganization entered against it or have the case remain undismissed and unstayed for 90 days; (iii) commence any other proceedings under any reorganization, arrangement, readjustment of debt, relief of debtors, dissolution, insolvency, or liquidation or similar and have an order entered against the Authority or remain undismissed or unstayed for ninety days or there is commenced against the Authority any such proceeding which remains undismissed or unstayed for 90 days; (iv) be adjudicated insolvent or bankrupt; (v) make a general assignment for the benefit of creditors; (vi) have a receiver, trustee or custodian appointed for the Authority; or (vii) take any other action for the purpose of effecting the forgoing.

NOTE 7 – DEBT (Continued)

I. Tax Exempt Seaport Project (continued)

- A judgment or order for the payment of money that is not insured or covered by an adequate reserve in excess of \$500,000 shall be rendered against the Authority and either (i) enforcement proceedings shall have been commenced by any creditor upon such judgment or order or (ii) there shall be a period of 60 consecutive days during which a stay of enforcement of such judgment or order, by reason of a pending appeal or otherwise, shall not be in effect.

If an event of default shall occur, the lender may exercise any of the remedies conferred upon or reserved under the agreements, or existing at law, or in equity by statute. Subject to the foregoing, any or all of the following remedies may be exercised:

- If the state assistance has not been disbursed, in whole or in part, termination of any and all of the obligations under the agreements.
- Declaration that the entire unpaid balance is immediately due and payable, without notice or demand.
- Direction to the trustee in writing to transfer any amounts remaining in the project fund to the collateral proceeds account.
- Exercise of all or any rights and remedies as the lender may have under the agreements.
- Inspection, examination, and copying of publicly available books, records, accounts and financial data of the Authority.
- Exercise of any rights, remedies, and powers at law or in equity to collect all amounts due and thereafter to become due.
- Take whatever action at law or in equity necessary or desirable to collect amounts due and thereafter to become due.
- If in the event of default, the lender incurs out-of-pocket expenses, including attorney fees enforcing the agreements, the Authority shall reimburse the lender, to the extent permitted by law.
- In the event the Authority should default, the Authority agrees to waive the benefit or all appraisal, valuation, stay, extension, or redemption laws and all right of appraisal and redemption to which it may be entitled.

J. ParkUToledo

On October 7, 2021, the Authority issued tax-exempt bond series 2021A for \$68,670,000 with a fixed rate of 4% on behalf of ParkUToledo, a component unit of the Authority, for the financing of *right to use assets*. The bond premium was \$5,846,676 and cost of issuance was \$3,121,562. No principal payments are required on the bonds until January 1, 2029.

The occurrence of any of the following events is defined as and declared to be an event of default:

- Failure to make due and punctual payment of any loan payment.
- Failure to observe and perform any covenant, condition or agreement on its part to be observed or performed in Section 7.02 of the loan agreement (Consolidation, Merger, Sale or Conveyance; No Assignment) or Section 7.19 of the loan agreement (Transfer of Concession Agreement Interest).
- Failure to observe or perform any other covenant, condition, or agreement for a period of 30 days after written notice.
- Any representation or warranty made by the borrower in connection with the issuance of the series 2021 bonds shall prove to have been incorrect in any material respect as of the time made and such misrepresentation has a material adverse effect.

NOTE 7 – DEBT (Continued)

J. ParkUToledo (continued)

- The occurrence and continuance of a concessionaire default or a University of Toledo default under the concession agreement.
- The occurrence and continuance of an event of default under the indenture.
- The dissolution or liquidation of the borrower, or the failure by the borrower promptly to lift any execution, garnishment or attachment of any such consequence as will impair its ability to meet its obligations with respect to the parking system or to make any payments under the loan agreement.
- The borrower shall either (A) become insolvent or generally fail to pay its debts as they become due, (B) voluntarily commence any proceedings or file any petition for bankruptcy, insolvency or similar, or (C) take any action for the purpose of effectuating any of the foregoing.
- The attachment of any writ or warrant against the parking system or any part thereof that is not released or bonded within 45 days of attachment thereof.
- The entry of a decree or order by a court having jurisdiction for relief, or adjudging the borrower a bankrupt or insolvent, or approving a petition seeking reorganization, adjustment or composition of the borrower, or appointing a custodian, receiver, liquidator, assignee, trustee, or sequestrator of or for the borrower or any substantial part of its property, or ordering the winding up or liquidation of its affairs, and the continuance of any such decree or order unstayed and in effect for a period of 60 consecutive days.

If any event of default shall occur, the following remedies are available:

- The trustee may declare the loan payments and additional payments payable under the loan agreement for the remainder of the term to be immediately due and payable.
- The trustee may exercise its rights under the assignment of the concession agreement and security documents, and may realize upon the security interest in the revenues and may exercise all rights and remedies of a secured party.
- The trustee may take whatever action at law or equity as may appear necessary or desirable to collect the amounts then due and thereafter to become due, or enforce performance or observance of any obligations, agreements, or covenants of the borrower, or may, by action or suit in equity, enjoin any acts or things that may be unlawful or in violation of the rights of the Authority or trustee thereunder.
- The trustee, at the borrower's expense, may retain on behalf of the borrower a management consultant to provide recommendations to the borrower with respect to the parking system and operations, which the borrower shall implement until the loan default event has been cured.

K. Midwest Terminal Buildings

The Authority entered into a loan agreement with the Ohio Department of Transportation State Infrastructure Bank (SIB) on November 29, 2021 for project costs relating to the construction of two administration buildings to be utilized by Midwest Terminals of Toledo, Inc. The loan agreement allows for a maximum loan value of \$1,506,000 and an interest rate of 3% and term of 10 years. An amended lease was signed with Midwest requiring additional lease payments equal to the payments on the new debt. As of December 31, 2023, the full amount has been drawn on this new loan. No payments are required on the loan until 2024. In 2023, \$45,180 of capitalized interest was added to this loan. As of December 31, 2023, \$1,551,180 remains outstanding.

NOTE 7 – DEBT (Continued)

K. Midwest Terminal Buildings (continued)

The related agreements provide that each of the following events shall be an event of default:

- Failure to pay when due any amount payable pursuant to the note or loan agreement or any other loan document.
- Failure to observe and perform any agreement, term or condition contained in the agreement and such failure continues for a period of thirty days after the Authority has knowledge thereof.
- The Authority commences a voluntary case of the United States Bankruptcy code; or the Authority is not paying its debts as they become due; or a custodian is appointed for, or takes charge of the property of the Authority; or the Authority commences any other proceeding under any reorganization, arrangement, readjustment of debt, relief of debtors, dissolution, insolvency or liquidation or similar law; or there is commenced against the Authority any such proceedings, which remains undismissed for a period of ninety days; or the Authority is adjudicated insolvent or bankrupt; or the Authority fails to controvert in a timely manner any such case under the Bankruptcy Code; or the Authority makes a general assignment for the benefit of creditors; or any action is taken by the Authority for the purpose of effecting any of the foregoing; or a receiver or trustee or any other officer or representative of the court or of creditors, or any court or governmental authority, shall under color of legal authority, take and hold possession of any substantial part of the property or assets of the Authority for a period in excess of ninety days.
- Any representation or warranty made by the Authority in any of the or application proves to be incorrect.
- Any event of default under the note or any other loan documents shall have occurred and be continuing.

If any event of default shall occur, the following remedies are available:

- If the loan has not been disbursed, termination of any and all of the lender's obligations.
- The lender may declare all payments under the note to be immediately due and payable.
- The lender may exercise all or any rights and remedies specified in any loan document.
- The lender may inspect, examine and copy the books, records, accounts and financial data of the Authority.
- The lender may pursue all remedies now and hereafter existing to collect all amounts then due and thereafter to become due, or to enforce performance and observance of any other obligation or agreement under the loan documents.

NOTE 8 – PARITY BONDS

GASB Statement No. 91, Conduit Debt was implemented for the year ending December 31, 2022. Due to GASB Statement No. 91's change to the definition of conduit debt, beginning long-term debt in 2022 was restated in the footnotes to include parity bonds that were previously considered to be conduit debt prior to the definitional change.

The implementation of GASB Statement No. 91 in 2022 resulted in the following line items being added to the Statement of Net Position in 2022. As there was no impact on revenues or expenses, no line items were added to the Statement of Revenues, Expenses, and Changes in Net Position.

Assets:

- NWOBF parity bonds accrued interest receivable
- NWOBF parity bonds receivable - current
- NWOBF parity bonds receivable - noncurrent

Liabilities:

- NWOBF parity bonds accrued interest payable
- NWOBF parity bonds debt - current
- NWOBF parity bonds debt - noncurrent

TOLEDO-LUCAS COUNTY PORT AUTHORITY
NOTES TO FINANCIAL STATEMENTS December 31, 2023

NOTE 8 – PARITY BONDS (Continued)

A summary of parity bond activity for the year ended December 31, 2023 is as follows:

