



**BOARD OF COMMISSIONERS MEETING
of the
PORT OF PALM BEACH DISTRICT**

IN ACCORDANCE WITH THE PROVISIONS OF THE AMERICANS WITH DISABILITIES (ADA), PERSONS IN NEED OF A SPECIAL ACCOMMODATION TO PARTICIPATE IN THIS PROCEEDING SHALL, WITHIN THREE (3) DAYS PRIOR TO ANY PROCEEDING, CONTACT THIS OFFICE, ONE EAST 11TH STREET, SUITE 600, RIVIERA BEACH, FLORIDA 33404 – 6921 (561-842-4201).

**REGULAR BOARD OF COMMISSIONERS MEETING
3:30 P.M.
APRIL 19, 2018**

One East 11th Street – 6th Floor
Riviera Beach, Florida 33404-6921

- THIS MEETING IS OPEN TO THE PUBLIC -

Chair Jean L. Enright
Vice-Chair Peyton W. McArthur
Secretary/Treasurer Katherine M. Waldron
Commissioner Blair J. Ciklin
Commissioner Wayne M. Richards
Executive Director Manuel Almira
Port Attorney Gregory C. Piken

I. REGULAR BOARD OF COMMISSIONERS MEETING

CIVILITY AND DECORUM: The Port of Palm Beach is committed to civility and decorum by its officials, employees and members of the public who attend this meeting.

- Officials shall be recognized by the Chair and shall not interrupt a speaker.
- Public comment shall be addressed to the Board of Commissioners as a whole and not to any individual on the dais or in the audience.
- Displays of anger, rudeness, lack of respect, obscene or vulgar conduct shall not be permitted.
- The audience is expected to be respectful of others when they are addressing the Board of Commissioners.

A. CALL TO ORDER/ROLL CALL

B. PLEDGE OF ALLEGIANCE

C. ATTORNEY/CLIENT EXECUTIVE SESSION

LM Heavy Civil Construction, LLC v. Port of Palm Beach District

Case No. 502017CA005376XXXMB, pending in Circuit Court in and for Palm Beach County, Florida

Executive Session Attendees: Commissioner Blair J. Ciklin; Commissioner Jean L. Enright; Commissioner Peyton W. McArthur; Commissioner Wayne M. Richards; Commissioner Katherine M. Waldron; Executive Director Manuel Almira; Port Attorney Gregory C. Picken, Esq.; Port Attorney Donald Bicknell, Jr., Esq.; Court Reporter Susan Kruger

F.S. 286.011(8) allows the Board of Commissioners and the Port Director to meet in a Closed-Door Attorney/Client Session for the purpose of discussing strategy related to litigation.

The Chair shall announce:

- 1) The Attorney/Client Closed-Door Executive Session**
- 2) The estimated length of time is 45 minutes**
- 3) The names of the persons attending:**

**Commissioner Blair J. Ciklin
Commissioner Jean L. Enright
Commissioner Peyton W. McArthur
Commissioner Wayne M. Richards
Commissioner Katherine M. Waldron
Executive Director Manuel Almira
Port Attorney Gregory C. Picken, Esq.
Port Attorney Donald Bicknell, Jr., Esq.
Court Reporter Susan Kruger**

- 4) Attendees of the Attorney/Client Closed-Door Executive Session will relocate from the Board Room to the Conference Room**

D. APPROVAL OF THE MINUTES

Documents:

[MEETING MINUTES - MARCH 15, 2018.PDF](#)

E. ADDITIONS, DELETIONS, PRESENTATIONS, ANNOUNCEMENTS

F. CONSENT AGENDA

Documents:

[F CONSENT AGENDA.PDF](#)

F.1. Financial Statements For February 2018

Documents:

[F-1 FINANCIAL STATEMENTS.PDF](#)

F.2. Financial Reports For February 2018

Documents:

[F-2 CARGO REPORTS.PDF](#)

F.3. Cash And Investments For February 2018

Documents:

[F-3 CASH BALANCES.PDF](#)

F.4. Accountant's Report For February 2018

Documents:

[F-4 ACCOUNTANTS REPORT.PDF](#)

F.5. Contract Renewals

Documents:

[F-5 CONTRACT RENEWALS.PDF](#)

F.6. Contract Report

Documents:

[F-6 CONTRACT REPORT.PDF](#)

F.7. Business Development

Documents:

[F-7 BUSINESS DEVELOPMENT.PDF](#)

F.8. Public Relations & Marketing

Documents:

[F-8 PUBLIC RELATIONS.PDF](#)

F.9. Community Grants

Documents:

[F-9 COMMUNITY GRANTS.PDF](#)

G. DISTRICT REPORTS

G.1. Executive Director's Report

Documents:

[G-1 EXECUTIVE DIRECTORS REPORT.PDF](#)

G.2. Engineering Report

Documents:

[G-2 ENGINEERING REPORT.PDF](#)

G.3. Governmental Affairs Report

Documents:

[G-3 GOVERNMENTAL AFFAIRS REPORT.PDF](#)

