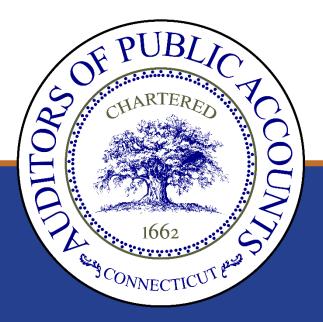
AUDITORS' REPORT

Connecticut Port Authority

FISCAL YEARS ENDED JUNE 30, 2022 AND 2023



STATE OF CONNECTICUT Auditors of Public Accounts

JOHN C. GERAGOSIAN State Auditor



CRAIG A. MINER State Auditor

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STATE OF CONNECTICUT



AUDITORS OF PUBLIC ACCOUNTS

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December 5, 2024

INTRODUCTION

We are pleased to submit this audit of the Connecticut Port Authority (CPA) for the fiscal years ended June 30, 2022 and 2023 in accordance with the provisions of Sections 1-122 and 2-90 of the Connecticut General Statutes. Our audit identified internal control deficiencies; instances of noncompliance with laws, regulations, or policies; and a need for improvement in practices and procedures that warrant management's attention.

The Auditors of Public Accounts wish to express our appreciation for the courtesies and cooperation extended to our representatives by the personnel of the Connecticut Port Authority during the course of our examination.

The Auditors of Public Accounts also would like to acknowledge the auditors who contributed to this report:

Tyler Flanagan

1 Harry

Tyler Flanagan Principal Auditor

Approved:

John C. Geragosian State Auditor

Jali

Craig A Miner State Auditor

STATE AUDITORS' FINDINGS AND RECOMMENDATIONS

Our examination of the records of the Connecticut Port Authority disclosed the following recommendation, which was modified and repeated from the previous audit.

Finding 1 Noncompliance with Purchasing Policies

Criteria	Proper purchasing procedures dictate that the authority should maintain and consult contracted price lists and hourly rates before approving invoices. The authority should also review adequate supporting documentation detailing the services provided prior to approving an invoice.			
	Section 8.2 of the Connecticut Port Authority's Accounting Policy and Procedures Manual requires the approval of invoices before processing payment.			
	Section 6C of the Connecticut Port Authority's Operating Procedures requires written quotes from at least three vendors for goods or services over \$20,000, and public solicitations for those over \$50,000. Furthermore, the authority must solicit professional services at least once every three years.			
	Section 7 of the operating procedures requires that the board approve any agreement or contract of purchases over \$50,000.			
Condition	Our review of 60 expenditures, totaling \$2,765,111, identified the following:			
	• CPA overpaid \$192 on an invoice due to the vendor applying the incorrect hourly service rate. We also noted the authority could not provide documentation to support the contracted hourly service rates for six invoices, totaling \$16,810. Therefore, we could not determine if CPA paid the proper amount.			
	• CPA reimbursed a vendor \$18,400 for subcontractor drilling services (within the budgeted contractual agreement) without reviewing or requiring proof of the vendor's payment to the subcontractor.			

	• Two invoices, totaling \$4,626, did not contain sufficient detail describing the provided services.
	• The authority was unable to provide evidence of review and payment approvals for two invoices, totaling \$6,325.
	• The authority last solicited communications and marketing services in October 2018 and executed a month-to-month contract with its current vendor on October 1, 2018. The authority paid \$19,880 and \$29,965 to its current vendor in fiscal years 2022 and 2023, respectively, without obtaining quotes from other vendors.
	Additionally, there was no evidence the authority received board approval for its marine general or excess marine liability insurance policies for calendar years 2022 and 2023 before executing them. The annual premiums for these policies ranged from \$61,200 to \$138,771. We noted that the policies were within the board approved budgeted amounts.
Context	There were 521 and 483 expenditure transactions, totaling \$2,199,889 and \$3,536,636, during the fiscal years 2022 and 2023, respectively. We judgmentally selected 30 transactions from each fiscal year.
Effect	Noncompliance with purchasing and procurement policies increases the risk of improper purchases and incorrect payments.
Cause	The authority could not explain why it did not solicit the procurement, obtain board approval before executing insurance policies, or properly review invoices. The current administration could not comment on some issues because the previous administration processed the transactions, or they were approved by the Office of Policy and Management.
Prior Audit Finding	This finding has been previously reported, in part, in the last two audit reports covering the fiscal years 2018 through 2021.
Recommendation	The Connecticut Port Authority should strengthen internal controls to ensure compliance with established purchasing policies.
Agency Response	"We agree with this finding in part. The Connecticut Port Authority (the Authority) operated under a maximum contingent of 3.5 personnel during the audit term, which saw the onboarding of an intermittent Finance Director and part-time Fiscal Analyst for financial management. This staff acted within policies and procedures, even under those limiting circumstances. The Authority has since stabilized its team with the permanent employment of key positions, which include a Finance Director, Maritime Development