		Maturity		Balance				Balance		Due Within	
		Series	Date	December 31, 2022	Additions	Reductions		December 31, 2023		One Year	
Revenue Bonds:											
Northwest Ohio Development:											
Taxable:											
4.90%	Cavaliers Practice Facility, LLC	2006A	2026	\$ 1,540,000	\$ -	\$ (405,000)	\$	1,135,000	\$	430,000	
4.61%	Dayton-Montgomery County Port Authority - STEM School Project	2011A	2025	2,175,000	-	(295,000)		1,880,000		300,000	
4.02%	NWO Advanced Energy Improvement Corp - Energy Bond 1	2012B	2026	2,370,000	-	(425,000)		1,945,000		445,000	
4.00%	NWO Advanced Energy Improvement Corp - Energy Bond 2	2012C	2022	2,125,000	-	(335,000)		1,790,000		355,000	
3.50%	NWO Advanced Energy Improvement Corp - Energy Bond 3	2013A	2023	2,660,000	-	(390,000)		2,270,000		330,000	
4.00%	The Andersons, Inc.	2015A	2030	6,295,000	-	(715,000)		5,580,000		750,000	
1.00%	NWO Advanced Energy Improvement Corp - Energy Bond 4	2015B	2030	3,205,000	-	(405,000)		2,800,000		430,000	
2.25%	The City of Dublin & The Bridge Park New Community Authority	2016A	2035	2,605,000	-	(135,000)		2,470,000		140,000	
2.50%	NWO Advanced Energy Improvement Corp - Energy Bond 5	2017A	2027	4,315,000	-	(540,000)		3,775,000		560,000	
3.00%	Overland Industrial Parkway Two, LLC	2017B	2032	3,000,000	-	-		3,000,000		155,000	
3.00%	NWO Advanced Energy Improvement Corp - Energy Bond 6	2017D	2027	4,865,000	-	(400,000)		4,465,000		415,000	
2.55%	NWO Advanced Energy Improvement Corp - Energy Bond 7	2019A	2033	5,785,000	-	(285,000)		5,500,000		305,000	
3.67%	Cleveland-Cliffs, Inc. - IronUnits LLC Project	2019B	2041	2,940,000	-	(90,000)		2,850,000		95,000	
4.83%	Toledo PI Acquisitions, LLC - Park Inn Redevelopment PACE Project	2020F	2050	9,500,000	-	(170,000)		9,330,000		175,000	
3.00%	Kaufman Development - Gravity II PACE Project	2021B	2044	4,000,000	-	(60,000)		3,940,000		120,000	
1.39%	Toledo Innovation Center	2022A	2042	11,000,000	-	(225,000)		10,775,000		370,000	
5.00%	ProMedica - Summit Street Parking Garage Project	2022D	2051	10,865,000	-	(205,000)		10,660,000		210,000	
4.80%	Fountain Place LLC - The Foundry Project	2022F	2047	5,750,000	-	(60,000)		5,690,000		130,000	
3.88%	NWO Advanced Energy Improvement Corp - Energy Bond 8	2022G	2034	6,195,000	-	(260,000)		5,935,000		275,000	
6.08%	Toledo Colony Apartments, LLC - Colony Lofts PACE Project	2023A	2053	-	5,645,000	-		5,645,000		-	
Tax Exempt:											
3.30%	Toledo School for the Arts	2018A	2028	1,560,000	-	(220,000)		1,340,000		230,000	
3.42%	Midwest Terminals of Toledo, Inc.	2018B	2027	1,490,000	-	(230,000)		1,260,000		245,000	
5.00%	Columbus-Franklin County Finance Authority - North High Street Project	2018C	2043	4,195,000	-	(55,000)		4,140,000		60,000	
4.00%	Beulah Park New Community Authority	2019C	2049	3,650,000	-	(130,000)		3,520,000		150,000	
3.25-3.50%	Lourdes University	2020B	2040	10,060,000	-	(200,000)		9,860,000		210,000	
3.25%	Health Partners of Western Ohio	2020C	2041	4,045,000	-	(155,000)		3,890,000		160,000	
2.50%	Randall Residence New Community Authority - Yankee Trace Project	2020D	2035	4,635,000	-	(265,000)		4,370,000		270,000	
2.63-2.75%	ProMedica - The Toledo Hospital Project	2020E	2035	7,560,000	-	(315,000)		7,245,000		325,000	
2.00-3.03%	Marble Cliff Quarry Community Authority - Quarry Trails Phase I Project	2021A	2031	5,060,000	-	(65,000)		4,995,000		125,000	
2.00-3.00%	Lucas Metropolitan Housing - HQ Project	2021D	2031	5,080,000	-	(150,000)		4,930,000		150,000	
2.25%	H.B. Magruder Memorial Hospital	2021F	2036	8,005,000	-	(470,000)		7,535,000		485,000	
4.12%	Toledo School for the Arts	2022E	2042	4,110,000	-	-		4,110,000		-	
Total				\$ 150,640,000	\$ 5,645,000	\$ (7,655,000)	\$	148,630,000	\$	8,400,000	

TOLEDO-LUCAS COUNTY PORT AUTHORITY
NOTES TO FINANCIAL STATEMENTS December 31, 2023

NOTE 8 – PARITY BONDS (Continued)

Presented below is a summary of principal payment requirements to maturity by years for the parity bonds.

	2024	2025	2026	2027	2028
Revenue Bonds:					
Northwest Ohio Development:					
Taxable:					
Cavaliers Practice Facility, LLC	\$ 430,000	\$ 460,000	\$ 245,000	\$ -	\$ -
Dayton-Montgomery County Port Authority - STEM School Project	300,000	1,580,000	-	-	-
NWO Advanced Energy Improvement Corp - Energy Bond 1	445,000	470,000	1,030,000	-	-
NWO Advanced Energy Improvement Corp - Energy Bond 2	355,000	365,000	390,000	680,000	-
NWO Advanced Energy Improvement Corp - Energy Bond 3	330,000	345,000	365,000	385,000	845,000
The Andersons, Inc.	750,000	790,000	825,000	865,000	910,000
NWO Advanced Energy Improvement Corp - Energy Bond 4	430,000	670,000	195,000	205,000	215,000
The City of Dublin & The Bridge Park New Community Authority	140,000	140,000	150,000	160,000	170,000
NWO Advanced Energy Improvement Corp - Energy Bond 5	560,000	575,000	585,000	610,000	350,000
Overland Industrial Parkway Two, LLC	155,000	325,000	345,000	355,000	375,000
NWO Advanced Energy Improvement Corp - Energy Bond 6	415,000	435,000	460,000	475,000	485,000
NWO Advanced Energy Improvement Corp - Energy Bond 7	305,000	325,000	340,000	355,000	375,000
Cleveland-Cliffs, Inc. - IronUnits LLC Project	95,000	100,000	105,000	110,000	115,000
Toledo PI Acquisitions, LLC - Park Inn Redevelopment PACE Project	175,000	180,000	190,000	200,000	205,000
Kaufman Development - Gravity II PACE Project	120,000	130,000	135,000	140,000	145,000
Toledo Innovation Center	370,000	375,000	400,000	415,000	435,000
ProMedica - Summit Street Parking Garage Project	210,000	220,000	230,000	240,000	250,000
Fountain Place LLC - The Foundry Project	130,000	135,000	145,000	150,000	160,000
NWO Advanced Energy Improvement Corp - Energy Bond 8	275,000	285,000	305,000	320,000	340,000
Toledo Colony Apartments, LLC - Colony Lofts PACE Project	-	-	-	-	-
Tax Exempt:					
Toledo School for the Arts	230,000	240,000	245,000	250,000	375,000
Midwest Terminals of Toledo, Inc.	245,000	245,000	260,000	510,000	-
Columbus-Franklin County Finance Authority - North High Street Project	60,000	65,000	70,000	130,000	135,000
Beulah Park New Community Authority	150,000	180,000	205,000	190,000	195,000
Lourdes University	210,000	220,000	230,000	240,000	245,000
Health Partners of Western Ohio	160,000	170,000	170,000	180,000	185,000
Randall Residence New Community Authority - Yankee Trace Project	270,000	280,000	290,000	300,000	310,000
ProMedica - The Toledo Hospital Project	325,000	335,000	350,000	360,000	370,000
Marble Cliff Quarry Community Authority - Quarry Trails Phase I Project	125,000	135,000	140,000	145,000	160,000
Lucas Metropolitan Housing - HQ Project	150,000	155,000	160,000	160,000	170,000
H.B. Magruder Memorial Hospital	485,000	500,000	515,000	525,000	545,000
Toledo School for the Arts	-	25,000	55,000	75,000	95,000
Total	\$ 8,400,000	\$ 10,455,000	\$ 9,130,000	\$ 8,730,000	\$ 8,160,000

TOLEDO-LUCAS COUNTY PORT AUTHORITY
NOTES TO FINANCIAL STATEMENTS December 31, 2023

NOTE 8 – PARITY BONDS (Continued)

	2029-2033	2034-2038	2039-2043	2044-2048	2049-2053	Total
Revenue Bonds:						
Northwest Ohio Development:						
Taxable:						
Cavaliers Practice Facility, LLC	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 1,135,000
Dayton-Montgomery County Port Authority - STEM School Project	-	-	-	-	-	1,880,000
NWO Advanced Energy Improvement Corp - Energy Bond 1	-	-	-	-	-	1,945,000
NWO Advanced Energy Improvement Corp - Energy Bond 2	-	-	-	-	-	1,790,000
NWO Advanced Energy Improvement Corp - Energy Bond 3	-	-	-	-	-	2,270,000
The Andersons, Inc.	1,440,000	-	-	-	-	5,580,000
NWO Advanced Energy Improvement Corp - Energy Bond 4	1,085,000	-	-	-	-	2,800,000
The City of Dublin & The Bridge Park New Community Authority	955,000	755,000	-	-	-	2,470,000
NWO Advanced Energy Improvement Corp - Energy Bond 5	1,095,000	-	-	-	-	3,775,000
Overland Industrial Parkway Two, LLC	1,445,000	-	-	-	-	3,000,000
NWO Advanced Energy Improvement Corp - Energy Bond 6	2,195,000	-	-	-	-	4,465,000
NWO Advanced Energy Improvement Corp - Energy Bond 7	2,185,000	1,110,000	505,000	-	-	5,500,000
Cleveland-Cliffs, Inc. - IronUnits LLC Project	650,000	800,000	875,000	-	-	2,850,000
Toledo PI Acquisitions, LLC - Park Inn Redevelopment PACE Project	1,180,000	1,515,000	1,930,000	2,535,000	1,220,000	9,330,000
Kaufman Development - Gravity II PACE Project	830,000	1,030,000	1,270,000	140,000	-	3,940,000
Toledo Innovation Center	2,510,000	3,160,000	3,110,000	-	-	10,775,000
ProMedica - Summit Street Parking Garage Project	1,400,000	1,675,000	2,055,000	2,535,000	1,845,000	10,660,000
Fountain Place LLC - The Foundry Project	925,000	1,190,000	1,525,000	1,330,000	-	5,690,000
NWO Advanced Energy Improvement Corp - Energy Bond 8	2,025,000	1,970,000	415,000	-	-	5,935,000
Toledo Colony Apartments, LLC - Colony Lofts PACE Project	435,000	750,000	1,055,000	1,500,000	1,905,000	5,645,000
Tax Exempt:						
Toledo School for the Arts	-	-	-	-	-	1,340,000
Midwest Terminals of Toledo, Inc.	-	-	-	-	-	1,260,000
Columbus-Franklin County Finance Authority - North High Street Project	805,000	1,060,000	1,815,000	-	-	4,140,000
Beulah Park New Community Authority	1,135,000	1,005,000	245,000	190,000	25,000	3,520,000
Lourdes University	1,400,000	1,720,000	2,100,000	2,600,000	895,000	9,860,000
Health Partners of Western Ohio	1,045,000	1,260,000	720,000	-	-	3,890,000
Randall Residence New Community Authority - Yankee Trace Project	1,680,000	1,240,000	-	-	-	4,370,000
ProMedica - The Toledo Hospital Project	2,040,000	2,395,000	1,070,000	-	-	7,245,000
Marble Cliff Quarry Community Authority - Quarry Trails Phase I Project	880,000	890,000	640,000	855,000	1,025,000	4,995,000
Lucas Metropolitan Housing - HQ Project	900,000	1,070,000	1,280,000	885,000	-	4,930,000
H.B. Magruder Memorial Hospital	2,970,000	1,995,000	-	-	-	7,535,000
Toledo School for the Arts	915,000	1,560,000	1,385,000	-	-	4,110,000
Total	\$ 34,125,000	\$ 28,150,000	\$ 21,995,000	\$ 12,570,000	\$ 6,915,000	\$ 148,630,000

TOLEDO-LUCAS COUNTY PORT AUTHORITY
NOTES TO FINANCIAL STATEMENTS December 31, 2023

NOTE 8 – PARITY BONDS (Continued)

Presented below is a summary of interest payment requirements to maturity by years for the parity bonds.