G.4. Commissioner's Report

Documents:

[G-4 COMMISSIONER REPORT.PDF](#)

H. OLD BUSINESS

H.1. Peanut Island Update

Documents:

[H-1 PEANUT ISLAND.PDF](#)

I. NEW BUSINESS

I.1. Request For Proposals - Cleaning Services

Documents:

[I-1 RFP CLEANING SERVICES.PDF](#)

I.2. Approval Of Vending Services Selection

Documents:

[I-2 VENDING MACHINE SERVICES.PDF](#)

I.3. Approval Of Comprehensive Annual Financial Report

Documents:

[I-3 CAFR.PDF](#)

I.4. Request To Purchase Mobile TWIC Readers Hardware

Documents:

[I-4 MOBILE TWIC READERS.PDF](#)

I.5. Approval Of Resolution - Annual Member Dues For Transportation Planning Agency

Documents:

[I-5 TPA RESOLUTION.PDF](#)

I.6. Approval Of Southgate Complex Lease, Paradise Cruise Line Operator, Ltd.

Documents:

J. COMMENTS FROM THE PUBLIC

K. COMMENTS FROM THE BOARD OF COMMISSIONERS

L. SET NEXT MEETING DATE

Regular Board Meeting - Thursday, May 17, 2018- 4:00 p.m.

M. ADJOURNMENT

**PORT OF PALM BEACH DISTRICT
REQUEST FOR DISCUSSION AND
COMMISSION ACTION**

**APPROVAL OF MINUTES
ITEM D**

PREPARED BY: Venice Howard Deputy Clerk April 9, 2018

SUBJECT: Approval of the Minutes

BACKGROUND INFORMATION: The minutes of the following public meeting are attached for your review:

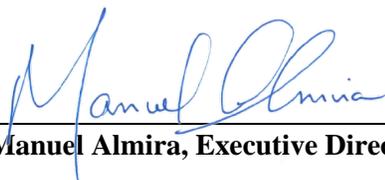
March 15, 2018 Regular Board of Commissioners Meeting

ADDITIONAL INFORMATION ATTACHED: No _____ Yes X

FINANCIAL IMPACT: N/A

RECOMMENDATION: The Board of Commissioners is respectfully requested to review the minutes, advise staff of any necessary changes and approve the minutes of the January 18, 2018 Regular Board of Commissioners Meeting.

Respectfully Submitted By:



Manuel Almira, Executive Director

DATE ACTION TAKEN: _____
Approved: _____
Disapproved: _____
Deferred To: _____
Incorporated into Minutes: _____

Motion By: _____
Seconded By: _____
Unanimous: Yes _____ No _____
By: _____

BOARD OF COMMISSIONERS
PORT OF PALM BEACH DISTRICT
Regular Board Meeting

- - -

Thursday, March 15, 2018

Port of Palm Beach
One East 11th Street
Riviera Beach, Florida

3:29 p.m. - 5:37 p.m.

- - -

ATTENDING:

Jean L. Enright, Chair
Peyton W. McArthur, Vice Chair
Katherine M. Waldron, Secretary/Treasurer
Blair J. Ciklin, Commissioner
Wayne M. Richards, Commissioner
Manuel Almira, Executive Director
Paul Zielinski, Deputy Director/CFO
José R. Soler, Port Engineer
Jarra Kaczvara, Sr. Director, Business Development
Ken Hern, Director, Seaport Operations, Security
Carl Baker, Director of Planning
Gregory Picken, Port Attorney
Donald R. Bicknell, Jr., Port Attorney
Venice Howard, Deputy Clerk
Aidy Alonzo, Public Relations/Media Specialist

1 BE IT REMEMBERED that the following Regular
2 Board Meeting was had at Port of Palm Beach, One East
3 11th Street, Riviera Beach, Florida, on Thursday, March
4 15, 2018, beginning at 3:29 p.m., with attendees as
5 hereinabove noted, to wit:

6 - - -

7 CHAIR ENRIGHT: The meeting will now come to
8 order. May I have the roll call, please.

9 MS. HOWARD: Chair Jean Enright.

10 CHAIR ENRIGHT: Present.

11 MS. HOWARD: Vice Chair Peyton McArthur.

12 VICE CHAIR McARTHUR: Here.

13 MS. HOWARD: Secretary/Treasurer Katherine
14 Waldron.

15 COMMISSIONER WALDRON: Here.

16 MS. HOWARD: Commissioner Wayne Richards.

17 COMMISSIONER RICHARDS: Here.

18 MS. HOWARD: Commissioner Blair Ciklin.

19 COMMISSIONER CIKLIN: Here.

20 MS. HOWARD: Executive Director Manuel
21 Almira.

22 EXECUTIVE DIRECTOR ALMIRA: I'm here.

23 MS. HOWARD: Port Counsel Gregory Picken.

24 MR. PICKEN: Here.

25 CHAIR ENRIGHT: Madam, we have a quorum.

1 Thank you.

2 Now we're going to attorney-client executive
3 session, and we will -- present in the session will be
4 Commissioner Blair Ciklin, myself, Commissioner
5 McArthur, Commissioner Richards, Commissioner Waldron;
6 also, Executive Director Manuel Almira, Mr. Greg
7 Picken, and also Donald Bicknell and our court
8 reporter, Susan Kruger. And those will be in
9 attendance. And now we will adjourn to the Board --

10 COMMISSIONER CIKLIN: Forgot the Pledge. Do
11 you want to do that?

12 CHAIR ENRIGHT: Do we do it first? Okay,
13 that's fine. Oh, I missed it. Pledge of Allegiance.
14 Please stand. Oh, my gosh.