Manager and Office Manager. The Authority is also in the process of hiring a permanent Executive Director.

It's imperative to note, that upon employment, this new team has reviewed all policies and procedures, and operates in accordance with the Authority's policies and procedures.

- The seven invoices totaling \$16,810 resulted from varying scheduling positions and rates, compared to the contracted schedule. The suppliers have been advised, and are required to fully adhere to the agreed upon rates. The overpayment of \$192 was the result of an incorrect rate submitted by a vendor. This was detected by the Finance Director, and the credit of \$192 has been returned by the vendor.
- The drilling services cost amounting to \$18,400 was a subcontract with a supplier. This cost was within the budgeted contractual agreement. All reimbursable costs will be and currently are supported by the relevant documents.
- The two invoices amounting to \$4,626 were invoices issued by month-to-month contracted suppliers for provision of supplementary services. Currently, quotations are requested, and purchase orders are prepared for supplementary services provided by month-to-month suppliers.
- The invoices that the Authority could not provide evidence of review, occurred during the Covid epidemic and remote processing. The approval and issuance of a check by the signing authority, at that time, served as evidence of review.
- The agreement for communications and marketing services was executed in 2018, and amended in 2019. Section 2.1of the amended agreement indicates that it is a month-tomonth agreement, and has been operating as such, as advised by the Office of Policy and Management. Management of the Authority utilized the services of the provider for jobs which were within the scope of services. The Authority now requires quotations for supplementary services sourced by the vendor. The Authority has posted an RFP for Communications and Marketing Services.
- Information and budgetary impact of the Marine and General Liability insurance policies were presented to both the Finance Committee and Board of Directors for calendar years 2022 and 2023. Although a resolution was not presented, the Finance Committee and the Board were fully advised and concurred with the execution of the policies."

STATUS OF PRIOR AUDIT RECOMMENDATIONS

Our <u>prior audit report</u> on the Connecticut Port Authority contained three recommendations. Two have been implemented or otherwise resolved and one has been repeated or restated with modifications during the current audit.

Prior Recommendation	Current Status
In instances in which a construction manager bids on subprojects, the Connecticut Port Authority should reassign the construction manager's development of bid requirements, and evaluation and oversight of proposals and work to ensure objectivity and prevent the appearance of a conflict of interest.	RESOLVED
The Connecticut Port Authority should strengthen internal controls to ensure that procurements comply with established policies.	REPEATED Modified Form Recommendation 1
The Connecticut Port Authority should comply with the reporting requirements of Section 1-123(b) of the General Statutes.	RESOLVED

OBJECTIVES, SCOPE, AND METHODOLOGY

We have audited certain operations of the Connecticut Port Authority in fulfillment of our duties under Sections 1-122 and 2-90 of the Connecticut General Statutes. The scope of our audit included, but was not necessarily limited to, the fiscal years ended June 30, 2022 and 2023. The objectives of our audit were to evaluate the:

- 1. Authority's significant internal controls over compliance and its compliance with policies and procedures internal to the authority or promulgated by other state agencies, as well as certain legal provisions, including as applicable, but not limited to whether the authority has complied with its regulations concerning affirmative action, personnel practices, the purchase of goods and services, the use of surplus funds, and the distribution of loans, grants and other financial assistance;
- 2. Authority's internal controls over certain financial and management functions; and
- 3. Effectiveness, economy, efficiency, and equity of certain management practices and operations, including certain financial transactions.