	2024	2025	2026	2027	2028
Revenue Bonds:					
Northwest Ohio Development:					
Taxable:					
Cavaliers Practice Facility, LLC	\$ 65,663	\$ 37,772	\$ 7,809	\$ -	\$ -
Dayton-Montgomery County Port Authority - STEM School Project	99,275	82,638	-	-	-
NWO Advanced Energy Improvement Corp - Energy Bond 1	85,695	64,680	42,380	-	-
NWO Advanced Energy Improvement Corp - Energy Bond 2	73,548	58,104	42,012	14,688	-
NWO Advanced Energy Improvement Corp - Energy Bond 3	89,597	72,692	54,821	35,984	-
The Andersons, Inc.	228,209	196,061	162,326	127,006	89,888
NWO Advanced Energy Improvement Corp - Energy Bond 4	117,124	98,419	71,884	63,293	54,266
The City of Dublin & The Bridge Park New Community Authority	97,400	91,800	86,100	80,000	73,500
NWO Advanced Energy Improvement Corp - Energy Bond 5	137,876	116,752	95,279	73,345	52,671
Overland Industrial Parkway Two, LLC	122,700	113,191	99,592	85,379	70,757
NWO Advanced Energy Improvement Corp - Energy Bond 6	183,225	165,585	147,105	127,575	107,415
NWO Advanced Energy Improvement Corp - Energy Bond 7	242,856	229,124	214,489	199,311	183,470
Cleveland-Cliffs, Inc. - IronUnits LLC Project	106,031	102,375	98,625	94,594	90,468
Toledo PI Acquisitions, LLC - Park Inn Redevelopment PACE Project	334,350	327,960	321,390	314,460	307,260
Kaufman Development - Gravity II PACE Project	141,738	137,297	132,584	127,600	122,525
Toledo Innovation Center	427,300	412,500	397,200	381,100	364,300
ProMedica - Summit Street Parking Garage Project	456,123	446,985	437,418	427,420	416,993
Fountain Place LLC - The Foundry Project	286,835	280,244	273,273	265,795	258,063
NWO Advanced Energy Improvement Corp - Energy Bond 8	298,300	284,238	269,542	253,956	237,363
Toledo Colony Apartments, LLC - Colony Lofts PACE Project	343,216	343,216	343,216	343,216	343,216
Tax Exempt:					
Toledo School for the Arts	42,323	34,650	26,730	18,563	6,188
Midwest Terminals of Toledo, Inc.	41,040	32,661	24,111	15,219	-
Columbus-Franklin County Finance Authority - North High Street Project	206,250	203,250	199,875	195,625	189,125
Beulah Park New Community Authority	139,300	133,100	125,600	117,500	109,800
Lourdes University	331,269	324,363	317,131	309,575	301,775
Health Partners of Western Ohio	125,125	119,844	114,319	108,713	102,863
Randall Residence New Community Authority - Yankee Trace Project	107,563	100,750	93,688	86,375	78,813
ProMedica - The Toledo Hospital Project	191,269	182,672	173,747	164,494	154,978
Marble Cliff Quarry Community Authority - Quarry Trails Phase I Project	128,975	126,425	123,675	120,875	117,875
Lucas Metropolitan Housing - HQ Project	133,950	130,950	127,800	124,600	121,350
H.B. Magruder Memorial Hospital	166,838	155,813	144,506	132,863	120,938
Toledo School for the Arts	169,332	169,332	167,787	165,315	162,019
Total	\$ 5,720,295	\$ 5,375,443	\$ 4,936,014	\$ 4,574,439	\$ 4,237,879

TOLEDO-LUCAS COUNTY PORT AUTHORITY
NOTES TO FINANCIAL STATEMENTS December 31, 2023

NOTE 8 – PARITY BONDS (Continued)

	2029-2033	2034-2038	2039-2043	2044-2048	2049-2053	Total
Revenue Bonds:						
Northwest Ohio Development:						
Taxable:						
Cavaliers Practice Facility, LLC	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 111,244
Dayton-Montgomery County Port Authority - STEM School Project	-	-	-	-	-	181,913
NWO Advanced Energy Improvement Corp - Energy Bond 1	-	-	-	-	-	192,755
NWO Advanced Energy Improvement Corp - Energy Bond 2	-	-	-	-	-	188,352
NWO Advanced Energy Improvement Corp - Energy Bond 3	-	-	-	-	-	253,094
The Andersons, Inc.	61,336	-	-	-	-	864,826
NWO Advanced Energy Improvement Corp - Energy Bond 4	79,823	-	-	-	-	484,809
The City of Dublin & The Bridge Park New Community Authority	259,900	47,100	-	-	-	735,800
NWO Advanced Energy Improvement Corp - Energy Bond 5	73,526	-	-	-	-	549,449
Overland Industrial Parkway Two, LLC	120,553	-	-	-	-	612,172
NWO Advanced Energy Improvement Corp - Energy Bond 6	213,050	-	-	-	-	943,955
NWO Advanced Energy Improvement Corp - Energy Bond 7	647,709	280,000	79,864	-	-	2,076,823
Cleveland-Cliffs, Inc. - IronUnits LLC Project	382,063	249,094	72,469	-	-	1,195,719
Toledo PI Acquisitions, LLC - Park Inn Redevelopment PACE Project	1,655,736	1,431,066	1,135,809	657,189	75,891	6,561,111
Kaufman Development - Gravity II PACE Project	527,800	361,684	155,966	2,538	-	1,709,732
Toledo Innovation Center	1,439,100	981,400	287,100	-	-	4,690,000
ProMedica - Summit Street Parking Garage Project	1,946,057	1,662,075	1,284,319	805,560	161,333	8,044,283
Fountain Place LLC - The Foundry Project	1,159,763	896,249	557,573	138,411	-	4,116,206
NWO Advanced Energy Improvement Corp - Energy Bond 8	903,530	339,256	49,530	-	-	2,635,715
Toledo Colony Apartments, LLC - Colony Lofts PACE Project	1,685,061	1,548,476	1,284,227	926,850	333,833	7,494,527
Tax Exempt:						
Toledo School for the Arts	-	-	-	-	-	128,454
Midwest Terminals of Toledo, Inc.	-	-	-	-	-	113,031
Columbus-Franklin County Finance Authority - North High Street Project	834,000	605,375	304,500	-	-	2,738,000
Beulah Park New Community Authority	421,600	186,700	69,600	27,300	500	1,331,000
Lourdes University	1,380,825	1,130,331	818,488	414,925	31,588	5,360,270
Health Partners of Western Ohio	417,706	232,456	35,506	-	-	1,256,532
Randall Residence New Community Authority - Yankee Trace Project	273,375	48,063	-	-	-	788,627
ProMedica - The Toledo Hospital Project	621,394	331,034	37,125	-	-	1,856,713
Marble Cliff Quarry Community Authority - Quarry Trails Phase I Project	537,675	424,250	333,988	227,250	61,650	2,202,638
Lucas Metropolitan Housing - HQ Project	551,775	415,350	241,200	47,175	-	1,894,150
H.B. Magruder Memorial Hospital	412,144	79,538	-	-	-	1,212,640
Toledo School for the Arts	726,047	470,092	116,390	-	-	2,146,314
Total	\$ 17,331,548	\$ 11,719,589	\$ 6,863,654	\$ 3,247,198	\$ 664,795	\$ 64,670,854

NOTE 8 – PARITY BONDS (Continued)

Except as noted otherwise below, the financed assets serve as collateral for related debt for the parity bonds.

None of the parity bonds have been in default, and no draws have been made by the trustee under any of the Program Reserve Funds.

None of the parity bonds provide for subjective acceleration clauses.

The agreements related to these parity bonds provide for the same events of default and remedies as those above under Note 7, section *A. Taxable Chevron*.

Taxable Parity Bonds

2006A

In 2006, the Authority issued and *Cavaliers Practice Facility, LLC* was the borrower on \$5,200,000 of taxable revenue bonds from the Northwest Ohio Bond Fund (NWOBF) for the construction of a 50,000 square foot practice facility for the Cleveland Cavaliers located in Independence, Ohio. As of December 31, 2023, \$1,135,000 remains outstanding.

2011A

In 2011, the Authority issued and *Dayton-Montgomery County Port Authority* (STEM School Project) was the borrower on \$5,000,000 of taxable revenue bonds from the Northwest Ohio Bond Fund (NWOBF) for the acquisition and renovation of a 120,000 square foot facility for a teaching and learning center in Kettering, Ohio. As of December 31, 2023, \$1,880,000 remains outstanding.

2012B

In 2012, the Authority issued and the *NWO Advanced Energy Improvement Corp* was the borrower on \$5,325,000 of taxable revenue bonds from the Northwest Ohio Bond Fund (NWOBF) for energy efficiency and alternative energy improvements financed by the district. As of December 31, 2023, \$1,945,000 remains outstanding for this first energy bond.

The energy improvements financed are repaid by borrowers through special assessments placed on borrowers' property tax bills. These special assessments are pledged as collateral for this parity bond.

NOTE 8 – PARITY BONDS (Continued)

2012C

Also in 2012, the Authority issued and the *NWO Advanced Energy Improvement Corp* was the borrower on \$6,435,000 of taxable revenue bonds from the Northwest Ohio Bond Fund (NWOBF) for energy efficiency and alternative energy improvements financed by the district. As of December 31, 2023, \$1,790,000 remains outstanding for this second energy bond.