15 (Pledge of Allegiance recited.)

16 CHAIR ENRIGHT: Please be seated. And now
17 we'll return to the executive session. Thank you.

18 (Whereupon, there was a recess in the
19 proceedings from 3:33 p.m. until 4:07 p.m.)

20 CHAIR ENRIGHT: The meeting will now come to
21 order and back in session. And now we will go to D,
22 approval of the minutes. May I have a motion?

23 COMMISSIONER WALDRON: Make a motion.

24 VICE CHAIR McARTHUR: Second.

25 CHAIR ENRIGHT: The motion has been moved and

1 seconded. All in favor of the minutes as you see them
2 in your Diligent and on the agenda.

3 (A chorus of ayes.)

4 CHAIR ENRIGHT: Motion carries, five/zero.
5 Thank you very much.

6 Now, are there any, Mr. Almira, any
7 additions, deletions, presentations and announcements,
8 sir?

9 EXECUTIVE DIRECTOR ALMIRA: Yes, there are,
10 Commissioner. We have one -- and we'd like to do it in
11 this order -- announcement from our friend, T. D.
12 Davis, Councilman for Riviera Beach. We have two
13 presentations, and we have one addition.

14 CHAIR ENRIGHT: Thank you very much. Okay,
15 let's start with --

16 EXECUTIVE DIRECTOR ALMIRA: Mr. Davis.

17 CHAIR ENRIGHT: -- Commissioner Davis from
18 the City of Riviera Beach.

19 COMMISSIONER DAVIS: Thank you, Madam Chair,
20 Commission, Executive Director and the public.

21 Yes, Councilman Terence Davis, the
22 representative from the City of Riviera Beach, this
23 wonderful, great city, and I'm so happy to be here
24 before you today. I am the representative that works
25 with the Port as we build this relationship, as I've

1 been working with the Vice Chair McArthur.

2 What you have in front of you today is an
3 event that was sponsored years ago by Former Mayor
4 Michael Brown. At the time it was called Nealia B.
5 Cunningham (inaudible) Day on Peanut Island, and it was
6 a day to honor Ms. Cunningham, because she was about 80
7 something years old, and she never had a chance to go
8 on the island. And at the time, Michael Brown told her
9 before she passed away he would take her on a visit.
10 So he took her to the island along with a group of
11 senior citizens to get a nice tour.

12 And what blew up from that, they invited all
13 the kids from Rivera Beach, and they did a day for
14 festivities on the island. So we're bringing that back
15 in honor of Nealia Cunningham, along with Mr. Don
16 Wilson. We will be more of a hybrid. We will not be
17 staying the night. It's the day on Good Friday, March
18 30th.

19 We will host all the activities at the Marina
20 on the upland side. We will then put the kids on a
21 ferry and take them over to the island for a scavenger
22 hunt and an Easter egg hunt. We understand it is a
23 holiday. We have been coordinating with the Palm Beach
24 County staff members. They're all there. We have
25 worked through all those diligence.

1 Cheney Brothers will be working with us,
2 X102.3, and along with -- yesterday we got a commitment
3 from the Coast Guard. I went to the Coast Guard and
4 challenged them to get more involved with the City. We
5 must show a united front with this City, all our
6 entities, all our Commissioners and all our leadership.
7 That is very important if we want to make sure that
8 folks understand why they need to return, why you need
9 to buy cruise line tickets and keep visiting the Port
10 and visiting this great City.

11 So what you have before you is a flyer asking
12 you to come out on that day and maybe bring senior
13 staff and just volunteer, have a Port booth and just be
14 there, bring your family, your children, and make sure
15 that even your staff get some information to their
16 children, because it's a day that the kids going to be
17 out of school.

18 So the flyer shows at the Riviera Beach
19 Marina, 190 East 13th Street. There's a registration
20 form, there's a waiver that covers all the insurance.
21 It's on Friday, March 30th, from ten to three.

22 We will have a shuttle bus going from Lindsey
23 Davis Center, Wells Recreational Complex, Stonybrooks
24 Apartments and Dan Calloway so we can make sure that we
25 provide transportation for all the kids who won't

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1 necessarily have someone that can just drive them over.