Our methodology included reviewing written policies and procedures, financial records, meeting minutes, and other pertinent documents. We interviewed various personnel of the authority and certain external parties. We also tested selected transactions. This testing was not designed to project to a population unless specifically stated. We obtained an understanding of internal controls that we deemed significant within the context of the audit objectives and assessed whether such controls have been properly designed and placed in operation. We tested certain of those controls to obtain evidence regarding the effectiveness of their design and operation. We also obtained an understanding of legal provisions that are significant within the context of the audit objectives, and we assessed the risk that illegal acts, including fraud, and violations of contracts, grant agreements, or other legal provisions could occur. Based on that risk assessment, we designed and performed procedures to provide reasonable assurance of detecting instances of noncompliance significant to those provisions.

We conducted this performance audit in accordance with generally accepted government auditing standards. Those standards require that we plan and perform the audit to obtain sufficient, appropriate evidence to provide a reasonable basis for our findings and conclusions based on our audit objectives. We believe that the evidence obtained provides a reasonable basis for our findings and conclusions based on our audit objectives.

The accompanying financial information is presented for informational purposes. We obtained this information from various available sources including the authority's management and the authority's information systems. It was not subject to the audit procedures applied in our audit of the authority. For the areas audited, we identified:

- 1. Apparent noncompliance with laws, regulations, contracts and grant agreements, policies, or procedures;
- 2. Deficiencies in internal controls; and
- 3. A need for improvement in management practices and procedures that we deemed to be reportable.

The State Auditors' Findings and Recommendations section of this report presents findings arising from our audit of the Connecticut Port Authority.

ABOUT THE AGENCY

Overview

The <u>Connecticut Port Authority</u> was established by Public Act 15-5, June Special Session, effective July 1, 2015. The CPA operates principally under the provisions of Title 15, Chapter 264a of the General Statutes. Section 15-31a(a) of the General Statutes names the CPA as a public instrumentality and political subdivision of the state created for the performance of an essential public and governmental function. Pursuant to Chapter 12, Section 1-120, the CPA is classified as a quasi-public agency subject to the requirements found in Chapter 12.

The authority oversees three deep water ports (Bridgeport, New Haven, and New London) and various small and mid-size coastal and river harbors that make important contributions to the state's economy.

The authority's mission is to develop and market the state's ports and promote its maritime economy. Specifically, the authority:

- 1. Coordinates port development, focusing on private and public investments;
- 2. Pursues state and federal funds for dredging and other infrastructure improvements to increase cargo movement through the ports and maintain navigability of all ports and harbors;
- 3. Markets the economic development of all ports and harbors and works with the Department of Economic and Community Development (DECD) and state, local, and private entities to maximize the ports' and harbors' economic potential;
- 4. Supports and enhances the development of maritime commerce and industries;
- 5. Coordinates the planning and funding of capital projects that promote the development of the ports and harbors;
- 6. Develops potential strategic entrepreneurial initiatives; and
- 7. Coordinates the state's maritime policy and serves as the Governor's principal maritime policy advisor.

Board of Directors and Administrative Officials

Pursuant to Section 15-31a of the General Statutes, the powers of the authority are vested in and exercised by a <u>board of directors</u>. The Connecticut Port Authority's board consists of twenty-one voting members, including individuals who have experience and expertise in international trade, marine transportation, finance, or economic development. The board consists of seven members appointed by the Governor, six members appointed by various legislative leaders, and eight ex-officio members. The ex-officio members consist of the head or designee of the Office of the State Treasurer, the Office of Policy and Management, the Departments of Energy and Environmental Protection, Transportation, and Economic and Community Development, and the chief elected official or designee from New London, New Haven, and Bridgeport.

The board established committees to expedite the authority's business activities and maintain controls over its transactions. During the audited period, the board had three standing committees:

- Finance Committee
- Audit, Compliance and Governance Committee
- Human Resources Committee

The board appoints the CPA executive director. John Henshaw became executive director effective September 8, 2020, and served in that capacity until his resignation on April 21, 2022. Ulysses B. Hammond became interim executive director effective April 20, 2022, and served in that capacity until his resignation on September 6, 2024.