The energy improvements financed are repaid by borrowers through special assessments placed on borrowers' property tax bills. These special assessments are pledged as collateral for this parity bond.

2013A

In 2013, the Authority issued and the *NWO Advanced Energy Improvement Corp* was the borrower on \$4,755,000 of taxable revenue bonds from the Northwest Ohio Bond Fund (NWOBF) for energy efficiency and alternative energy improvements financed by the district. As of December 31, 2023, \$2,270,000 remains outstanding for this third energy bond.

The energy improvements financed are repaid by borrowers through special assessments placed on borrowers' property tax bills. These special assessments are pledged as collateral for this parity bond.

2015A

In 2015, the Authority issued and *The Andersons, Inc* was the borrower on \$10,000,000 of taxable revenue bonds from the Northwest Ohio Bond Fund (NWOBF) for the construction of a 130,000 square foot facility for a corporate headquarters in northwest Ohio. As of December 31, 2023, \$5,580,000 remains outstanding.

2015B

Also in 2015, the Authority issued and the *NWO Advanced Energy Improvement Corp* was the borrower on \$5,465,000 of taxable revenue bonds from the Northwest Ohio Bond Fund (NWOBF) for energy efficiency and alternative energy improvements financed by the district. As of December 31, 2023, \$2,800,000 remains outstanding for this fourth energy bond.

The energy improvements financed are repaid by borrowers through special assessments placed on borrowers' property tax bills. These special assessments are pledged as collateral for this parity bond.

2016A

In 2016, the Authority issued and *The City of Dublin & The Bridge Park New Community Authority* was the borrower on \$3,075,000 of taxable revenue bonds from the Northwest Ohio Bond Fund (NWOBF) for the construction of an approximately 350 space parking facility. As of December 31, 2023, \$2,470,000 remains outstanding.

NOTE 8 – PARITY BONDS (Continued)

2017A

In 2017, the Authority issued and the *NWO Advanced Energy Improvement Corp* was the borrower on \$6,695,000 of taxable revenue bonds from the Northwest Ohio Bond Fund (NWOBF) for energy efficiency and alternative energy improvements financed by the district. As of December 31, 2023, \$3,775,000 remains outstanding for this fifth energy bond.

The energy improvements financed are repaid by borrowers through special assessments placed on borrowers' property tax bills. These special assessments are pledged as collateral for this parity bond.

2017B

Also in 2017, the Authority issued and *Overland Industrial Parkway Two, LLC* was the borrower on \$3,000,000 of taxable revenue bonds from the Northwest Ohio Bond Fund (NWOBF) for the construction of an approximately 131,000 square foot building on 13 acres at the Overland Industrial Park in Toledo, Ohio. As of December 31, 2023, \$3,000,000 remains outstanding.

2017D

Also in 2017, the Authority issued and the *NWO Advanced Energy Improvement Corp* was the borrower on \$6,275,000 of taxable revenue bonds from the Northwest Ohio Bond Fund (NWOBF) for energy efficiency and alternative energy improvements financed by the district. As of December 31, 2023, \$4,465,000 remains outstanding for this sixth energy bond.

The energy improvements financed are repaid by borrowers through special assessments placed on borrowers' property tax bills. These special assessments are pledged as collateral for this parity bond.

2019A

In 2019, the Authority issued and the *NWO Advanced Energy Improvement Corp* was the borrower on \$6,705,000 of taxable revenue bonds from the Northwest Ohio Bond Fund (NWOBF) for energy efficiency and alternative energy improvements financed by the district. As of December 31, 2023, \$5,500,000 remains outstanding for this seventh energy bond.

The energy improvements financed are repaid by borrowers through special assessments placed on borrowers' property tax bills. These special assessments are pledged as collateral for this parity bond.

2019B

Also in 2019, the Authority issued and *Cleveland-Cliffs, Inc. (IronUnits LLC Project)* was the borrower on \$3,030,000 of taxable revenue bonds from the Northwest Ohio Bond Fund (NWOBF) for the construction of an administration building, warehouse, and an electrical building in Toledo, Ohio. As of December 31, 2023, \$2,850,000 remains outstanding.

NOTE 8 – PARITY BONDS (Continued)

2020F

In 2020, the Authority issued and *Toledo PI Acquisitions, LLC* (Park Inn Redevelopment PACE Project) was the borrower on \$9,500,000 of taxable revenue bonds from the Northwest Ohio Bond Fund (NWOBF) to be used to finance eligible energy improvements as part of the redevelopment of the existing Park Inn Hotel in Toledo, Ohio. As of December 31, 2023, \$9,330,000 remains outstanding.

2021B

In 2021, the Authority issued and *Kaufman Development* (Gravity II PACE Project) was the borrower on \$4,000,000 of taxable revenue bonds from the Northwest Ohio Bond Fund (NWOBF) to be used to finance eligible energy improvements to the Gravity Phase II mixed-use development in Columbus, Ohio. As of December 31, 2023, \$3,940,000 remains outstanding.

2022A

In 2022, the Authority issued and *Toledo Innovation Center* was the borrower on \$11,000,000 of taxable revenue bonds from the Northwest Ohio Bond Fund (NWOBF) to be used to finance the redevelopment of the former Jefferson Building in Toledo, Ohio. As of December 31, 2023, \$10,775,000 remains outstanding.

2022D

Also in 2022, the Authority issued and *ProMedica* (Summit Street Parking Garage) was the borrower on \$11,000,000 of taxable revenue bonds from the Northwest Ohio Bond Fund (NWOBF) to be used to renovate a six-story parking garage with approximately 772 spaces in Toledo, Ohio. As of December 31, 2023, \$10,660,000 remains outstanding.

2022F

Also in 2022, the Authority issued and *Fountain Place LLC* (The Foundry Project) was the borrower on \$5,750,000 of taxable revenue bonds from the Northwest Ohio Bond Fund (NWOBF) to be used to finance the redevelopment of the former 3.5-story Macy's Department Store in downtown Cincinnati, Ohio. As of December 31, 2023, \$5,690,000 remains outstanding.

NOTE 8 – PARITY BONDS (Continued)

2022G

Also in 2022, the Authority issued and the *NWO Advanced Energy Improvement Corp* was the borrower on \$6,300,000 of taxable revenue bonds from the Northwest Ohio Bond Fund (NWOBF) for energy efficiency and alternative energy improvements financed by the district. As of December 31, 2023, \$5,935,000 remains outstanding for this eighth energy bond.

The energy improvements financed are repaid by borrowers through special assessments placed on borrowers' property tax bills. These special assessments are pledged as collateral for this parity bond.

2023A

In 2023, the Authority issued and *Toledo Colony Apartments, LLC* (Colony Lofts PACE Project) was the borrower on \$5,645,000 of taxable revenue bonds from the Northwest Ohio Bond Fund (NWOBF) to be used to finance eligible energy improvements for a mixed-use development in Toledo, Ohio. As of December 31, 2023, \$5,645,000 remains outstanding.

Tax Exempt Parity Bonds

2018A

In 2018, the Authority issued and the *Toledo School for the Arts* was the borrower on \$2,475,000 of tax-exempt revenue bonds from the Northwest Ohio Bond Fund (NWOBF) for the refunding of the Toledo School for the Arts, Series 2007B Bonds. As of December 31, 2023, \$1,340,000 remains outstanding.

2018B

Also in 2018, the Authority issued and *Midwest Terminals of Toledo, Inc.* was the borrower on \$2,425,000 of tax-exempt revenue bonds from the Northwest Ohio Bond Fund (NWOBF) for the refunding of the Midwest Terminals, Series 2007C Bonds. As of December 31, 2023, \$1,260,000 remains outstanding.

2018C

Also in 2018, the Authority issued and the *Columbus-Franklin County Finance Authority* (North High Street Project) was the borrower on \$4,195,000 of tax-exempt revenue bonds from the Northwest Ohio Bond Fund (NWOBF) to be used to finance the construction of a 150,000 square foot 10-story mixed-use facility and a 72-space underground parking garage with lift systems on each space to double the parking capacity to 144 cars, in Columbus, Ohio. As of December 31, 2023, \$4,140,000 remains outstanding.

2019C

In 2019, the Authority issued and the *Beulah Park New Community Authority* was the borrower on \$3,745,000 of tax-exempt revenue bonds from the Northwest Ohio Bond Fund (NWOBF) to be used to finance the construction of approximately 365 apartment units, 110 ranch condos, and an approximately 177 bed assisted and independent living facility in Grove City, Ohio. As of December 31, 2023, \$3,520,000 remains outstanding.

NOTE 8 – PARITY BONDS (Continued)

2020B

In 2020, the Authority issued and *Lourdes University* was the borrower on \$10,480,000 of tax-exempt revenue bonds from the Northwest Ohio Bond Fund (NWOBF) to be used for the renovation and improvement of approximately 216 student housing units and 28 university-owned public housing units in Sylvania, Ohio. As of December 31, 2023, \$9,860,000 remains outstanding.

2020C

Also in 2020, the Authority issued and *Health Partners of Western Ohio* was the borrower on \$4,425,000 of tax-exempt revenue bonds from the Northwest Ohio Bond Fund (NWOBF) to be used to finance the purchase and renovation of a 21,942 square-foot building located on 1.95 acres in Toledo, Ohio. As of December 31, 2023, \$3,890,000 remains outstanding.

2020D

Also in 2020, the Authority issued and *Randall Residence New Community Authority* (Yankee Trace Project) was the borrower on \$4,890,000 of tax-exempt revenue bonds from the Northwest Ohio Bond Fund (NWOBF) to be used to finance public improvements including on and off-site road, water, sewer, electric, landscaping, and common area improvements for the construction of a 164 unit assisted living facility in Centerville, Ohio. As of December 31, 2023, \$4,370,000 remains outstanding.

2020E

Also in 2020, the Authority issued and the *ProMedica* (The Toledo Hospital Project) was the borrower on \$7,890,000 of tax-exempt revenue bonds from the Northwest Ohio Bond Fund (NWOBF) to be used to finance the construction of an 11,000 square-foot medical facility with 12 exam rooms on 3.2 acres in Toledo, Ohio. As of December 31, 2023, \$7,245,000 remains outstanding.

