

Connecticut Port Authority
(A Component Unit of the State of Connecticut)

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Independent Auditor's Report

To the Board of Directors
Connecticut Port Authority
Old Saybrook, Connecticut

Report on the Audit of Financial Statements

Opinion

We have audited the financial statements of Connecticut Port Authority (the "Authority"), a component unit of the State of Connecticut, as of and for the year ended June 30, 2022, and the related notes to the financial statements, which collectively comprise Connecticut Port Authority's basic financial statements as listed in the index.

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of Connecticut Port Authority as of June 30, 2022 and the changes in its financial position and its cash flows for the year then ended in accordance with accounting principles generally accepted in the United States of America.

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. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are required to be independent of the Authority and to meet our other ethical responsibilities, in accordance with the relevant ethical requirements relating to our 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

Connecticut Port Authority's 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 Connecticut Port 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.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our 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 Connecticut Port 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 Connecticut Port 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 pages 5 through 9 be presented to supplement the basic financial statements. Such information is the responsibility of management and, although not a part of the basic financial statements, is required by the Governmental Accounting Standards Board who considers it to be an essential part of financial reporting for placing the basic financial statements in an appropriate operational, economic, or historical context. We have applied certain limited procedures to the required supplementary information in accordance with auditing standards generally accepted in the United States of America, which consisted of inquiries of management about the methods of preparing the information and comparing the information for consistency with management's responses to our inquiries, the basic financial statements, and other knowledge we obtained during our audit of the basic financial statements. We do not express an opinion or provide any assurance on the information because the limited procedures do not provide us with sufficient evidence to express an opinion or provide any assurance.

Supplementary Information

Our audit was conducted for the purpose of forming an opinion on the financial statements that collectively comprise Connecticut Port Authority's basic financial statements. The schedule of project allocations is presented for purposes of additional analysis and is not a required part of the basic financial statements.

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Management's Discussion and Analysis
June 30, 2022

As management of the Connecticut Port Authority (the "Authority"), a component unit of the State of Connecticut (the "State"), we offer readers of the Authority's financial statements this narrative overview and analysis of the financial activities of the Authority for the year ended June 30, 2022. The Authority's financial statements, accompanying notes and supplementary information should be read in conjunction with the following discussion.

Introduction

The Authority was created by the State of Connecticut General Assembly pursuant to Public Act 14-222. The Authority constitutes a body corporate and politic and a public instrumentality of the State having a distinct legal existence from the State.

The purposes of the Connecticut Port Authority shall be to coordinate port development, with a focus on private and public investments, pursue federal and state funds for dredging and other infrastructure improvements to increase cargo movement through Connecticut ports, market the advantages of such ports to the domestic and international shipping industry, coordinate the planning and funding of capital projects promoting the development of such ports, and develop strategic entrepreneurial initiatives that may be available to the State.

The Authority's Board of Directors approved a Memorandum of Understanding ("MOU") with the Office of Policy and Management ("OPM") in September 2019 that provided for OPM to oversee all financial decisions made by the Authority, engage such consultants and resources as needed to oversee and evaluate the Authority's fiscal, organizational and administrative practices and activities and to recommend and assist in the implementation of needed improvements in the Authority's organizational and business practices. Beginning in September 2019 through 2022, OPM contracted with a former municipal finance director who worked with staff to create a chart of accounts and implement the transition to QuickBooks, the Authority's accounting system and software. Assisting in this effort was a Certified Public Accountant from a local accounting firm who has expertise and certification as a trainer in QuickBooks. The OPM consultant further assisted the Authority in the implementation of the accounting of the Authority's capital projects into QuickBooks in fiscal year 2020 and continues to increase the reporting utility of the software. OPM enhanced and expanded the bond funded Authority's projects in the state financial system, CORE, to enable proper project accounting. The Authority's Executive Director, with the assistance of OPM, hired a Finance Director in May 2022 after utilizing the consultants. The MOU with OPM has been extended through December 31, 2022.

Overview of the Financial Statements

This discussion and analysis is intended to serve as an introduction to the Authority's financial statements.

The Authority engages only in business-type activities, that is, activities that are financed in whole or in part by charges to external parties for services. As a result, the Authority's basic financial statements include the statement of net position; the statement of revenues, expenses and changes in net position; the statement of cash flows; and the notes to the financial statements. These basic financial statements are designed to provide readers with a broad overview of the Authority's finances, in a manner similar to a private-sector business.

The statement of net position presents detail on the Authority's assets and deferred outflows of resources, and liabilities and deferred inflows of resources, with the difference between the two reported as net position. Changes in the Authority's net position serve as a useful indicator of whether

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Management's Discussion and Analysis
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the Authority's net position is improving or deteriorating. Readers should also consider other nonfinancial factors when evaluating the Authority's net position. The statement of revenues, expenses and changes in net position presents information on how the Authority's net position changed during the year.

All assets, liabilities, deferred inflows, deferred outflows and changes in net position are reported as soon as the underlying event affecting the asset or liability and resulting change in net position occurs, regardless of the timing of when the cash is received or paid (accrual basis of accounting for governmental entities). Consequently, certain revenues and expenses reported in the statement of revenues, expenses and changes in net position will result in cash flows in future periods.

2022 Financial Highlights

Total assets exceeded total liabilities by \$253,468,834 (net position) at June 30, 2022 due primarily to state appropriations of \$125,400,000 and Harbor Development Agreement revenue of \$52,296,883 received in the current fiscal year to fund various capital projects of the Authority. Additionally, operating revenues exceeded operating expenses for the fiscal year.