2 We are -- we're just excited. So I just want
3 to make sure I come before you today -- we have a
4 meeting that's taking place now, but I know you have
5 your Port meeting -- to make sure I can leave a few of
6 these for you and your staff. You can make some copies
7 for the public and anyone else that may. I encourage
8 you all to please, if you're not doing anything this
9 year, to come and participate, bring your banner, bring
10 your team, bring your shirt and bring your smile out,
11 because we owe it to our community to do something good
12 on that wonderful day.

13 COMMISSIONER RICHARDS: Thank you very much.

14 Commissioner Richards.

15 COMMISSIONER RICHARDS: Thank you, Mr. Davis,
16 Commissioner Davis.

17 Manny, you know, this is marine related.
18 There's water there, okay? And working with the City
19 is important. It would be great if a group of us could
20 go over there, maybe extended lunch hour or something
21 like that. We could encourage our staff to go, maybe
22 get tee shirts. It would really be nice if 10 or 20 of
23 us can go over there for an hour, hour and a half or
24 two hours and participate.

25 EXECUTIVE DIRECTOR ALMIRA: Sure.

1 COMMISSIONER RICHARDS: So I will do that,
2 and it would be nice if we can do that as a unified
3 body. That would really be nice.

4 COMMISSIONER DAVIS: We could use staff on
5 registration, someone on the island for a little while
6 as the kids come over for the scavenger hunt. And the
7 kids, when they register, they get color bands. So
8 each group will get called to go over for 45 minutes to
9 an hour, and they rotate them over, where they can eat,
10 they'll have rock climbing, they will have bounce
11 houses, they have water sports activities.

12 So we brought the Coast Guard in to make sure
13 that we got everything, a great welcome, and the
14 experience to understand. The Coast Guard, the Army
15 Reserve, our Police Department will be there
16 exhibiting. Our Fire Department will be there. So it
17 will be great to make sure that the Port's
18 participating.

19 CHAIR ENRIGHT: I have a comment. First,
20 this is March 30th. Is that during spring break week?

21 COMMISSIONER DAVIS: Spring break week is the
22 next week --

23 CHAIR ENRIGHT: Because from 10 a.m. to
24 3:00 p.m. on a Friday, children are in school.

25 COMMISSIONER DAVIS: Not on Good Friday.

1 CHAIR ENRIGHT: Are they -- so that is during
2 spring break?

3 COMMISSIONER DAVIS: Well, spring break is
4 the next week, but the --

5 CHAIR ENRIGHT: Right, so -- right, but it's
6 included. So it's included, so you answered the
7 question.

8 COMMISSIONER DAVIS: No. The following week
9 is not spring break, but that Friday they're off. It's
10 very interesting how Good Friday fell this year.

11 CHAIR ENRIGHT: I have no problem with this.
12 I think that we should post it around the Port and tell
13 our employees, but I cannot see that we close the Port
14 down and have our employees go over there and work.

15 COMMISSIONER DAVIS: No, no, Ms. --

16 CHAIR ENRIGHT: We will participate. And I
17 would like for all our staff to be informed about it.
18 And we can post it, and maybe some of us can go over if
19 you have the time. But we will always support
20 activities from the City of Riviera Beach. And I think
21 it's an excellent project; I think it's good.

22 VICE CHAIR McARTHUR: Madam Chairwoman.

23 CHAIR ENRIGHT: Yes, go on.

24 VICE CHAIR McARTHUR: Councilman Davis, I
25 thank you for coming. A question: How many children

1 are we talking about?

2 COMMISSIONER DAVIS: We are preparing for
3 anywhere from 500 to 1,000 children.

4 COMMISSIONER RICHARDS: Wow.

5 VICE CHAIR McARTHUR: Okay. And --

6 COMMISSIONER DAVIS: Because it's a day, you
7 know, they going to be out of school, and we want to
8 make sure that it's not -- they have somewhere they can
9 go and spend their day.

10 VICE CHAIR McARTHUR: And I know this is
11 putting him on the spot, but can we ask our attorney if
12 he's comfortable with the hold harmless language? Are
13 we okay?

14 MR. PICKEN: Well, yes, I'm fine, but it's my
15 understanding from speaking to Mr. Almira, it would not
16 be on the Coast Guard facilities that we just got back
17 from that tenant.

18 COMMISSIONER DAVIS: No, no, it will not be.

19 CHAIR ENRIGHT: Okay, because I was concerned
20 about liability.

21 VICE CHAIR McARTHUR: That won't be on the
22 part of the island that we own?

23 MR. PICKEN: What I'm understanding is that
24 this is not on part of the property that the Port owns.
25 Is that correct?

1 CHAIR ENRIGHT: Okay.

2 VICE CHAIR McARTHUR: So that's not an issue.

3 MR. PICKEN: Correct.

4 COMMISSIONER DAVIS: No, we've done a tour
5 with the County staff, and they was very clear about
6 where we can and can't be, with the understanding of
7 what's going on with the bunker, the asbestos and all
8 the things that have happened. So that's why we
9 restricted it down to just a scavenger hunt to certain
10 areas and the Easter egg hunt of the area, and that
11 way, we can get them over for one hour, and we can
12 bring another group over.