2021A

In 2021, the Authority issued and the *Marble Cliff Quarry Community Authority* (Quarry Trails Phase I Project) was the borrower on \$5,065,000 of tax-exempt revenue bonds from the Northwest Ohio Bond Fund (NWOBF) to be used to finance the public improvement construction, including a community center, roads and entryway, parking lot, bridges, and environmental and site work in Columbus, Ohio. As of December 31, 2023, \$4,995,000 remains outstanding.

2021D

Also in 2021, the Authority issued and *Lucas Metropolitan Housing* (HQ Project) was the borrower on \$5,195,000 of tax-exempt revenue bonds from the Northwest Ohio Bond Fund (NWOBF) to be used to finance the acquisition and retrofitting of a 26,060 square-foot building and two-story parking garage located on 3.08 acres in Toledo, Ohio. As of December 31, 2023, \$4,930,000 remains outstanding.

NOTE 8 – PARITY BONDS (Continued)

2021F

Also in 2021, the Authority issued and *H.B. Magruder Hospital* was the borrower on \$8,085,000 of tax-exempt revenue bonds from the Northwest Ohio Bond Fund (NWOBF) to be used to finance certain energy and building upgrades to an approximately 100,000 square foot critical access hospital with 25 inpatient beds, an active emergency room, and 5 operating room in Port Clinton, Ohio. As of December 31, 2023, \$7,535,000 remains outstanding.

2022E

In 2022, the Authority issued and the *Toledo School for the Arts* was the borrower on \$4,110,000 of tax-exempt revenue bonds from the Northwest Ohio Bond Fund (NWOBF) to be used to finance the build of an annex of approximately 15,000 square-foot adjacent to the main building to house an art gallery, dance studio, performing art space, and expanded stair tower in Toledo, Ohio. As of December 31, 2023, \$4,110,000 remains outstanding.

NOTE 9 – 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, 2023, a net loan receivable of \$168,627 and net restricted cash of \$1,194,709 are included in the assets on the Statement of Net Position and the corresponding development loan fund liability due to the Township of \$1,363,336 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 10 – 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. 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.

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 Statement No. 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 plan to amortize unfunded liabilities within 30 years. If the amortization period exceeds 30 years, the 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 net pension liability would be effective when the changes are legally enforceable.

The proportionate share of the pension 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.

NOTE 10 – DEFINED BENEFIT PENSION PLANS (Continued)

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-share, 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 plan with defined contribution features. Effective January 1, 2022, members may no longer select the combined plan. 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 disclosure focuses 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 ORC. OPERS issues a stand-alone financial report that includes financial statements, required supplementary information and detailed information about OPERS's fiduciary net position that may be obtained by visiting www.opers.org/financial/reports.shtml, by writing to the Ohio Public Employees Retirement System, 277 East Town Street, Columbus, Ohio 43215-4642, or by calling 800-222-7377.

NOTE 10 – 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' ACFR referenced above for additional information):

Group A Eligible to retire prior to January 7, 2013 or five years after January 7, 2013	Group B 20 years of service credit prior to January 7, 2013 or eligible to retire ten years after January 7, 2013	Group C 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 years	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 years	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 years

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 who retired prior to January 7, 2013, the COLA will continue to be a 3% simple annual COLA. For those retiring on or after 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 2023, 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 \$348,499 for 2023.

NOTE 10 – 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, 2022 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:

Proportionate Share of Net Pension Liability	\$ 4,754,724
Proportion of Net Pension Liability	0.016096%
Change in Proportion	(0.001432%)
Pension Expense	\$ 562,124

At December 31, 2023, the Authority reported deferred outflows of resources and deferred inflows of resources related to pension from the following sources:

	Deferred Outflows of Resources	Deferred Inflows of Resources
Difference between expected and actual experience	\$ 157,932	\$ -
Net difference between projected and actual earnings on pension plan investments	1,355,246	-
Change in assumptions	50,230	-
Change in proportionate share and differences in employer contributions	36,446	150,449
Contributions subsequent to the measurement date	348,499	-
Total	<u>\$ 1,948,353</u>	<u>\$ 150,499</u>

\$348,499 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, 2024.

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

Year Ending December 31:	
2024	\$ 118,579
2025	268,017
2026	398,915
2027	663,894
Total	<u>\$ 1,449,405</u>

NOTE 10 – DEFINED BENEFIT PENSION PLANS (Continued)

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, 2022, actuarial valuation was determined using the following actuarial assumptions, applied to all periods included in the measurement:

Wage inflation:	2.75%
Future salary increases (including inflation):	2.75% to 10.75%
COLA or Ad Hoc COLA	Pre 1/7/2013 retirees: 3.00% simple; Post 1/7/2013 retirees: 3.00% simple through 2023, then 2.05% simple
Investment rate of return:	6.90%
Actuarial cost method	Individual entry age

Pre-retirement mortality rates are based on 130% of the Pub-2010 General Employee Mortality tables (males and females) for State and Local Government divisions and 170% of the Pub-2010 Safety Employee Mortality tables (males and females) for the Public Safety and Law Enforcement divisions. Post-retirement mortality rates are based on 115% of the PubG-2010 Retiree Mortality Tables (males and females) for all divisions. Post-retirement mortality rates for disabled retirees are based on the PubNS-2010 Disabled Retiree Mortality Tables (males and females) for all divisions. For all of the previous described tables, the base year is 2010 and mortality rates for a particular calendar year are determined by applying the MP-2020 mortality improvement scales (males and females) to all of these tables.

NOTE 10 – DEFINED BENEFIT PENSION PLANS (Continued)

The most recent experience study was completed for the five-year period ended December 31, 2020.

During 2022, 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 of 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 was a loss of 12.1% for 2022.

The allocation of investment assets within the Defined Benefit portfolio is approved by the Board of Trustees 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 long-term expected rate of return on defined benefit investment assets was determined using a building-block method in which best-estimate ranges of expected future rates of return are developed for each major asset class. These ranges are combined to produce the long-term expected rate of return by weighting the expected future rates of return by the target asset allocation percentage, adjusted for inflation. Best estimates of geometric rates of return were provided by the Board's investment consultant. For each major asset class that is included in the Defined Benefit portfolio's target asset allocation as of December 31, 2022, these best estimates are summarized in the following table:

Asset Class	Target Allocation	Weighted Average Long-Term Expected Real Rate of Return (Geometric)
Fixed Income	22.00%	2.62%
Domestic Equities	22.00%	4.60%
Real Estate	13.00%	3.27%
Private Equity	15.00%	7.53%
International Equities	21.00%	5.51%
Risk Parity	2.00%	4.37%
Other Investments	5.00%	3.27%
Total	<u>100.00%</u>	

Discount Rate

The discount rate used to measure the total pension liability was 6.90% for the Traditional Pension Plan. 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 10 – 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 6.90%, 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 (5.90%) and one-percentage point higher (7.90%) than the current rate:

	1% Decrease (5.90%)	Discount Rate of 6.90%	1% Increase (7.90%)
Authority’s proportionate share of the net pension liability	\$7,122,428	\$4,754,724	\$2,785,232

NOTE 11 – 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 or asset for 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 11 – 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 OPERS administers three separate pension plans: the traditional pension plan, a cost-sharing, multiple-employer defined benefit pension plan; the member-directed plan, a defined contribution plan; and the combined plan, a cost-sharing, multiple-employer defined benefit pension 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 the 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.

Effective January 1, 2022, OPERS discontinued the group plans currently offered to non-Medicare retirees and re-employed retirees. Instead, eligible non-Medicare retirees will select an individual medical plan. OPERS will provide a subsidy or allowance via a Health Reimbursement Arrangement allowance to those retirees who meet health care eligibility requirements. Retirees will be able to seek reimbursement for plan premiums and other qualified medical expenses.

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 75. See OPERS' ACFR referenced below for additional information.

The ORC 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 ORC.

Disclosures for the health care plan are presented separately in the OPERS financial report. Interested parties may obtain a copy by visiting 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.

**NOTE 11 – DEFINED BENEFIT OTHER POSTEMPLOYMENT BENEFIT (OPEB) PLAN
(Continued)**

Funding Policy

The Ohio Revised Code provides the 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.

Employer contribution rates are expressed as a percentage of the earnable salary of active members. In 2023, state and local employers contributed at a rate of 14.0% of earnable salary. These are the maximum employer contribution rates permitted by the ORC. 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. The portion of employer contributions allocated to health care was 0% for members in the Traditional Pension and 2% for members in the Combined Plan.

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 2023 was 4.0%. The Authority's contractually required contribution to OPERS was \$10,853 for 2023.

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

The net OPEB liability and total OPEB liability for OPERS were determined by an actuarial valuation as of December 31, 2021, rolled forward to the measurement date of December 31, 2022, 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	\$ 106,347
Proportion of Net OPEB Liability	0.016867%
Change in Proportion	(0.001178%)
Negative OPEB Expense	(\$ 239,004)

**NOTE 11 – DEFINED BENEFIT OTHER POSTEMPLOYMENT BENEFIT (OPEB) PLAN
(Continued)**

At December 31, 2023, the Authority reported deferred outflows of resources and deferred inflows of resources related to OPEB from the following sources:

	Deferred Outflows of Resources	Deferred Inflows of Resources
Difference between expected and actual experience	\$ -	\$ 26,527
Net difference between projected and actual earnings on OPEB plan investments	211,208	-
Change in assumptions	103,871	8,547
Change in proportionate share and differences in employer contributions	5,410	156
Contributions subsequent to measurement date	10,853	-
Total	<u>\$ 331,342</u>	<u>\$ 35,230</u>

\$10,853 reported as deferred outflows of resources related to OPEB resulting from Authority contributions subsequent to the measurement date will be recognized as a reduction of the net OPEB liability in the year ended December 31, 2024. Other amounts reported as deferred outflows of resources and deferred inflows of resources related to OPEB will be recognized in OPEB expense as follows:

Year Ending December 31:

2024	\$ 40,184
2025	77,182
2026	65,862
2027	102,031
Total	<u>\$ 285,259</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 asset was determined by an actuarial valuation as of December 31, 2021, rolled forward to the measurement date of December 31, 2022.