Operating income for 2022 was \$175,707,246, nonoperating revenues were \$213,923 and the change in net position was \$175,921,169.

Governmental Accounting Standards Board Statement No. 87 requires that substantial lease contracts that are longer than 12 months and do not transfer ownership to the lessee during the period of the contract should be treated as purchases of the assets on credit by the lessee. The lessee is required to recognize a right to use asset and the related lease liability is measured at the present value of the fixed minimum lease payments. The related asset will be amortized over the lease term or the life of the asset and the lease liabilities will be treated as a financing lease and interest expense will be recognized. As of June 30, 2022 and 2021, the office space sub-lease owned by Saybrook Realty Partners, LLC and the land and tracklease owned by New England Central Railroad, Inc. have been recognized as right to use assets. The balance of the right to use asset in fiscal year 2022 and 2021 is \$6,358,201 and \$6,945,044, respectively.

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Condensed Information

The following table reflects a summary of certain balances in the statements of net position and revenues, expenses and changes in net position:

Statements of Net Position
June 30, 2022 and 2021

	June 30, 2022	June 30, 2021	Increase/decrease 2022 versus 2021
Net position			
Current and other assets	\$ 168,201,388	\$ 68,781,750	\$ 99,419,638
Capital assets (net)	123,223,088	20,198,469	103,024,619
Right to use assets (net)	6,358,201	6,945,044	(586,843)
Total assets	<u>297,782,677</u>	<u>95,925,263</u>	<u>201,857,414</u>
Current liabilities	38,564,739	12,019,396	26,545,343
Noncurrent liabilities	5,749,104	6,358,202	(609,098)
Total liabilities	<u>44,313,843</u>	<u>18,377,598</u>	<u>25,936,245</u>
Net position			
Net investment in capital assets	123,223,088	20,198,469	103,024,619
Net position, restricted	128,684,200	55,417,703	73,266,497
Net position, unrestricted	1,561,546	1,931,493	(369,947)
Total net position	<u>\$ 253,468,834</u>	<u>\$ 77,547,665</u>	<u>\$ 175,921,169</u>

Statements of Revenues, Expenses and Changes in Net Position
Years Ended June 30, 2022 and 2021

	June 30, 2022	June 30, 2021	Increase/decrease 2022 versus 2021
Changes in net position			
Operating revenues			
Appropriations from State	\$ 125,400,000	\$ 495,776	\$ 124,904,224
Pilotage and licensing fees	132,221	65,570	66,651
Harbor development revenue	52,296,883	13,552,628	38,744,255
Miscellaneous - other	78,030	221,028	(142,998)
State Pier operating fees	-	98,926	(98,926)
Total operating revenues	<u>177,907,134</u>	<u>14,433,928</u>	<u>163,473,206</u>
Operating expenses - general government	<u>2,199,888</u>	<u>2,007,020</u>	<u>192,868</u>
Operating income	175,707,246	12,426,908	163,280,338
Nonoperating revenues (expenses)	<u>213,923</u>	<u>73,636</u>	<u>140,287</u>
Change in net position	<u>\$ 175,921,169</u>	<u>\$ 12,500,544</u>	<u>\$ 163,420,625</u>

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2022 Financial Analysis

Total assets of the Authority were \$297,782,677 at June 30, 2022, which represents an increase of \$201,857,414 over the prior year. Restricted cash of \$165,763,343 represents the largest asset. In addition, capital assets increased in the current year by \$103,024,619 related to the Harbor Development Project. The Authority has entered into commitments with contractors to spend \$231,386,195 on the harbor development and other projects as of June 30, 2022.

Total liabilities of the Authority at June 30, 2022 were \$44,313,843, which represents an increase of \$25,936,245 over the prior year. Unearned revenue in the amount of \$4,687,739 is related to the Harbor Development Project revenue received in excess of project expenses. In addition, construction payables of \$29,605,270 are related to this project.

2022 Operating Activity

Operating revenues of the Authority were \$177,907,134, an increase of \$163,473,206 when compared to the prior year. The largest sources of revenue increase were State of Connecticut appropriations and Harbor Development Agreement revenue which were used for the harbor development project.

Total operating expenses were \$2,199,888. The majority of the expenses were related to salaries, fringe benefits, rent and contractual services.

Operating revenues exceeded operating expenses by \$175,707,246. This represents an increase of \$163,280,338 compared to the prior period.

2022 Nonoperating Activity

Investment income of \$213,923 is reported in nonoperating revenues for the year ended June 30, 2022, an increase of \$140,287 compared to the prior period due to significant escrow balances held pending Harbor Development Project construction costs.

Requests for Information

This financial report is designed as a general overview of the Authority's financial picture for external and internal stakeholders. Questions concerning any of the information provided in this report or public requests for information should be addressed to the Executive Director, Connecticut Port Authority, 455 Boston Post Rd., Suite 204, Old Saybrook, CT 06475.

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Statement of Net Position
June 30, 2022

Assets

Assets

Current assets

Cash and cash equivalents	\$ 1,910,315
Restricted cash	165,763,343
Accounts receivable	2,259
Due from State of Connecticut	484,553
Deposits and prepaid expenses	40,918
	168,201,388

Noncurrent assets

Capital assets, net of accumulated depreciation	123,223,088
Right to use assets, net	6,358,201
	129,581,289

Total assets

\$ 297,782,677

Liabilities and Net Position

Liabilities

Current liabilities

Accounts payable	\$ 341,172
Construction payable	29,605,270
Retainage payable	3,673,111
Unearned revenue	4,687,739
Lease liability, current portion	183,217
Accrued expenses and other	74,230
	38,564,739

Noncurrent liabilities

Lease liability, long-term portion	5,749,104
	5,749,104

Total liabilities

\$ 44,313,843

Net position

Net investment in capital assets	123,223,088
	123,223,088

Restricted

Harbor development	127,797,223
Prepaid portion of lease liability	425,880
Construction related receivables due from State of Connecticut	461,097
	128,684,200

Total restricted

128,684,200

Unrestricted

1,561,546

Total net position

253,468,834

Total liabilities and net position

\$ 297,782,677

See Notes to Financial Statements.