13 CHAIR ENRIGHT: So there's not --

14 VICE CHAIR McARTHUR: And where are you
15 going --

16 COMMISSIONER DAVIS: So all the children will
17 not be there at the same time.

18 VICE CHAIR McARTHUR: Where are you going to
19 get enough adults to handle that many children?

20 COMMISSIONER DAVIS: Well, you got -- we got
21 a Clean and Safe Program. Their entire staff will be
22 there, so that's about 40 people. We got our Police
23 Department, we got all of our -- not the Coast Guard --
24 lifeguards, all lifeguards going to be on staff going
25 to be on deck. We got Lincoln -- not Lincoln, but

1 Suncoast High School, Inlet Grove, Junior ROTC
2 anticipating being there, Palm Beach Gardens High
3 School students, Dwyer High School students.

4 So we will have hopefully just as many
5 volunteers and we do as children. And Boys and Girls
6 Club will be turning up all their staff on that day as
7 well, along with all of our Parks and Recreation staff
8 as well. So we will be -- we will have it structured
9 to where they will not be just hanging out. They will
10 have structure, they will have a program, when and
11 where to go and what activities they can do which are
12 age appropriate.

13 CHAIR ENRIGHT: I think it's an excellent
14 idea, but I'm going to be the devil's advocate and ask
15 you this. I know just from years ago the Palm Beach
16 County School Board always had a problem with bringing
17 kids, taking them over to Peanut Island because there's
18 a law as far as liability, and when the children are on
19 the little boat, they have to have on life jackets, so
20 you have to make sure you have enough life jackets for
21 every child that's on that boat. It goes across --

22 COMMISSIONER DAVIS: And that's why we bring
23 them over in small groups.

24 CHAIR ENRIGHT: And the liability is so great
25 until the Palm Beach County School Board would not

1 allow children to go over there anymore because of
2 liability. And that's just something that --

3 COMMISSIONER DAVIS: Well, that was something
4 that we easily hashed out with our insurance liability.

5 CHAIR ENRIGHT: Okay. I just, you know, I
6 think it's an excellent idea, but --

7 COMMISSIONER DAVIS: Yes, so that's why we
8 want to take them over in small groups, because I can
9 see your point. So we take over, let's say --

10 CHAIR ENRIGHT: They have to have on life
11 jackets.

12 COMMISSIONER DAVIS: -- groups of 50 or 60
13 students, it's much easier to monitor, it's much easier
14 to be there, and that's why we have the Coast Guard
15 there. We're making sure that this is an event with
16 the right intentions, that we do all our precaution and
17 we make sure we do everything we do to make sure that
18 everyone is comfortable with what's taking place.

19 It was very successful for many years until
20 we had a new mayor that took place (inaudible), who
21 scratched the event out because he didn't want to
22 support what the previous mayor had done. It was an
23 event that we never had a casualty, we never had a
24 drowning, we never had any issue.

25 So we want to keep doing what they were doing

1 before, and we just shrinking it down a little bit to
2 make sure as we jump-start it that we don't overdo
3 ourself and under prepare. And that's why we're not
4 doing the overnight stay like they did 40 years ago.

5 They were going Friday night, and all the
6 volunteers would camp out on the campgrounds on Friday
7 night, and that was their treat for coming back on
8 Saturday and working for a full day, and then they
9 would work on that Saturday. But we're not doing a
10 camp-out night; we're not doing that. We just going to
11 have a day on the uplands portion and one hour on
12 Peanut Island.

13 CHAIR ENRIGHT: Thank you for your
14 presentation.

15 Any other questions?

16 COMMISSIONER CIKLIN: Yes.

17 CHAIR ENRIGHT: Commissioner Ciklin.

18 COMMISSIONER CIKLIN: Terence, on the
19 location, so basically, you're going to have the ships
20 or whatever, the boats or whatever going back and forth
21 out of the City, so there's a designated spot --

22 COMMISSIONER DAVIS: Yes, sir. Yes, sir, we
23 have a schedule. We work with two charter companies.
24 They're coordinating all of that. Matter of fact,
25 they're in a meeting right now discussing it. We meet

1 every Thursday at the Marina at 4:00. If any of you
2 and your staff want to come next Thursday, we'll be at
3 the Marina at 4:00. We want to make sure up until the
4 day of that, if anything changes, that we're working
5 together.

6 And that's why I want to make sure I had a
7 chance to get over here. You had a staff member that
8 came before, and he was there. He was great. And just
9 to make sure that, you know, with all that's going on
10 in this country, that we can do something good for our
11 people.

12 COMMISSIONER CIKLIN: Great, great.

13 CHAIR ENRIGHT: Thank you very much.

14 COMMISSIONER CIKLIN: Okay, thanks a lot.

15 COMMISSIONER RICHARDS: Good job.

16 COMMISSIONER DAVIS: Thank you all. And I
17 left some copies with Manny so he can issue them out.
18 So you see the registration form and the liability
19 form, the waiver form for the parents as well.