Significant Legislative Changes

Notable legislative changes that took effect during the audited period are presented below:

• Public Act 21-179 (Sections 2 through 4), effective July 12, 2021, increased the number of members on the CPA board of directors from 15 to 21 and made other changes to appointments, including adding officials from the three cities with deep water ports (Bridgeport, New Haven, and New London) and two municipalities with small harbors. Additionally, by January 1, 2022, it required the CPA to submit a plan to the Transportation Committee to ensure a transparent and equitable selection and distribution process for Small Harbor Improvement Projects Program (SHIPP) grants. The act also required CPA to submit quarterly reports to the Transportation Committee on its operations, finances, contracts, and small harbor and construction projects. It also required the Department of Administrative Services commissioner and Office of Policy and Management secretary to review and comment on the reports prior to their submission.

Connecticut Pilot Commission

The Connecticut Pilot Commission assists and advises the authority on matters related to the licensure of marine pilots, the safe conduct of vessels, pilotage rates, and the protection of the ports and waters of Connecticut.

Financial Information

Accounting Policies and Financial Operations

The Connecticut Port Authority used QuickBooks as its official accounting system during the audited period. Additionally, with the assistance of Connecticut Innovations, Incorporated, CPA used the Core-CT state accounting system for payroll. CPA also entered into a memorandum of agreement with the Office of Policy and Management (OPM) beginning in September 2019 for OPM to assist the CPA with various financial functions. During the audited period, OPM accounted for state bond funds, assisted CPA with finance issues, and reviewed the CPA bond fund management practices and internal controls to recommend improvements.

Other Examinations

Independent public accountants audited the CPA for the fiscal years under review. Those audits attested that the financial statements presented fairly, in all material respects, the financial position of the CPA for the audited period, and the changes in financial position and cash flows during the period in accordance with accounting principles generally accepted in the United States of America.

As an integral part of their financial statement audits, the independent public accountants provided reports on compliance and internal control over financial reporting. The reports on compliance with

certain laws, regulations, contracts, and grant agreements disclosed no instances of noncompliance that are required to be reported under Government Auditing Standards. The reports on internal control indicated no material weaknesses in internal control over financial reporting during the audited period.

Statement of Net Position

Based on the CPA's audited financial statements, a summary of assets, liabilities, and net position for the audited period and the preceding fiscal year follows:

	As of June 30,			
	 2021	2022	2023	
Assets				
Current and other assets	\$ 68,781,750	\$ 168,201,388	\$ 52,940,659	
Capital assets (net)	20,198,469	123,223,088	262,673,479	
Lease receivables (net)	-	-	16,257,311	
Right to use assets (net)	6,945,044	6,358,201	4,701,856	
Total Assets	95,925,263	297,782,677	336,573,305	
Current Liabilities	12,019,396	38,564,739	26,661,517	
Noncurrent Liabilities	6,358,202	5,749,104	4,311,479	
Total Liabilities	18,377,598	44,313,843	30,972,996	
Deferred inflow of resources	-	-	17,989,990	
Net Position				
Net investment in capital assets	20,198,469	123,648,968	262,939,537	
Net position, restricted	55,417,703	128,258,320	23,237,514	
Net position, unrestricted	1,931,493	1,561,546	1,433,268	
Total Net Position	\$ 77,547,665	\$253,468,834	\$287,610,319	

Fluctuations in assets and current liabilities during the audited period were due to ongoing construction for the Harbor Development Project. The increase in current and other assets was due to capital contributions from North East Offshore LLC (NEO) and state bonds, as noted in the State Appropriated Bond Allocations and Project Allocations table in this report. Right to use assets was added to the financial statements beginning in fiscal year 2022 in accordance with Governmental Accounting Standards Board Statement No. 87. As of June 30, 2022, and 2021, the office space sub-lease owned by Saybrook Realty Partners, LLC and the land and track lease owned by New England Central Railroad, Inc. have been recognized as right to use assets. The deferred inflow of resources recorded in fiscal year 2023 represents the future lease payments from NEO.