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Statement of Revenues, Expenses and Changes in Net Position
Year Ended June 30, 2022

Operating revenues	
Appropriations from State	\$ 125,400,000
Harbor development revenue	52,296,883
Pilotage and licensing fees	132,221
Miscellaneous - other	<u>78,030</u>
Total operating revenues	<u>177,907,134</u>
Operating expenses	
Salaries and related expense	700,429
Contractual services	694,656
Rent	582,516
Administrative and general	211,386
Depreciation	<u>10,901</u>
Total operating expenses	<u>2,199,888</u>
Operating income	175,707,246
Nonoperating revenues	
Investment income	<u>213,923</u>
Change in net position	175,921,169
Net position, beginning of year	<u>77,547,665</u>
Net position, end of year	<u><u>\$ 253,468,834</u></u>

See Notes to Financial Statements.

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Statement of Cash Flows
Year Ended June 30, 2022

Cash flows from operating activities	
Cash received for services	\$ 530,621
State of Connecticut appropriations and bond funding received	124,967,559
Harbor development revenue	52,823,531
Cash payments for customers	(598,896)
Cash payments to employees	(740,926)
	<u>176,981,889</u>
Net cash provided by operating activities	<u>176,981,889</u>
Cash flows from capital and related financing activities	
Acquisition of capital assets	<u>(78,167,512)</u>
Cash flows from investing activities	
Interest on investments	<u>213,923</u>
Net increase in cash, cash equivalents and restricted cash	99,028,300
Cash, cash equivalents and restricted cash, beginning of year	<u>68,645,358</u>
Cash, cash equivalents and restricted cash, end of year	<u><u>\$ 167,673,658</u></u>
Reconciliation of operating income to net cash provided by operating activities	
Operating income	\$ 175,707,246
Adjustments to reconcile operating income to net cash provided by operating activities	
Depreciation	10,901
Changes in assets and liabilities	
Accounts receivable	2,858
Due from State of Connecticut	(432,441)
Deposits and prepaid expenses	38,245
Accounts payable	257,279
Unearned revenue	1,454,678
Lease liability	(16,380)
Accrued expenses and other	(40,497)
	<u>176,981,889</u>
Net cash provided by operating activities	<u><u>\$ 176,981,889</u></u>
Noncash capital and related financing activities	
Acquisition of capital assets in accounts payable	<u><u>\$ 33,278,381</u></u>

See Notes to Financial Statements.

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Notes to Financial Statements
June 30, 2022

Note 1 - Summary of significant accounting policies

The accompanying financial statements of Connecticut Port Authority (the "Authority") have been prepared in conformity with accounting principles generally accepted in the United States of America as prescribed in pronouncements of the Governmental Accounting Standards Board ("GASB"). Following is a summary of significant accounting policies of the Authority.

Reporting entity

The Authority was created by the State of Connecticut General Assembly pursuant to Public Act 14-222. The Authority constitutes a body corporate and politic and a public instrumentality of the State having a distinct legal existence from the State.

The purposes of the Connecticut Port Authority shall be to coordinate port development, with a focus on private and public investments, pursue federal and state funds for dredging and other infrastructure improvements to increase cargo movement through Connecticut ports, market the advantages of such ports to the domestic and international shipping industry, coordinate the planning and funding of capital projects promoting the development of such ports, and develop strategic entrepreneurial initiatives that may be available to the State of Connecticut (the "State").

The Authority is exempt from federal and state income taxes.

Financial statement presentation, measurement focus and basis of accounting

The Authority engages only in business-type activities. Business-type activities are activities that are financed in whole or in part by fees charged to external parties.

The Authority uses the economic resources measurement focus and accrual basis of accounting.

The Authority distinguishes between operating and nonoperating revenues and expenses. Operating revenues and expenses generally result from providing services relating to the Authority's principal ongoing operations. Operating expenses include the cost of services provided and administrative expenses. All other revenues and expenses are reported as nonoperating revenues and expenses.

Cash and cash equivalents

The Authority considers all highly-liquid investments with a maturity of three months or less when purchased to be cash equivalents.

Capital assets and depreciation

Capital assets are stated at cost except for capital assets conveyed to the Authority by the State which are stated at acquisition value as of the date of contribution. Expenditures in excess of \$5,000 which substantially increase the useful lives of existing assets are capitalized; routine maintenance and repairs are expensed as incurred. Depreciation of capital assets is calculated using the straight-line method over the estimated useful lives of the assets.

Unearned revenue

Unearned revenue is comprised of unspent proceeds from external sources related to the Harbor Development Project; these amounts will be recognized as revenue in subsequent years as the Project expenditures are incurred. Funding received from the State of Connecticut is not considered unearned revenue if unspent, but rather revenue upon receipt of funds.

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Notes to Financial Statements
June 30, 2022

Net position

Net investment in capital assets

This category presents the net position that reflects capital assets net of only the debt applicable to the acquisition or construction of these assets and accumulated depreciation.