**NOTE 11 – 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	2.75%
Projected salary increases:	2.75% to 10.75%, including wage inflation
Singe discount rate:	
Current measurement period	5.22%
Prior measurement period	6.00%
Investment rate of return	6.00%
Municipal bond rate:	
Current measurement period	4.05%
Prior measurement period	1.84%
Health care cost trend rate:	
Current measurement period	5.5% initial, 3.50% ultimate in 2036
Prior measurement period	5.5% initial, 3.50% ultimate in 2034
Actuarial cost method	Individual entry age

Pre-retirement mortality rates are based on 130% of the Pub-2010 General Employee Mortality tables (males and females) for State and Local Government divisions and 170% of the Pub-2010 Safety Employee Mortality tables (males and females) for the Public Safety and Law Enforcement divisions. Post-retirement mortality rates are based on 115% of the PubG-2010 Retiree Mortality Tables (males and females) for all divisions. Post-retirement mortality rates for disabled retirees are based on the PubNS-2010 Disabled Retiree Mortality Tables (males and females) for all divisions. For all of the previous described tables, the base year is 2010 and mortality rates for a particular calendar year are determined by applying the MP-2020 mortality improvement scales (males and females) to all of these tables.

The most recent experience study was completed for the five-year period ended December 31, 2020.

During 2022, 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 of the Traditional Pension Plan, the defined benefit component of the Combined Plan and the annuitized accounts of the Member-Directed Plan. 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 was a loss of 15.6% for 2022.

**NOTE 11 – DEFINED BENEFIT OTHER POSTEMPLOYMENT BENEFIT (OPEB) PLAN
(Continued)**

The allocation of investment assets within the Health Care portfolio is approved by the Board of Trustees 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 long-term expected rate of return on defined benefit investment assets was determined using a building-block method in which best-estimate ranges of expected future rates of return are developed for each major asset class. These ranges are combined to produce the long-term expected rate of return by weighting the expected future rates of return by the target asset allocation percentage, adjusted for inflation. Best estimates of geometric rates of return were provided by the Board's investment consultant. For each major asset class that is included in the Health Care portfolio's target asset allocation as of December 31, 2022, these best estimates are summarized in the following table:

Asset Class	Target Allocation	Weighted Average Long-Term Expected Real Rate of Return (Geometric)
Fixed Income	34.00%	2.56%
Domestic Equities	26.00%	4.60%
REITs	7.00%	4.70%
International Equities	25.00%	5.51%
Risk Parity	2.00%	4.37%
Other Investments	<u>6.00%</u>	1.84%
Total	<u>100.00%</u>	

Discount Rate.

A single discount rate of 5.22% was used to measure the OPEB liability on the measurement date of December 31, 2022. 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 the actuarial assumed rate of return on the health care investment portfolio of 6.00% and a municipal bond rate of 4.05%. 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 2054. As a result, the actuarial assumed long-term expected rate of return on health care investments was applied to projected costs through the year 2054, the duration of the projection period through which projected health care payments are fully funded.

NOTE 11 – 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 5.22%, as well as what the Authority's proportionate share of the net OPEB liability would be if it were calculated using a discount rate that is 1.0% point lower (4.22%) or 1.0% point higher (6.22%) than the current rate:

	<u>1% Decrease (4.22%)</u>	<u>Current Discount Rate of 5.22%</u>	<u>1% Increase (6.22%)</u>
Authority's proportionate share of the net OPEB liability/asset	\$361,681	\$106,347	(\$104,493)

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 2023 is 5.50%. 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 3.50% 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	\$99,606	\$106,347	\$113,763

NOTE 12 – 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, 2023, there were ten series of revenue bonds outstanding issued after July 1, 1995. The original issue amounts for the series were \$175,769,160 of which \$130,748,975 remained outstanding at December 31, 2023.

NOTE 13 – 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.

NOTE 14 – 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, 2023, the Authority was involved in several such matters. The outcome of such matters cannot presently be determined.

B. Grants

The 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 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 Authority at December 31, 2023.

NOTE 15 – COMPONENT UNIT - PARKSMART

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 obtained financing of \$9,430,000 of tax exempt bonds within the Ohio Department of Transportation's State Infrastructure Bank. In 2021, the Authority refinanced the tax exempt bonds. The new series 2021-1 tax exempt bonds were issued from the SIB GFR Bond Fund Program in the amount of \$5,180,000.

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. 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.

NOTE 15 – COMPONENT UNIT - PARKSMART (Continued)

In 2023, revenues in the amount of \$4,319,963 were generated and \$3,946,951 of expenses (including debt service of \$1,186,664) were incurred. The revenue and expenses are reported under the Development and 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.

The following consolidated information is being disclosed for ParkSmart, which has been deemed by management to be a significant component unit.

	<u>ParkSmart</u>
<u>Balance Sheet</u>	
Current Assets*	\$ 22,496,114
Capital Assets	1,914,306
Other Assets	500
Current Liabilities	<u>(258,277)</u>
Net Position	<u><u>\$ 24,152,643</u></u>

**Revenue, Expenses
and Changes in Net Position**

Total Revenue	\$ 4,319,963
Depreciation Expense	(360,213)
Other Expenses	<u>(1,491,311)</u>
Excess of Revenue Over Expenses	2,468,439
Beginning Net Position*	<u>21,684,204</u>
Ending Net Position*	<u><u>\$ 24,152,643</u></u>

Statement of Cash Flows

Operating Activities	\$ 513,140
Investing Activities	(655,047)
Cash at Beginning of Year	<u>3,419,592</u>
Cash at End of Year	<u><u>\$ 3,277,685</u></u>

*These line items include consolidating entries and therefore are different than what is reported in ParkSmart's audited financial statements.

NOTE 16 – COMPONENT UNIT - PARKUTOLEDO

In 2023, revenues in the amount of \$6,710,699 were generated and \$7,217,992 of expenses were incurred. The revenue and expenses are reported under the Development and 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 ParkUToledo financial information, please send correspondence to 2801 W. Bancroft Street, Toledo, Ohio 43606.

The following consolidated information is being disclosed for ParkUToledo, which has been deemed by management to be a significant component unit.

	<u>ParkUToledo</u>
<u>Balance Sheet</u>	
Current Assets	\$ 8,308,821
Capital Assets	91,414
Other Assets	63,183,205
Current Liabilities	(2,278,896)
Non-Current Liabilities	(71,176,033)
Net Position	<u>\$ (1,871,489)</u>
<u>Revenue, Expenses and Changes in Net Position</u>	
Total Revenue	\$ 6,710,699
Depreciation & Amortization Expense	(1,749,459)
Other Expenses	(5,305,156)
Excess of Revenue Over Expenses	(343,916)
Beginning Net Position	(1,527,573)
Ending Net Position	<u>\$ (1,871,489)</u>
<u>Statement of Cash Flows</u>	
Operating Activities	\$ 785,182
Investing Activities	(11,032,542)
Cash at Beginning of Year	18,114,564
Cash at End of Year	<u>\$ 7,867,204</u>

TOLEDO-LUCAS COUNTY PORT AUTHORITY
NOTES TO FINANCIAL STATEMENTS December 31, 2023

NOTE 17 – SEGMENT INFORMATION - AIRPORT

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, 2023:

Statement of Net Position

Current Assets	\$ (17,127,880)
Capital Assets, net	120,029,369
Other Assets	(3,284,782)
Total Assets	99,616,707
Deferred Outflows of Resources	820,919
Total Assets and Deferred Outflows of Resources	100,437,626
Current Liabilities	2,697,453
Noncurrent Liabilities	6,860,432
Total Liabilities	9,557,885
Deferred Inflows of Resources	1,142,044
Total Liabilities and Deferred Inflows of Resources	10,699,929
Net Investment in	
Capital Assets	113,912,854
Restricted	2,468,608
Unrestricted	(26,643,765)
Total Net Position	\$ 89,737,697

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

Operating Revenues	\$ 4,824,064
Depreciation	(5,626,136)
Other Operating Expenses	(5,816,859)
Operating Loss	(6,618,931)
Nonoperating Revenues (Expenses):	
Grants	2,508,268
Interest Income from Investments	360,561
Interest Expense	(276,349)
Other Nonoperating Revenues (Expenses)	568,066
Change in Net Position	(3,458,385)
Net Position Beginning of Year	93,196,082
Net Position at End of Year	\$ 89,737,697

Statement of Cash Flows

Net Cash Provided (Used) by:	
Operating Activities	\$ 2,593,843
Noncapital Financing Activities	90,037
Capital and Related Financing Activities	107,783
Investing Activities	(3,117,200)
Cash at Beginning of Year	2,045,126
Cash at End of Year	\$ 1,719,589

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 Ten Years (1)

	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%
2019	0.019188%	5,255,154	2,639,343	199.11%	74.70%
2020	0.019026%	3,760,634	2,730,000	137.75%	82.17%
2021	0.016468%	2,438,480	2,381,000	102.41%	86.88%
2022	0.017528%	1,525,010	2,492,864	61.18%	92.62%
2023	0.016096%	4,754,724	2,504,071	189.88%	75.74%

(1) 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.

In 2019, a reduction of the discount rate was made from 7.5% to 7.2%.

In 2022, changes in assumptions were made based upon an updated experience study that was completed for the five-year period ended December 31, 2020. Significant changes included a reduction of the discount rate from 7.2% to 6.9%, a reduction in wage inflation from 3.25% to 2.75%, and transition from RP-2014 mortality tables to Pub-2010 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
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%
2019	382,200	(382,200)	-	2,730,000	14.00%
2020	333,340	(333,340)	-	2,381,000	14.00%
2021	349,001	(349,001)	-	2,492,864	14.00%
2022	350,570	(350,570)	-	2,504,071	14.00%
2023	348,499	(348,499)	-	2,489,279	14.00%

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

	Authority's Proportion of the Net OPEB Liability/(Asset)	Authority's Proportionate Share of the Net OPEB Liability/(Asset)	Authority's Covered Payroll	Proportionate Share of the Net OPEB Liability/(Asset) as a Percentage of its Covered Payroll	Plan Fiduciary Net Position as a Percentage of the Total OPEB Liability/Asset
2017	0.018297%	\$ 1,848,084	\$ 2,405,350	76.83%	54.05%
2018	0.018929%	2,055,575	2,528,592	81.29%	54.14%
2019	0.019095%	2,489,534	2,639,343	94.32%	46.33%
2020	0.019311%	2,667,388	2,730,000	97.71%	47.80%
2021	0.017311%	(308,418)	2,381,000	(12.95%)	115.57%
2022	0.018045%	(565,200)	2,492,864	(22.67%)	128.23%
2023	0.016867%	106,347	2,504,071	4.25%	94.79%

(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.

Notes to Schedule:

Change in assumptions. In 2018, the single discount rate changed from 4.23% to 3.85%.