20 CHAIR ENRIGHT: Thank you very much.

21 COMMISSIONER DAVIS: All right, thank you.

22 CHAIR ENRIGHT: Mr. Almira, move on to the
23 next.

24 EXECUTIVE DIRECTOR ALMIRA: Thank you.

25 CHAIR ENRIGHT: Before you start, I'm going

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1 to -- I would like to introduce the Mayor of Palm Beach
2 Shores who just walked in the door.

3 MAYOR KOUTZEN: Thank you.

4 CHAIR ENRIGHT: She's here. Thank you for
5 coming.

6 And also the new Councilperson from Riviera
7 Beach elect, Julie Botel, who won by 79.9 percent of
8 the vote. Just outstanding, remarkable. Looks like a
9 runaway. But thank you for coming and joining our
10 meeting. Thank you very much.

11 EXECUTIVE DIRECTOR ALMIRA: Okay.

12 CHAIR ENRIGHT: Go on.

13 EXECUTIVE DIRECTOR ALMIRA: All right,
14 continuing, we now have Debra Buff, the City Clerk from
15 Belle Glades. Is she here?

16 UNIDENTIFIED SPEAKER: She's running late.

17 EXECUTIVE DIRECTOR ALMIRA: Oh, okay. Would
18 you like to take her place?

19 CHAIR ENRIGHT: Or would you like for us to
20 do it later on?

21 EXECUTIVE DIRECTOR ALMIRA: Somebody can come
22 up and --

23 CHAIR ENRIGHT: Mr. Almira.

24 EXECUTIVE DIRECTOR ALMIRA: Yes, ma'am.

25 CHAIR ENRIGHT: Is she the head, one of the

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1 head clerks? You want us to wait for her? Is she on
2 the road coming here? Well, let's just wait --

3 EXECUTIVE DIRECTOR ALMIRA: All right.

4 CHAIR ENRIGHT: -- and we can do something
5 else, and then we'll come back to you, because I would
6 hate not for her to be here with the whole group,
7 because they're a group of clerks. So go on. Thank
8 you, sir.

9 EXECUTIVE DIRECTOR ALMIRA: And there's one
10 more, Sam. Sam Roman from the Puerto Rican
11 Chamber/Hispanic Chamber of Commerce. Is he here? Sam
12 Roman? No?

13 COMMISSIONER WALDRON: Sam Roman? He's not
14 here.

15 CHAIR ENRIGHT: So we'll just go on, and
16 hopefully as they come or show up, then we will just
17 insert them.

18 EXECUTIVE DIRECTOR ALMIRA: Sure.

19 CHAIR ENRIGHT: Let's go on to the consent.

20 EXECUTIVE DIRECTOR ALMIRA: Then I can go on
21 to additions?

22 CHAIR ENRIGHT: Yes.

23 EXECUTIVE DIRECTOR ALMIRA: I would like to
24 add the item under Berth 17. And what would you like
25 to say --

1 CHAIR ENRIGHT: It will be H --

2 EXECUTIVE DIRECTOR ALMIRA: Let's just say
3 approval for the Executive Director to negotiate.

4 CHAIR ENRIGHT: And that will be H -- wait a
5 minute.

6 EXECUTIVE DIRECTOR ALMIRA: The last one,
7 whatever number that is.

8 CHAIR ENRIGHT: H.4? H.5?

9 EXECUTIVE DIRECTOR ALMIRA: Actually, I --
10 well, it's old business. H.5, that's fine.

11 CHAIR ENRIGHT: Any others?

12 EXECUTIVE DIRECTOR ALMIRA: That's it.

13 CHAIR ENRIGHT: Do we have a motion?

14 COMMISSIONER RICHARDS: So moved.

15 VICE CHAIR McARTHUR: Second.

16 CHAIR ENRIGHT: Motion has been properly
17 moved and seconded. All in favor?

18 (A chorus of ayes.)

19 CHAIR ENRIGHT: Motion carries, five/zero.
20 Thank you very much.

21 Let's go on now to the consent agenda. Are
22 there any -- anyone would like to pull anything from
23 the consent agenda? You've had a chance to read it?

24 COMMISSIONER RICHARDS: Move approval.

25 COMMISSIONER WALDRON: Second.

1 CHAIR ENRIGHT: Consent approval. Any
2 comments? No discussion? All in favor, please say
3 aye.

4 (A chorus of ayes.)

5 CHAIR ENRIGHT: Motion carries, five/zero.
6 Thank you very much.

7 Let's go now to District reports.

8 Mr. Almira, your report, please, sir.

9 EXECUTIVE DIRECTOR ALMIRA: As the topic
10 suggests, Around the Port, I'd like to start by saying
11 that staff will agree the training for the prevention
12 of harassment and discrimination was a very informative
13 session. We held it back on February the 22nd for each
14 employee and Commissioners. Those that were not able
15 to attend this session received a packet of information
16 to review, understand, acknowledge with their
17 signature, and please return that to Bea.