Restricted net position

Restricted net position results when constraints placed on net position are either externally imposed by creditors, grantors, contributors, and others, or are imposed by law through constitutional provisions or enabling legislation. When an expenditure is incurred for purposes for which both restricted and unrestricted net position is available, the Authority considers restricted funds to have been spent first.

Unrestricted net position

This category presents the net position of the Authority, which is not restricted.

Revenues

Revenue recognition policies are as follows:

Appropriations from State

The State of Connecticut provides operational and capital support to the Authority based on legislative action. Revenue is recognized upon receipt of funds.

Harbor development revenue

Harbor Development revenues includes a total of \$55,000,000 from North East Offshore, LLC (NEO), as well as amounts from fiscal year 2020 from the Clean Energy Purchase Power Award in the amount of \$15,000,000, and the Zero Carbon Award in the amount of \$7,500,000. These funds were awarded to the Authority as part of the Harbor Development Agreement and are to be used exclusively on Harbor Development Project (the "Project") expenditures. This revenue is recognized when earned. Any amounts unspent are reported as unearned revenue. As of June 30, 2022, unearned revenue was \$4,687,739.

Connecticut state pier operating fee revenues

Operating fees are generated by an operation and management agreement that was assigned to the Authority by the State of Connecticut. Operating fee revenue is recognized based on reported assessable revenues as outlined in the operation and management agreement.

Other revenue

All other types of revenues are recognized when earned.

Compensated absences

Employees of the Authority are considered State employees for purposes of employee benefits. Employees hired by the Authority can only accumulate one year's worth of earned vacation time. Upon termination or death, the employee is entitled to be paid for the full amount of vacation days owed. No limit is placed on the number of sick days that an employee can accumulate. All vacation and sick pay that would be payable, assuming termination at year end, is accrued on the statement of net position. The related liability is based upon current compensation levels.

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Notes to Financial Statements
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Allocation of expenses

The financial statements include certain allocations of expenses incurred jointly by the Authority and the State. Fringe benefits costs, which are incurred at the State level, are charged to the Authority based on each employee's actual benefit costs. Total fringe benefit charges to the Authority were \$304,264 for the year ended June 30, 2022.

Use of estimates

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

Change in accounting principle

For 2022, the Authority implemented GASB Statement No. 87, Leases. GASB Statement No. 87 enhances the relevance and consistency of information of the government's leasing activities. It establishes requirements for lease accounting based on the principle that leases are financings of the rights to use an underlying asset. A lessee is required to recognize a right to use asset and a lease liability. These changes were incorporated in the Authority's 2022 financial statements but had no effect on the beginning net position of the Authority since the right to use asset equals the amount of the lease liability.

The impact of implementing GASB Statement No. 87 on the Authority's financial statements is further discussed in Note 7. The implementation of GASB Statement No. 87 had the following effect on net position as reported July 1, 2021:

Net position July 1, 2021	\$ 77,547,665
Adjustments	
Right to use asset	6,945,044
Lease liability	(6,531,217)
Prepayments on lease liability	<u>(413,827)</u>
Restated net position July 1, 2021	<u>\$ 77,547,665</u>

Note 2 - Cash and Investments

Custodial credit risk - deposits

In the case of deposits, this represents the risk that, in the event of a bank failure, the Authority's deposits may not be returned to it. The Authority does not have a policy for custodial credit risk on deposits.

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Notes to Financial Statements
June 30, 2022

As of June 30, 2022, \$167,641,187 of the Authority's bank balance of \$168,141,187 was exposed to custodial credit risk as follows:

Uninsured and uncollateralized	\$ 150,827,068
Uninsured and collateral held by the pledging bank's trust department, in the Authority's name	<u>16,814,119</u>
Total amount subject to custodial credit risk	<u><u>\$ 167,641,187</u></u>

Interest rate risk

The Authority manages its exposure to declines in fair value by limiting the average maturity of its cash and cash equivalents to no more than one year. The Authority does not have a formal policy relating to a specific investment related risk.

Statement of cash flows

The following table provides a reconciliation of cash and restricted cash reported within the statement of net position that sum to the total of the same such amounts in the statement of cash flows:

Cash and cash equivalents	\$ 1,910,315
Restricted cash	<u>165,763,343</u>
	<u><u>\$ 167,673,658</u></u>

The amount included in restricted cash consists of funds restricted for the harbor development project and balance of bond funds reserved for other small harbor projects.

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Notes to Financial Statements
June 30, 2022

Note 3 - Capital assets

	Depreciable life	Balance July 1, 2021	Increases	Decreases	Balance June 30, 2022
Capital assets not being depreciated					
Construction in progress		\$ 20,130,879	\$ 103,022,317	\$ -	\$ 123,153,196
Capital assets being depreciated					
Leasehold improvements	5	-	13,203	-	13,203
Furniture and fixtures	15	59,079	-	-	59,079
Equipment	5	8,736	-	-	8,736
Vehicles	9	28,326	-	-	28,326
Right to use asset - building	9	173,550	-	-	173,550
Right to use asset - land and track	12	6,771,494	-	-	6,771,494
Total capital assets being depreciated		7,041,185	13,203	-	7,054,388
Less accumulated depreciation for					
Leasehold improvements		-	2,067	-	2,067
Furniture and fixtures		13,228	3,938	-	17,166
Equipment		6,406	1,747	-	8,153
Vehicles		8,917	3,149	-	12,066
Right to use asset - building		-	34,200	-	34,200
Right to use asset - land and track		-	552,643	-	552,643
Total accumulated depreciation		28,551	597,744	-	626,295
Total capital assets being depreciated, net		7,012,634	(584,541)	-	6,428,093
Total capital assets, net		\$ 27,143,513	\$ 102,437,776	\$ -	\$ 129,581,289