In 2019, the single discount rate changed from 3.85% to 3.96%, the investment rate of return changed from 6.50% to 6.00%, and the health care cost trend rate changed from 7.50% initial to 10.00% initial.

In 2020, the single discount rate changed from 3.96% to 3.16% and the health care cost trend rate changed from 10.0% initial, 3.25% ultimate in 2028 to 10.5% initial, 3.50% ultimate in 2030.

In 2021, the single discount rate changed from 3.16% to 6.00% and the health care cost trend rate changed from 10.5% initial, 3.5% ultimate in 2030 to 8.5% initial, 3.5% ultimate in 2035.

In 2022, changes in assumptions were made based upon an updated experience study that was completed for the five-year period ended December 31, 2020. Significant changes included a reduction in wage inflation from 3.25% to 2.75%, and transition from RP-2014 mortality tables to Pub-2010 mortality tables.

In 2023, the single discount rate changed from 6.00% to 5.22% and the health care cost trend rate changed from 5.5% initial, 3.50% ultimate in 2034 to 5.5% initial, 3.50% ultimate in 2036.

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
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	4,454	(4,454)	-	2,639,343	0.17%
2019	6,804	(6,804)	-	2,730,000	0.25%
2020	6,051	(6,051)	-	2,381,000	0.25%
2021	9,774	(9,774)	-	2,492,864	0.39%
2022	10,940	(10,940)	-	2,504,071	0.44%
2023	10,823	(10,823)	-	2,489,279	0.43%

Toledo-Lucas County Port Authority
Schedule of Net Position Information by Division
December 31, 2023

	Administration	Seaport	Airport	Development & Property	Total
ASSETS AND DEFERRED OUTFLOWS					
Current Assets:					
Cash and cash equivalents	\$ 17,425,108	\$ 2,863	\$ 251,956	\$ 3,585,695	\$ 21,265,622
Restricted cash	-	-	1,467,633	9,840,656	11,308,289
Investments	6,982,448	13,108,262	-	1,703,428	21,794,138
Bond Proceeds Held by Trustee	-	165,302	-	-	165,302
Interest receivable	-	2,554	-	2,554	5,108
Property tax receivable	2,441,722	-	-	-	2,441,722
Customer and other accounts receivable	-	697,082	532,627	1,031,090	2,260,799
Grants receivable	-	5,511,727	1,283,577	16,930	6,812,234
Due from (to) other funds	107,004	3,103,888	(20,827,481)	17,616,589	-
Loans receivable	68,483	298,280	-	742,901	1,109,664
Lease interest receivable	-	308,536	2,749	204,723	516,008
Lease receivable	-	510,093	111,113	5,536,893	6,158,099
Prepaid expenses and other assets	114,780	1,042	49,946	98,355	264,123
NWOBF parity bonds accrued interest receivable	-	-	-	733,355	733,355
NWOBF parity bonds receivable - current	-	-	-	8,400,000	8,400,000
Total Current Assets	27,139,545	23,709,629	(17,127,880)	49,513,169	83,234,463
Noncurrent Assets:					
Nondepreciable capital assets	-	37,720,568	41,396,358	16,284,124	95,401,050
Depreciable capital assets, net	74,356	30,233,321	78,633,011	39,394,015	148,334,703
Restricted investments	-	-	1,000,975	9,150,545	10,151,520
Loans receivable	859,501	2,396,846	-	15,672,042	18,928,389
Lease receivable	-	18,667,803	988,288	49,118,047	68,774,138
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)	-
Right to use assets, net	-	-	-	55,715,639	55,715,639
NWOBF parity bonds receivable - noncurrent	-	-	-	140,230,000	140,230,000
Total Noncurrent Assets	933,857	99,124,542	116,744,587	324,050,765	540,853,751
Total Assets	28,073,402	122,834,171	99,616,707	373,563,934	624,088,214
Deferred Outflows of Resources:					
Deferred outflows-pension	774,481	67,599	701,603	404,670	1,948,353
Deferred outflows-OPEB	131,709	11,497	119,316	68,820	331,342
Total Deferred Outflows of Resources	906,190	79,096	820,919	473,490	2,279,695
Total Assets and Deferred Outflows of Resources	\$ 28,979,592	\$ 122,913,267	\$ 100,437,626	\$ 374,037,424	\$ 626,367,909
LIABILITIES, DEFERRED INFLOWS AND NET POSITION					
Current Liabilities:					
Accounts payable and other	85,754	3,110,056	490,722	1,159,914	4,846,446
Accrued payroll	214,208	14,587	126,248	185,278	540,321
Deposits	-	-	43,891	50,100	93,991
Accrued interest	-	29,309	43,520	1,480,730	1,553,559
Bonds payable - current	-	220,000	585,000	1,695,000	2,500,000
Notes payable - current	-	174,301	421,555	1,043,706	1,639,562
Advances	-	-	986,517	2,648,367	3,634,884
NWOBF parity bond accrued interest payable	-	-	-	733,355	733,355
NWOBF parity bond debt - current	-	-	-	8,400,000	8,400,000
Total Current Liabilities	299,962	3,548,253	2,697,453	17,396,450	23,942,118
Noncurrent Liabilities:					
Development loan fund	-	-	-	1,363,336	1,363,336
Bonds payable	-	4,373,382	2,215,000	86,237,366	92,825,748
Notes payable	-	1,376,879	2,894,960	16,566,147	20,837,986
Net pension liability	1,890,003	164,989	1,712,176	987,556	4,754,724
Net OPEB liability	42,273	3,690	38,296	22,088	106,347
NWOBF parity bond debt - noncurrent	-	-	-	140,230,000	140,230,000
Total Noncurrent Liabilities	1,932,276	5,918,940	6,860,432	245,406,493	260,118,141
Total Liabilities	2,232,238	9,467,193	9,557,885	262,802,943	284,060,259
Deferred Inflows of Resources:					
Deferred inflows-leases	-	18,795,761	1,075,181	54,222,255	74,093,197
Deferred inflows-property tax	1,977,383	-	-	-	1,977,383
Deferred inflows-pension	59,803	5,221	54,177	31,248	150,449
Deferred inflows-OPEB	14,004	1,222	12,686	7,318	35,230
Total Deferred Inflows of Resources	2,051,190	18,802,204	1,142,044	54,260,821	76,256,259
Total Liabilities and Deferred Inflows of Resources	4,283,428	28,269,397	10,699,929	317,063,764	360,316,518
Net Position:					
Net investment in capital assets	74,356	61,809,327	113,912,854	21,311,954	197,108,491
Restricted	-	-	2,468,608	18,991,201	21,459,809
Unrestricted	24,621,808	32,834,543	(26,643,765)	16,670,505	47,483,091
Total Net Position	24,696,164	94,643,870	89,737,697	56,973,660	266,051,391
Total Liabilities and Deferred Inflows of Resources	\$ 28,979,592	\$ 122,913,267	\$ 100,437,626	\$ 374,037,424	\$ 626,367,909

Toledo-Lucas County Port Authority
Schedule of Revenues, Expenses, and Changes in Net Position Information by Division
For the Year Ended December 31, 2023

	Administration	Seaport	Airport	Development & Property	Total
Operating Revenues					
Rental under property leases	\$ -	\$ 2,320,973	\$ -	\$ 7,179,433	\$ 9,500,406
Airport landing area	-	-	798,307	-	798,307
Airport terminal area	-	-	1,023,082	-	1,023,082
Other rental and fee income	-	-	2,980,335	14,555,532	17,535,867
Other income	-	282,756	22,340	5,487	310,583
Total Operating Revenues	-	2,603,729	4,824,064	21,740,452	29,168,245
Operating Expenses					
Personnel	-	350,722	2,337,371	1,872,928	4,561,021
Marketing	-	44,151	270,273	104,033	418,457
Contractual services	-	228,186	1,286,194	6,949,892	8,464,272
Utilities	-	3,170	593,581	859,663	1,456,414
Repairs and maintenance	-	54,668	1,219,484	1,218,509	2,492,661
Depreciation	27,267	2,170,808	5,626,136	2,660,513	10,484,724
Amortization	-	-	-	1,722,535	1,722,535
Other operating expenses	-	4,615	109,956	17,611	132,182
Total Operating Expenses	27,267	2,856,320	11,442,995	15,405,684	29,732,266
Operating Income (Loss)	(27,267)	(252,591)	(6,618,931)	6,334,768	(564,021)
Nonoperating Revenues (Expenses)					
Revenue from property tax levy	2,507,848	-	-	-	2,507,848
Interest income from investments	-	468,927	360,561	1,052,099	1,881,587
Passenger and customer facility charges	-	-	342,900	-	342,900
Noncapital grants	-	-	1,035,697	1,514,405	2,550,102
Nonoperating revenues	-	201,449	125,037	558,112	884,598
Interest expense	-	(204,555)	(276,349)	(3,881,001)	(4,361,905)
Other nonoperating expenses	-	-	(35,000)	(519,451)	(554,451)
Gain (Loss) on investments	-	173,647	135,129	213,796	522,572
Grant pass through	-	-	-	(556,236)	(556,236)
Total Nonoperating Revenues (Expenses)	2,507,848	639,468	1,687,975	(1,618,276)	3,217,015
Capital Contributions					
Capital grants	-	13,907,008	1,472,571	391,828	15,771,407
Total Capital Contributions	-	13,907,008	1,472,571	391,828	15,771,407
Total Change in Net Position	\$ 2,480,581	\$ 14,293,885	\$ (3,458,385)	\$ 5,108,320	\$ 18,424,401
Net Position beginning of year	\$ 22,215,583	\$ 80,349,985	\$ 93,196,082	\$ 51,865,340	\$ 247,626,990
Net Position at end of year	\$ 24,696,164	\$ 94,643,870	\$ 89,737,697	\$ 56,973,660	\$ 266,051,391

TOLEDO-LUCAS COUNTY PORT AUTHORITY
SCHEDULE OF EXPENDITURES OF FEDERAL AWARDS
For the Year Ended December 31, 2023

<u>Federal Grantor</u> <i>Direct/Pass Through Grantor</i> Program Title	Pass Through Entity Number	Federal Assistance Listing Number	Federal Expenditures	Total Expenditures
<u>U.S. Department of Transportation</u>				
<i>Direct Program</i>				
Airport Improvement Program		20.106	\$ 1,401,637	
COVID-19 - Airport Improvement Program		20.106	<u>1,019,137</u>	
Total Airport Improvement Program				\$ 2,420,774
Maritime Administration Program		20.823	<u>8,219,492</u>	
Total Maritime Administration Program				8,219,492
Total U.S. Department of Transportation				<u>10,640,266</u>
<u>U.S. Department of Energy</u>				
<i>Direct Program</i>				
DOE Environmental Mgmt.-Energy Efficiency and Conservation Block Grant Program		81.128	<u>52,755</u>	
Total U.S. Department of Energy				<u>52,755</u>
<u>U.S. Department of Commerce</u>				
<i>Direct Program</i>				
COVID-19 - Economic Development Adjustment Assistance - Economic Development Cluster Revolving Loan Fund		11.307	<u>519,400</u>	
Total U.S. Department of Commerce				<u>519,400</u>
<u>U.S. Department of Treasury</u>				
<i>Passed Through the Ohio Environmental Protection Agency</i>				
COVID-19 - Coronavirus State and Local Fiscal Recovery Funds	715615	21.027	<u>441,338</u>	
Total U.S. Department of Treasury				<u>441,338</u>
<u>U.S. Environmental Protection Agency</u>				
<i>Direct Program</i>				
Geographic Programs - Great Lakes Restoration Initiative		66.469	<u>391,828</u>	
Total U.S. Environmental Protection Agency				<u>391,828</u>
Total Expenditures of Federal Awards				<u>\$ 12,045,587</u>

See accompanying notes to the SEFA.