18 Moving on, the Palm Beach North Chamber of
19 Commerce Prosperity Leadership Group met in our
20 boardroom a couple days back, on March the 6th. That
21 was followed by a presentation and a Port tour. It was
22 very well attended. I was asked to give a briefing and
23 a welcoming to all of their members.

24 Also moving on, Peanut Island Round Table.
25 We had scheduled a meeting for March the 13th, however,

1 due to conflicts, schedules, the meeting has been
2 rescheduled for later this month, possibly early April.
3 We did receive some notification earlier this morning.
4 Going through it, and I'll have more information when
5 the item comes up.

6 Commissioners, the U.S. Virgin Island
7 delegates visited our area. They were invited by
8 Tropical Shipping to meet here at the Port on March
9 the 7th. The Virgin Island Port Authority -- some
10 background -- owns and manages the two airports and a
11 majority of the public seaports in the U.S. Virgin
12 Islands.

13 Their main purpose of this event was to
14 discuss the planning for recovery efforts following
15 recent Hurricanes Maria and Irma, which affected the
16 Caribbean Islands. If I recall, they said that they
17 were about somewhere in the vicinity of 70 to 80
18 percent recovered, so there's still a lot of work to be
19 done there.

20 Moving on, Commissions, Enterprise Florida
21 International Committee, they held their Board meeting
22 yesterday down in Palm Beach -- West Palm Beach, I
23 believe it was. I was asked to share information on
24 the Port's activity involving trade, export/shipping,
25 interest/contacts and from our overseas friends that we

1 have.

2 One important factor, the World Bank
3 economist is forecasting a 3.5 percent GNP for the
4 Bahamas for the rest of this year and next.

5 Lastly, Kenneth Mapp -- well, we're going to
6 do that, and that's fine.

7 There is another award here, the Safety
8 Council Award for Worker Safety. We do have an award
9 right here. What we'd like to do is present this to
10 Mr. Ken Hern.

11 One more time, sir, if you could just come
12 up, pick up and sit down.

13 CHAIR ENRIGHT: Make it quick.

14 EXECUTIVE DIRECTOR ALMIRA: Your picture's up
15 there already.

16 MR. HERN: There you go.

17 EXECUTIVE DIRECTOR ALMIRA: Thank you.

18 MR. HERN: Thank you.

19 EXECUTIVE DIRECTOR ALMIRA: All right, moving
20 on. All right, well, we did add something else here,
21 and that is Kenneth Mapp, the Governor of the Virgin
22 Islands, he will be visiting the Port on March the 21st
23 for a presentation and tour. He originally was to
24 attend the March 7th event, however, due to illness, he
25 had to reschedule.

1 Among the events that are coming up, next
2 week I will be in Washington from Monday through
3 Wednesday, then Florida Ports Council meeting, the
4 fly-in to Washington, D.C. the following week. Steel
5 Conference up in Baltimore early April. Florida Ports
6 Council is having their Summer Board Meeting in Orlando
7 in May. And lastly, the Florida Ports Council Annual
8 Board Meeting, this year it will be held in
9 St. Petersburg, Florida during September 5th and 6th.

10 If you have any questions, Commissioners,
11 I'll be more than glad to attempt to answer.

12 CHAIR ENRIGHT: No. Thank you very much.

13 EXECUTIVE DIRECTOR ALMIRA: Thank you.

14 CHAIR ENRIGHT: Engineer.

15 MR. SOLER: Good afternoon, Commissioners.

16 I'll start off with the engineering report. First
17 start with the project on Berth 17.

18 The contractor is working already on the
19 upland side of the project with the earth work,
20 preparing for pavement of asphalt and concrete asphalt
21 on the concrete structures under the sugar conveyor.

22 On the upland side, they also completed the
23 installation of the water box. We're still pending to
24 complete the shore power station, which is on the left
25 side of the photo here.

1 On the south side, they're already installing
2 the conduits that will provide the power to the dolphin
3 structures for the lighting that needs to be installed
4 so the passing by boats can actually see the structure
5 during the night.

6 The north bulkhead is already completed, with
7 all the fenders already installed. The only item that
8 is missing there is the truck tires, which also come in
9 between each one of the fenders.

10 On the west side, all the fenders are already
11 installed, as well as on the south side.

12 On the water side, which is the most critical
13 item, we have three dolphin structures. As of today,
14 the contractor is working on the middle and the western
15 one, which is the one on the north of the photo. Last
16 week, Monday and Tuesday, contractor started the
17 concrete pouring of both structures. The one in the
18 middle was poured on Monday, and the western one, which
19 is the one on the north side of the photo, was poured
20 on Tuesday.

21 This is a photo taken from the north looking
22 south. You can see the concrete pump sitting on Slip
23 3, pump obviously across the Berth 17 all the way down
24 to the structures on the south side of the project.
25 This is a photo of the workers working on the middle

1 dolphin during the pour, and a photo after the pour was
2 complete, was poured.