Construction commitments

The Authority has an active construction project as of June 30, 2022. At year end, the Authority's commitments with contractors are as follows:

Project Name	Total Contracts	Expenditures through June 30, 2022	Balance of Contracts
Harbor Development Project	\$ 231,386,195	\$ 117,798,063	\$ 113,588,132

Note 4 - State appropriations and allocations

During the year ended June 30, 2022, the Authority was appropriated \$400,000 by the General Assembly of the State to fund operating expenses. In addition, the Authority was appropriated \$125,000,000 for various bonded projects by the State. These appropriations are made in connection with the State's annual budgetary process and are nonlapsing. The Authority is dependent upon such annual appropriations to fund its capital and operating expenses.

The State Bond Commission has approved and allocated funding to the Authority for several purposes as noted on the Schedule of Project Allocations in this report. For the year ended June 30, 2022, \$103,043,531 was expended by the Authority on the projects noted, including the Harbor Development Project.

Note 5 - Harbor Development Agreement

On February 11, 2020, the Authority entered into the Harbor Development Agreement (the "Agreement") with Gateway New London LLC ("Gateway") and North East Offshore LLC ("NEO").

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Notes to Financial Statements
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The Agreement sets forth the terms and conditions of the redevelopment of the New London State Pier Facility (the "Facility") to be utilized as an offshore wind turbine generator hub (the "Project"), as well as the future long-term operations and lease agreements related to the Facility. Gateway, a fully licensed and bonded deep-water marine terminal operator in the business of operating ports, is expected to subcontract and operate the redeveloped site. NEO is an off-shore wind developer providing funding to support the Authority's execution of the Project and it is anticipated that in the future will enter into a sublease agreement with Gateway upon redevelopment of the site.

In fiscal year 2020, the Authority received \$22,500,000 of funding from the Deepwater Wind Funding Commitment paid pursuant to the Connecticut Clean Energy and Connecticut Zero Carbon Requests for Proposals. The funding was paid to the Authority by NEO as of June 30, 2020. This funding was designated to pay wind-down costs of the Facility as well as pre-development and development costs as outlined in the Agreement. Additional funding from NEO per the Agreement total \$72,500,000, which includes \$20,000,000 of lease payments to be funded in equal installments of \$2,000,000 for a ten-year term, and \$52,500,000 which was funded on July 1, 2021. In 2022, the Authority received a total of \$53,750,000 from NEO for project costs and \$1,250,000 in lease payments.

The Authority received from the State \$55,000,000 to fund this Project in fiscal year 2020. In fiscal year 2022, the Authority received \$125,000,000 in funding for project costs.

The Authority's Concession Agreement with Gateway (executed in January of 2019) remains active, with certain exclusions or modifications as outlined in the Agreement. The Concession Agreement has a 20-year term, with two additional 10-year options for a total maximum term of 40 years.

Note 6 - Related party transactions

The State is responsible for processing the Authority's payroll, including related benefits. Funds are applied against the Authority's annual appropriation on a biweekly basis as the payroll is processed.

Amounts due from the State as presented in the statement of net position totaled \$484,553 at June 30, 2022.

Note 7 - Leases

Lease agreements are summarized as follows:

<u>Lessor</u>	<u>Description</u>	<u>Payment terms</u>	<u>Expiration date</u>	<u>Renewal options</u>	<u>Monthly payment at June 30, 2022</u>	<u>Right to use asset balance at June 30, 2022</u>	<u>Lease liability balance at June 30, 2022</u>
Saybrook Juncton	Office Sublease	9 years	6/14/2026	Two successive periods of 3 years each	\$ 2,850	\$ 139,350	\$ 139,350
New England Central Railroad	Land and Track	12 years	3/31/2032	One successive period of 10 years	47,896	<u>6,218,851</u>	<u>5,792,971</u>
						<u>\$ 6,358,201</u>	<u>\$ 5,932,321</u>

On June 12, 2017, the Authority entered into a 9-year sub-lease agreement with Saybrook Junction, LLC, an unrelated third party, for an additional 850 square feet of office space located in Old Saybrook, Connecticut being used by the Authority for additional office space. The original lease commenced on June 15, 2017. The lease provided for a base annual rent of \$13,600 payable in monthly installments of \$1,333. Effective June 15, 2018, the lease agreement was amended to extend the term of the lease until June 14, 2020 and modify the lease base annual rent to \$24,768

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payable in monthly installments of \$2,064. Effective May 1, 2021, the lease agreement had a second amendment to extend the term of the lease until June 14, 2023 and modify the lease base annual rent for the period of May 15, 2021 through June 14, 2023 to be \$32,400 payable in monthly installments of \$2,850. The Authority may extend the initial term of the lease for two successive periods of three years each, provided it is not then in default of the lease terms and it gives proper notice. The extended lease base annual rent for the period of June 15, 2023 to June 14, 2026 is modified to \$36,000 payable in monthly installments of \$3,000. The Authority may cancel the lease at any time after June 14, 2023 with six months' prior written notice to the Landlord. The Authority is reasonably certain it will exercise the first option of three-year extension and, as such, the option has been included in the right to use asset and lease liability calculation. For the year ended June 30, 2022, rent expense amounted to \$31,056.