TOLEDO-LUCAS COUNTY PORT AUTHORITY
NOTES TO SCHEDULE OF EXPENDITURES OF FEDERAL AWARDS
For the Year Ended December 31, 2023

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, 2023. 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 position, or cash flows of the Authority.

Note 2—Summary of Significant Accounting Policies

Except as noted in the following paragraph, 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.

The Schedule amount related to the Economic Development Adjustment Assistance Revolving Loan Fund (RLF) is calculated using the following formula.

Economic Development Adjustment Assistance RLF	Federal Share at 80%
RLF principal outstanding on loans as of 12/31/2023	\$407,538
+ Cash and investment balance in RLF as of 12/31/2023	96,413
+ Administrative expenses using RLF 2023 income	15,449
+ Administrative expenses using award funds	0
+ Unpaid principal of loans written off during 2023	0
= Federal Awards Expended	<u>\$519,400</u>

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, 2023

	1st		2nd		3rd		4th		Totals
	Quarter		Quarter		Quarter		Quarter		
PFC Fees Collected	\$	85,087	\$	100,246	\$	48,845	\$	60,910	\$ 295,088
Interest Income		1,560		817		427		570	3,374
PFC Fees Expended		-		(752,443)		-		-	(752,443)
Net Increase (Decrease) in Cash		86,647		(651,380)		49,272		61,480	(453,981)
Cash at Beginning of Period		792,646		879,293		227,913		277,185	792,646
Cash at End of Period	\$	879,293	\$	227,913	\$	277,185	\$	338,665	\$ 338,665

See accompanying notes to the Passenger Facility Charges.

TOLEDO-LUCAS COUNTY PORT AUTHORITY
NOTES TO SCHEDULE OF PASSENGER FACILITY CHARGES
COLLECTED AND EXPENDED - CASH BASIS
For the Year Ended December 31, 2023

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 #7 in May 2018 through February 1, 2023, at the rate of \$4.50 for each enplaned passenger. Starting in February 2023, the FAA approved application #8 to collect PFC fees at the same rate, which will continue through June 1, 2024. 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 AUDITORS' 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 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 (*Government Auditing Standards*), the financial statements of the Toledo-Lucas County Port Authority (the "Authority"), as of and for the year ended December 31, 2023 and the related notes to the financial statements, which collectively comprise the Authority's basic financial statements, and have issued our report thereon dated June 21, 2024. Our report includes references to other auditors who audited the financial statements of ParkSmart, Inc., as described in our report on the Authority's financial statements. The financial statements of ParkSmart, Inc. and ParkUToledo were not audited in accordance with *Government Auditing Standards*, and accordingly, this report does not include reporting on internal control over financial reporting or compliance and other matters associated with ParkSmart and ParkUToledo or that are reported on separately by those auditors who audited the financial statements of ParkSmart and ParkUToledo.

Report on Internal Control over Financial Reporting

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

A *deficiency in internal control* exists when the design or operation of a control does not allow management or employees, in the normal course of performing their assigned functions, to prevent, or detect and correct, misstatements, on a timely basis. A *material weakness* is a deficiency, or a combination of deficiencies, in internal control, such that there is a reasonable possibility that a material misstatement of the Authority'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 Authority's financial statements are free from material misstatement, we performed tests of its compliance with certain provisions of laws, regulations, contracts, and grant agreements, noncompliance with which could have a direct and material effect on the financial statements. However, providing an opinion on compliance with those provisions was not an objective of our audit, and accordingly, we do not express such an opinion. The results of our tests disclosed no instances of noncompliance or other matters that are required to be reported under *Government Auditing Standards*.

Purpose of This Report

The purpose of this report is solely to describe the scope of our testing of internal control and compliance and the results of that testing, and not to provide an opinion on the effectiveness of the Authority'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 Authority's internal control and compliance. Accordingly, this communication is not suitable for any other purpose.

Clark, Schaefer, Hackett & Co.

Maumee, Ohio
June 21, 2024

**INDEPENDENT AUDITORS' REPORT ON COMPLIANCE FOR EACH MAJOR FEDERAL PROGRAM
AND ON INTERNAL CONTROL OVER COMPLIANCE REQUIRED BY THE UNIFORM GUIDANCE**

To the Board of Directors
Toledo-Lucas County Port Authority
Toledo, Ohio:

Report on Compliance for Each Major Federal Program***Opinion on Each Major Federal Program***

We have audited the Toledo-Lucas County Port Authority's (the "Authority") compliance with the types of compliance requirements identified as subject to audit in the OMB *Compliance Supplement* that could have a direct and material effect on each of Authority's major federal programs for the year ended December 31, 2023. The Authority's major federal programs are identified in the summary of auditors' results section of the accompanying schedule of findings and questioned costs.

In our opinion, the Authority complied, in all material respects, with the 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, 2023.

Basis for Opinion on Each Major Federal Program

We conducted our audit of compliance in accordance with auditing standards generally accepted in the United States of America (GAAS); the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States (*Government Auditing Standards*); 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). Our responsibilities under those standards and the Uniform Guidance are further described in the Auditors' Responsibilities for the Audit of Compliance section of our report.

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

Responsibilities of Management for Compliance

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

Auditors' Responsibilities for the Audit of Compliance

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

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

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

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

Report on Internal Control over Compliance

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

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

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

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

Clark, Schaefer, Hackett & Co.

Maumee, Ohio
June 21, 2024

INDEPENDENT AUDITORS' REPORT ON COMPLIANCE FOR THE PASSENGER FACILITY CHARGE PROGRAM; AND REPORT ON INTERNAL CONTROL OVER COMPLIANCE; IN ACCORDANCE WITH 14 CFR PART 158

To the Board of Directors
Toledo-Lucas County Port Authority
Toledo, Ohio:

Report on Compliance for the Passenger Facility Charge Program***Opinion on the Passenger Facility Charge Program***

We have audited the Toledo-Lucas County Port Authority's (the "Authority") compliance with the types of compliance requirements identified as subject to audit in the *Passenger Facility Charge Audit Guide for Public Agencies*, issued by the Federal Aviation Administration (the "Guide"), for its passenger facility charge program for the year ended December 31, 2023.

In our opinion, the Authority complied, in all material respects, with the compliance requirements referred to above that could have a direct and material effect on the Passenger Facility Charge program for the year ended December 31, 2023.

Basis for Opinion on Passenger Facility Charge Program

We conducted our audit of compliance in accordance with auditing standards generally accepted in the United States of America (GAAS); the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States (Government Auditing Standards); and the Guide. Our responsibilities under those standards are further described in the Auditors' Responsibilities for the Audit of Compliance section of our report.

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

Responsibilities of Management for Compliance

Management is responsible for compliance with the requirements referred to above and for the design, implementation, and maintenance of effective internal control over compliance with the requirements of laws, statutes, regulations, rules, and provisions of contracts or grant agreements applicable to the passenger facility charge program.

Auditors' Responsibilities for the Audit of Compliance

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

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

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

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

Report on Internal Control over Compliance

A deficiency in internal control over compliance exists when the design or operation of a control over compliance does not allow management or employees, in the normal course of performing their assigned functions, to prevent, or detect and correct, noncompliance with a type of compliance requirement of the Passenger Facility Charge program on a timely basis. A *material weakness in internal control over compliance* is a deficiency, or a combination of deficiencies, in internal control over compliance, such that there is a reasonable possibility that material noncompliance with a type of compliance requirement of 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 the Passenger Facility Charge 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 Auditors' Responsibilities for the Audit of Compliance section above and was not designed to identify all deficiencies in internal control over compliance that might be material weaknesses or significant deficiencies in internal control over compliance.

Given these limitations, during our audit we did not identify any deficiencies in internal control over compliance that we consider to be material weaknesses, as defined above. However, material weaknesses or significant deficiencies in internal control over compliance may exist that were not identified.

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

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

Clark, Schaefer, Hackett & Co.

Maumee, Ohio
June 21, 2024

Toledo-Lucas County Port Authority
Schedule of Findings and Questioned Costs
Year Ended December 31, 2023

Section I - Summary of Auditors' Results

Financial Statements

Type of auditors' report issued :	unmodified
Internal control over financial reporting:	
• Material weakness(es) identified?	no
• Significant deficiency(ies) identified not considered to be material weaknesses?	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 not considered to be material weaknesses?	none reported
Type of auditors' report issued on compliance for major programs:	unmodified
Any audit findings that are required to be reported in accordance with the Uniform Guidance?	no
Identification of major programs:	
<i>ALN 20.823 – Maritime Administration Program</i>	
Dollar threshold 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

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OHIO AUDITOR OF STATE KEITH FABER



TOLEDO LUCAS COUNTY PORT AUTHORITY

LUCAS COUNTY

AUDITOR OF STATE OF OHIO CERTIFICATION

This is a true and correct copy of the report, which is required to be filed pursuant to Section 117.26, Revised Code, and which is filed in the Office of the Ohio Auditor of State in Columbus, Ohio.



Certified for Release 8/13/2024

65 East State Street, Columbus, Ohio 43215
Phone: 614-466-4514 or 800-282-0370

This report is a matter of public record and is available online at
www.ohioauditor.gov