Summary of Revenues, Expenses, and Changes in Net Position

Based on the CPA's audited financial statements, a summary of revenues, expenses, and changes in net position for the audited period and the preceding fiscal year follows:

	As of June 30,		
	2021	2022	2023
Operating Revenues			
Lease revenue	\$-	\$-	\$ 430,000
State Pier Rent		1,250,000	
State Pier operating fees	98,926	-	73,033
Pilotage and licensing fees	65,570	132,221	121,769
Interest income - lease	-	-	70,000
Miscellaneous - other	221,028	78,030	79,591
Total Operating Revenues	385,524	1,460,251	774,393
Operating Expenses			
Salaries and related expenses	599,176	700,429	868,562
Contractual services	564,112	694,656	376,680
Rent	555,018	582,516	370,000
Administrative and general	279,881	211,386	83,334
Depreciation	8,833	10,901	1,423,491
Amortization	-		356,406
Total Operating Expenses	2,007,020	2,199,888	3,108,473
Operating Income (Loss)	(1,621,496)	(739,637)	(2,334,080)
Nonoperating Revenues (Expenses)			
Appropriations from state*	495,776	125,400,000	30,906,234
Interest expense	-	-	(428,169)
Investment income	73,636	213,923	1,445,149
Total Nonoperating Revenues	569,412	125,613,923	31,923,214
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Capital Contributions - Harbor Development Revenue	13,552,628	52,296,883	4,552,351
Change in Net Position	12,500,544	175,921,169	34,141,485
Net Position, Beginning of Year	65,047,121	77,547,665	253,468,834
Net Position, End of Year	\$ 77,547,665	\$235,468,834	\$287,610,319

* Bond funds allocated to the CPA (Harbor development revenue) and appropriations from the state were incorrectly classified as operating revenues rather than capital contributions and nonoperating revenues, respectively, in fiscal years 2021 and 2022 audited financial statements. For comparison purposes, we presented these under the correct classifications.

Operating revenues increased during fiscal year 2023 due to the initial quarterly installment of \$500,000 from NEO as outlined in the Harbor Development Agreement. Operating expenses increased during fiscal year 2023 primarily due to the significant depreciation and amortization increase resulting from infrastructure improvements at the Connecticut State Pier. The increase in salaries and related expenses in fiscal year 2023 was due to filling the finance director vacancy on May 6, 2022.

Capital contributions increased significantly during fiscal year 2022 due to a payment of \$52.5 million to support capital improvement as part of the Harbor Development Agreement from NEO on July 1, 2021. The fluctuation in appropriations from the state during the audited period was due to ongoing construction for the Harbor Development Project. The State Bond Commission approved and allocated general obligation bonds to the CPA for several purposes, including the Harbor Development Project.

Schedule of State Appropriated Bond Allocations and Project Allocations As of						
June 30, 2023						
Project Name	Allocated as of June 30, 2023	Expended through June 30, 2022	Expended July 1, 2022 through June 30, 2023	Expenditures through June 30, 2023	Remaining Allocation as of June 30, 2023	
State Appropriated Bond Allocations						
Small Harbor Improvement Projects Program (SHIPP)	\$ 4,011,650	\$ 3,281,650	\$-	\$ 3,281,650	\$ 730,000	
State Pier - Infrastructure Improvement and Long Term Capital Maintenance	4,560,000	3,862,198	359,868	4,222,066	337,934	
Pier 7 Design	750,000	150,708	77,237	227,945	522,055	
East Shore Properties Purchase	751,000	-	360	360	750,640	
New Haven Port Authority Freight Study	500,000	-	-	-	500,000	
Improvements at the State Pier in New London	210,500,000	50,648,726	135,920,265	186,568,991	23,931,009	
Eastern LI Sound Planning	641,106	15,132	29,374	44,506	596,600	
Piping Plovers	99,465	79,572	19,893	99,465	-	
Statewide Economic Development Strategies	522,821	189,410	-	189,410	333,411	
SHIPP 2: Clinton-Update Harbor Management Plan/Study Harbor	40,000	-	-	-	40,000	
SHIPP 2: West Haven-Boat Ramp Feasibility Study	184,000	-	-	-	184,000	
SHIPP 2: Norwich-Municipal Marina	544,020	-	-	-	544,020	
SHIPP 2: Stamford-West Beach Boat Ramp and Docks	163,847	-	-	-	163,847	
SHIPP 2: Groton City-Access to Municipal Dock Study	75,000	-	-	-	75,000	
SHIPP 2: Groton City - New Thames Street Dock	649,333	-	-	-	649,333	
SHIPP 2: Stamford-Westcott Cove Channel Dredging	1,200,000	-	-	-	1,200,000	
SHIPP 2: Chester-Chester Creek Dredging	100,000	-	99,987	99,987	13	
New Haven Harbor Dredging	5,000,000	-	980,000	980,000	4,020,000	
SHIPP 3: Branford-Point Wharf	1,000,000	-	-	-	1,000,000	
SHIPP 3: Stonington-Town Dock North Pier	250,000	-	-	-	250,000	
SHIPP 3: Stratford- Emergency Service Dock Project	63,346	-	-	-	63,346	