A Land and Track lease agreement was entered into in March 2020 for the lease of property near the State Pier in the City of New London, Connecticut through March 31, 2032. The agreement requires annual payments of \$525,000 in advance and will increase by 4% annually. An additional 1.5% per month is due if the fee is not received within 30 days of the due date. The lease contains an option to renew for 10 years. Rent expense for the year ended June 30, 2022 was \$551,460.

The beginning balance of the lease liability as of July 1, 2021 was \$6,531,217. During fiscal year 2022, the increases to the liability were \$0 and the payments against the liability were \$598,896. The ending balance of the lease liability as of June 30, 2022 was \$5,932,321.

Future lease payments are offset by prepaid rent paid as a result of annual payments being made according to the lease agreement start date. Future minimum lease payments including the prepayment offset are as follows:

Year ending June 30,	Lease principal
2023	\$ 183,217
2024	634,845
2025	656,479
2026	679,513
2027	672,373
2028-2032	<u>3,105,894</u>
Total	<u>\$ 5,932,321</u>

Note 8 - Pension Plan

Plan description

Eligible employees of the Authority participate in the State Employees' Retirement System ("SERS"). SERS is the single employer defined benefit pension Plan of the State's primary government and its component units, covering substantially all of the full-time employees who are not eligible for another state-sponsored retirement Plan. The Plan is administered by the State Employees' Retirement Commission and governed by Sections 5-152 to 5-192 of the Connecticut General Statutes. The annual required contribution is contributed directly by the State on behalf of the Authority, and therefore, the Authority does not record a liability for pension costs.

As of June 30, 2022, four Authority employees were participants in the Plan.

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Contributions

Contributions made by the State on behalf of the Authority were determined on a pay period basis through the Authority's use of the State's system for payroll processing and reporting. Payroll for employees of the Authority for the year ended June 30, 2022 was \$354,676.

The Authority has made total pension payments in the amount of \$135,909 to the State, which are recorded in the Authority's salaries and related expense in the accompanying statement of revenues, expenses and changes in net position for the year ended June 30, 2022.

Administrative costs of the Plan are funded by the State.

The total net pension liability of the SERS as of June 30, 2021 was \$21.264 billion, the most recent available reporting provided by the Plan. The portion that was associated with the Authority totaled approximately \$1,617,325 or approximately 0.00761% of the total estimated net pension liability. The total pension liability used to calculate the net pension liability was determined by an actuarial valuation as of June 30, 2021. The portion of the net pension liability associated with the Authority was based on a projection of the long-term share of contributions to the Plan related to the Authority relative to the projected contributions of all participants, actuarially determined. The pension expense attributed to the Authority totaled \$113,225 for the year ended June 30, 2021.

As of June 30, 2021, the latest measurement date for which Plan information is currently available, the Authority's proportionate share is as follows:

Total SERS contributions	Contribution rate	Covered payroll	Authority contributions	Authority proportionate share
\$1,786,903,000	46.45%	\$ 354,676	\$ 135,909	0.00761%

The components of the net pension liability of the Authority is based on the Authority's proportionate share of 0.00761% as of June 30, 2021, the latest measurement date for which Plan information is currently available, and is as follows:

Total pension liability	\$ 2,916,478
Plan fiduciary net position	1,299,153
Net pension liability	\$ 1,617,325

Plan fiduciary net position as a percentage of the total pension liability was 44.55% as of June 30, 2021.

The total pension liability in the June 30, 2021 actuarial valuation was determined using the following actuarial assumptions, applied to all periods in the measurement:

Inflation		2.50%
Salary increases	3.00% - 11.50% (includes inflation)	
Investment rate of return	6.90% (includes inflation)	

Mortality rates are based on the Pub-2010 Above Median Mortality Tables (Amount-weighted) projected generationally with MP-2020 improvement scale.

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The long-term expected rate of return on pension Plan investments was determined using a log-normal distribution analysis in which best-estimate ranges of expected future real rates of return (expected returns, net of pension Plan investment expense and inflation) 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 real rates of return by the target asset allocation percentage and by adding expected inflation. The target allocation and best estimates of arithmetic real rates of return for each major asset class are summarized in the following table:

<u>Asset class</u>	<u>Target allocation</u>	<u>Long-term expected real rate of return</u>
Domestic Equity Fund	20.0%	5.4%
Developed Market International Stock Fund	11.0%	6.4%
Emerging Market International Stock Fund	9.0%	8.6%
Core Fixed Income Fund	13.0%	0.8%
Emerging Market Debt Fund	5.0%	3.8%
High Yield Bond Fund	3.0%	3.4%
Real Estate Fund	19.0%	5.2%
Private Equity Fund	10.0%	9.4%
Private Credit	5.0%	6.5%
Alternative Investments	3.0%	3.1%
Liquidity Fund	2.0%	-0.4%

Deferred outflows/inflows of resources

Deferred inflows and outflows of resources represent an acquisition of net position that applies to a future period(s) and such amounts will not be recognized as an inflow or outflow of resources until that time. The State recognizes deferred inflows and outflows of resources in its government-wide statement of net position for deferred amounts on pension benefits resulting from changes in the components of the SERS's net pension liability. These amounts are deferred and amortized as a component of pension expense.

The Authority's share of deferred outflows of resources for the difference between expected and actual experience, the net difference between projected and actual investment earnings on the Plan's investments, changes in assumptions and deferred inflows of resources for changes in proportion and differences between employer contributions and proportionate share of contributions total a net deferred outflow of \$15,920 as of June 30, 2021.

The net deferred outflows are expected to be amortized over the next five years in the amounts of \$(5,926), \$(7,349), \$(20,881), \$15,611 and \$34,465.