Following is a schedule of project allocations included as supplementary information in the CPA's audited financial statements:

SHIPP 3: Norwich-Brown Memorial Park Dock					
Replacement	289,490	-	-	-	289,490
SHIPP 3: Stamford-Cove Island Park Marina Channel Dredging	3,095,520	-	-	-	3,095,520
SHIPP 3: Stamford- Cummings Marina Final Design and Permitting	236,500	_		_	236,500
SHIPP 3: Stamford-Harbor Boat Launch Feasibility Study	20,000	-	-	-	20,000
SHIPP 3: Norwich-Heritage Riverfront Walkway Overlook Enhancement Project	45,000	-	-	-	45,000
SHIPP 3: Norwalk-Harbor Access Study	44,000	-	-	-	44,000
Total State Appropriated Bond Allocations	\$ 235,336,098	\$ 58,227,396	\$137,486,984	\$195,714,380	\$ 39,621,718
Other Projects					
Harbor Development Project (Deepwater Wind Funded)	22,500,000	22,500,000	-	22,500,000	-
Harbor Development Project (NEO Funded)	53,750,000	49,141,851	4,608,149	53,750,000	-
Total Other Projects	\$ 76,250,000	\$ 71,641,851	\$ 4,608,149	\$ 76,250,000	\$-

Harbor Development Agreement / Connecticut State Pier Project

On February 11, 2020, the authority entered into the Harbor Development Agreement with Gateway New London LLC and North East Offshore LLC (NEO). The Harbor Development Agreement established terms and conditions for the redevelopment of the State Pier Facility in New London into a heavy-lift capable port and an offshore wind center. NEO, an offshore wind developer, agreed to provide the CPA with funding to support the project. The estimated cost of the project at the time of the Harbor Development Agreement was \$157 million, with a \$72.5 million investment from NEO and \$22.5 million from its predecessor, Deepwater Wind. The funding from NEO includes \$20 million of lease payments, disbursed in equal installments of \$2 million for ten years, and \$52.5 million funded on July 1, 2021, to support capital improvements. These funds are to be used exclusively on Harbor Development Project expenditures. Harbor Development revenue is recognized when earned. As of June 30, 2023, state general obligation bonds funded \$210.5 million of the project.

AECOM Technical Services, Inc., the construction administrator for the project, based the \$157 million figure in the Harbor Development Agreement on estimates at the 60% design stage, acknowledging that the figure could change with further planning and construction estimations. In September 2020, AECOM recommended that CPA carry a \$211 million budget based on the latest 60% design stage documents. By December 2020, after reviewing the 90% design stage documents, AECOM advised increasing the budget to \$237 million. By July 2024, Kiewit Infrastructure Co., the Construction Manager at Risk for the project, raised the budget to \$311.4 million due to various factors, including supply chain disruptions caused by the COVID-19 pandemic, delays in obtaining state and federal permits, significant extensions to the completion date, and unexpected construction issues such as the discovery of large obstructions that necessitated certain redesigns.

Unforeseen construction challenges, supply chain disruptions, and regulatory issues caused several delays to the estimated completion date for the project. Initially slated for completion in August 2022, the project is expected to receive final acceptance by November 30, 2024.