Discount rate

The discount rate used to measure the total pension liability of the SERS was 6.90%. The projection of cash flows used to determine the discount rate assumed Plan member contributions will be made at the current contribution rate and that the State contributes at rates equal to the actuarially determined contribution rates. For this purpose, only employer contributions that are intended to fund benefits of current Plan members and their beneficiaries are included. Projected employer contributions that are intended to fund the service costs of future Plan members and their beneficiaries, as well as projected contributions from future Plan members, are not included. Based on those assumptions, the SERS Plan's fiduciary net position was projected to be available to make

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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.

Sensitivity of the net pension liability to changes in the discount rate

The following presents the net pension liability of the Authority's proportionate share of the Plan, calculated using the discount rate of 6.90% as well as what the Authority's proportionate share of the Plan's net pension liability would be if it were calculated using a discount rate that is 1-percentage-point lower (5.90%) or 1-percentage-point higher (7.90%) than the current rate:

	1% Decrease 5.90%	Current discount rate 6.90%	1% Increase 7.90%
Net Pension Liability As of June 30, 2021	\$ 1,965,491	\$ 1,617,325	\$ 1,326,999

Detailed information about the Plan's fiduciary net position is included in the State of Connecticut's basic financial statements.

Note 9 - Other post-employment benefits

Plan description

Employees of the Authority participate in the State of Connecticut State Employees' Other Post-employment Benefits Plan ("SEOPEBP"), which is administered by the State Comptroller's Healthcare Policy and Benefits Division under the direction of the Connecticut State Employees' Retirement Commission. The annual required contribution is contributed directly by the State on behalf of the Authority, and therefore, the Authority is not required to and does not make contributions on its own, and does not record a liability for OPEB costs. Actuarial valuations are performed on the SEOPEBP as a whole. Information about the funding status and progress, annual required contributions and trend information can be found in the State of Connecticut's Comprehensive Annual Financial Report. Information regarding the Plan as it relates to the Authority and its proportionate share as it relates to GASB Statement No. 75, Accounting and Financial Reporting for Postemployment Benefits Other than Pensions, for the June 30, 2021 valuation for the reporting period June 30, 2022 is as follows.

The SEOPEBP provides various insurance benefits for retired participants under this single-employer defined benefit OPEB Plan. The Plan provides healthcare and life insurance benefits to eligible retired State employees and their spouses.

Contributions

The Plan is primarily funded on a pay-as-you-go basis. The contribution requirements of the State are established and may be amended by the State legislature, or by agreement between the State and employee unions, upon approval by the State legislature. The Authority's portion of the contributions was \$69,337 for the year ended June 30, 2022.

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Net OPEB liability

The total net OPEB liability of the SEOPEBP as of June 30, 2021 was \$19.527 billion, the most recent available reporting provided by the Plan. The portion that was associated with the Authority totaled approximately \$1,559,753 or approximately 0.007987% of the total estimated net OPEB liability. The total OPEB liability used to calculate the net OPEB liability was determined by an actuarial valuation as of June 30, 2021. The portion of the net OPEB liability associated with the Authority was based on a projection of the long-term share of contributions to the Plan related to the Authority relative to the projected contributions of all participants, actuarially determined.

Deferred outflows/inflows of resources

Deferred inflows and outflows of resources represent an acquisition of net position that applies to a future period(s) and such amounts will not be recognized as an inflow or outflow of resources until that time. The State of Connecticut recognizes deferred inflows and outflows of resources in its government-wide statement of net position for deferred amounts on OPEB benefits resulting from changes in the components of the net OPEB's liability. These amounts are deferred and amortized as a component of OPEB expense. The Authority's share of deferred outflows and inflows of resources for the net difference between projected and actual investment earnings on the Plan's investments, changes in assumptions, changes in proportion and differences between employer contributions and proportionate share of contributions total a net deferred outflow of \$478,204 as of June 30, 2021. The net deferred outflows are expected to be amortized over the next five years in the amounts of \$266,164, \$275,360, (\$36,272), (\$27,759) and \$711.

Discount rate

The discount rate used to measure the total OPEB liability was 2.31%. The projection of cash flows used to determine the discount rate assumed that the Authority's contributions will be made at rates equal to the actuarially determined contribution rates.

Actuarial methods and assumptions

For the June 30, 2021 actuarial valuation, the valuation method used was the entry age normal actuarial cost method. The actuarial assumptions include a 6.90% investment rate of return, which is the rate of the expected long-term investment returns calculated based on the funding policy of the Plan at the valuation date.

The annual healthcare cost trend was 4.5% and the remaining amortization period is 16 years.

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The long-term expected rate of return on OPEB Plan investments was determined using a log-normal distribution analysis in which best-estimate ranges of expected future real rates of return (expected returns, net of pension Plan investment expense and inflation) 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 real rates of return by the target asset allocation percentage and by adding expected inflation. The target allocation and best estimates of arithmetic real rates of return for each major asset class are summarized in the following table:

Asset class	Target allocation	Long-term expected real rate of return
Domestic Equity Fund	20.0%	5.4%
Developed Market International Stock Fund	11.0%	6.4%
Emerging Market International Stock Fund	9.0%	8.6%
Core Fixed Income Fund	13.0%	0.8%
Emerging Market Debt Fund	5.0%	3.8%
High Yield Bond Fund	3.0%	3.4%
Real Estate Fund	19.0%	5.2%
Private Equity Fund	10.0%	9.4%
Private Credit Fund	5.0%	6.5%
Alternative Investments	3.0%	3.1%
Liquidity Fund	2.0%	-0.4%

Projections for benefits for financial reporting purposes are based on the substantive Plan (the Plan as understood by the employer and Plan members) and include the types of benefits provided at the time of each valuation and the historical pattern of sharing benefit costs between the employer and Plan members to that point. The actuarial methods and assumptions used include techniques that are designed to reduce the effects of short-term volatility in actuarial accrued liabilities and the actuarial value of assets, consistent with the long-term perspective of the calculations.

Sensitivity of the net OPEB liability to changes in the discount rate

The following presents the Authority's proportional share of the net OPEB liability, calculated using the discount rate of 2.31%, as well as what the net OPEB liability would be if it were calculated using a discount rate that is 1-percentage-point lower (1.31%) or 1-percentage-point higher (3.31%) than the current rate:

	1% Decrease 1.31%	Current discount rate 2.31%	1% Increase 3.31%
Net OPEB Liability As of June 30, 2021	\$ 1,851,379	\$ 1,559,753	\$ 1,328,166

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Sensitivity of the net OPEB liability to changes in the healthcare cost trend rates

The following presents the Authority's proportional share of the net OPEB liability, calculated using the healthcare cost trend rate of 4.50%, as well as what the net OPEB liability would be if it were calculated using a healthcare cost trend rate that is 1-percentage-point lower (3.50%) or 1-percentage-point higher (5.50%) than the current rate:

	1% Decrease 3.50%	Current trend rate 4.50%	1% Increase 5.50%
Net OPEB Liability	\$ 1,311,101	\$ 1,559,753	\$ 1,881,603

Note 10 - Concentrations

The Authority recognized 70% of revenues from State Appropriations and 29% of revenues from NEO as funding for the Harbor Development and other projects during the year ended June 30, 2022.

Note 11 - Risk management

The Authority is subject to normal risks associated with its operations, including property damage, personal injury and employee dishonesty. Risks are managed through the purchase of commercial insurance. There have been no losses exceeding insurance coverage during the last year.

Note 12 - Contingency

In early 2020, an outbreak of a novel strain of coronavirus (COVID-19) emerged globally. As a result, events have occurred including mandates from federal, state and local authorities leading to an overall decline in economic activity. As of June 30, 2022, there was no significant impact to the Authority's operations. However, the Authority is not able to reliably estimate the length or severity of this outbreak. If the length of the outbreak and related effects on the Authority's operations continues for an extended period of time, there could be a loss of revenue and other material adverse effects to the Authority's financial position, results of operations and cash flows.

Supplementary Information

Connecticut Port Authority
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Schedule of Project Allocations
Year Ended June 30, 2022

<u>Project Name</u>	<u>Allocated as of June 30, 2022</u>	<u>Expended through June 30, 2021</u>	<u>Expended July 1, 2021 through June 30, 2022</u>	<u>Cumulative expenditures through June 30, 2022</u>	<u>Remaining allocation as of June 30, 2022</u>
State Appropriated Bond Allocations					
Small Harbor Improvement Projects Program (SHIPP)	\$ 4,011,650	\$ 3,191,650	\$ -	\$ 3,191,650	\$ 820,000
State Pier - Infrastructure Improvement and Long-Term Capital Maintenance	4,560,000	3,862,198	-	3,862,198	697,802
Pier 7 Design	750,000	150,708	-	150,708	599,292
East Shore Properties Purchase	751,000	-	-	-	751,000
New Haven Port Authority Freight Study	500,000	-	-	-	500,000
Improvements at the State Pier in New London	180,500,000	-	50,648,726	50,648,726	129,851,274
North Cove Dredging	2,744,784	-	-	-	2,744,784
Mystic River Dredging	125,208	-	-	-	125,208
Old Lyme Dredging	179,294	-	-	-	179,294
Eastern LI Sound Planning	641,106	15,132	-	15,132	625,974
Piping Plovers	99,465	59,679	19,893	79,572	19,893
Statewide Economic Development Strategies	522,821	189,410	-	189,410	333,411
Total State Appropriated Bond Allocations	<u>\$ 195,385,328</u>	<u>\$ 7,468,777</u>	<u>\$ 50,668,619</u>	<u>\$ 58,137,396</u>	<u>\$ 137,247,932</u>
Other Projects					
Harbor Development Project (DWW Funded)	\$ 22,500,000	\$ 19,266,939	\$ 3,233,061	\$ 22,500,000	\$ -
Harbor Development Project (NEO Funded)	53,750,000	-	49,141,851	49,141,851	4,608,149
Total Other Projects	<u>\$ 76,250,000</u>	<u>\$ 19,266,939</u>	<u>\$ 52,374,912</u>	<u>\$ 71,641,851</u>	<u>\$ 4,608,149</u>

See Independent Auditor's Report.

Independent Auditor's Report on Internal Control over Financial Reporting and on
Compliance and Other Matters Based on an Audit of Financial Statements
Performed in Accordance with *Government Auditing Standards*

To the Board of Directors
Connecticut Port Authority
Old Saybrook, Connecticut

We have audited, in accordance with auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States, the financial statements of the Connecticut Port Authority (the "Authority"), a component unit of the State of Connecticut, as of and for the year ended June 30, 2022, and the related notes to the financial statements, which collectively comprise the Authority's basic financial statements, and have issued our report thereon dated December 20, 2022.

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 entity's financial statements will not be prevented, or detected and corrected, on a timely basis. A *significant deficiency* is a deficiency, or a combination of deficiencies, in internal control that is less severe than a material weakness, yet important enough to merit attention by those charged with governance.

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

Report on Compliance and Other Matters

As part of obtaining reasonable assurance about whether the 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*.