3 The steel forms are already being removed
4 from both of the structures, and contractor already
5 started installing the catwalk that connects each
6 structure so we can actually walk out and tie down the
7 vessels once they come in for anchorage. This is one
8 of the structures and the catwalk as it's already
9 installed.

10 The last item, and the most critical item
11 right now is the completion of the east dolphin
12 structure. As you might as well remember, the piles
13 that were installed did not meet the capacity, the
14 design capacity for the project. So they originally
15 had four steel piles, and the design has to be modified
16 to add two additional piles in between those four. The
17 contractor is actually working on the procurement of
18 those two piles.

19 They submitted a change order proposal, which
20 is already being reviewed by AECOM, which is engineer
21 of record. It has not been determined if the
22 contractor is entitled to additional compensation due
23 to the installation of these two piles, and I think it
24 was discussed during the executive session.

25 But in terms of the construction, in order

1 for us to move forward, the contractor had to complete
2 the procurement process, for which they have stated
3 that it will take them, to get all the piles in place
4 and ready to be installed, and pile driving is starting
5 April the 3rd.

6 Piling and testing will take them three to
7 four weeks. And they have stated that by the end of
8 March -- I mean May 3rd, they will be actually
9 completing the installation of the additional piles.
10 Right after that, they will have to come in and do the
11 form work, rebar and the actual concrete pouring.

12 So as of today, they will start driving the
13 piles right after the manatee season, which allow us to
14 work on the water side on April 1st, and they're
15 stating they will be ready April the 3rd. So that
16 means the project will be probably carried on through
17 June or July, which is two years after the actual
18 starting date of the project, which is twice as much as
19 we expected and the actual -- the contract allows them
20 to do the work.

21 So activities already completed today, we
22 have 90 percent of the fenders on the bulkhead area, as
23 well as the two dolphin structures, the middle and the
24 inner one.

25 And activities that need to be completed will

1 be the construction of the west dolphin structure,
2 completion of the installation of the catwalks and the
3 four fenders that are still missing in the bulkhead
4 area, as well as completion of the upland site, which
5 requires concrete slabs on the south side of the
6 bulkhead and under the sugar conveyor, and asphalt all
7 the way down to the south side of the sugar building.

8 As of today, the contractor has invoiced
9 80 percent of the contract amount. That's through
10 October. They have not submitted invoices for the
11 months of November, December, January and February. We
12 have drafts for those, for the last two pay
13 applications of November and December, which will take
14 the contract amount to be invoiced to 90 percent.

15 Do you have any questions regarding Berth 17?

16 CHAIR ENRIGHT: Any questions, Commissioner?

17 COMMISSIONER RICHARDS: One question. Who
18 did that wonderful steelwork in those two dolphin
19 structures?

20 MR. SOLER: The rebar?

21 COMMISSIONER RICHARDS: Yes.

22 MR. SOLER: Ironworkers. They used
23 Ironworkers.

24 COMMISSIONER RICHARDS: Glad to hear that.

25 I'll ask you every time.

1 CHAIR ENRIGHT: Commissioner Ciklin.

2 COMMISSIONER CIKLIN: Yes, José, did we ever
3 get any final figures when we did our maintenance
4 dredging on how much sand actually went over to Palm
5 Beach? Do we have any --

6 MR. SOLER: Yes, we have the actual number.
7 I don't have it right here, but yes, we have the final
8 number for --

9 CHAIR ENRIGHT: Manny, do you have any idea
10 approximately how much sand went over there or --

11 EXECUTIVE DIRECTOR ALMIRA: I wouldn't even
12 begin to guess.

13 MS. ALONZO: One second.

14 EXECUTIVE DIRECTOR ALMIRA: We have it?

15 MR. SOLER: Yes, we have it.

16 EXECUTIVE DIRECTOR ALMIRA: Actually, yes, we
17 did have a press release.

18 COMMISSIONER CIKLIN: I'm just kind of
19 curious. That's something that --

20 EXECUTIVE DIRECTOR ALMIRA: A lot.

21 MS. ALONZO: About 235,000 cubic yards were
22 dredged from the entrance channel, and that was passed
23 over to Palm Beach Island.

24 COMMISSIONER CIKLIN: Wow, that's a lot.
25 That's got to be millions of dollars worth of sand.

1 EXECUTIVE DIRECTOR ALMIRA: A letter was
2 sent, at the behest of one of our Commissioners, to
3 Mayor Coniglio.

4 COMMISSIONER CIKLIN: Okay.

5 EXECUTIVE DIRECTOR ALMIRA: I haven't heard
6 anything, but we did our part.

7 COMMISSIONER CIKLIN: I mean the dollar
8 amount was millions, wasn't it, for that much sand?

9 EXECUTIVE DIRECTOR ALMIRA: Yes.

10 COMMISSIONER CIKLIN: Okay, good. Very good,
11 thank you.

12 CHAIR ENRIGHT: Thank you very much. Any
13 other questions for our engineer?

14 Okay, let's go down to --

15 EXECUTIVE DIRECTOR ALMIRA: Well, he's got
16 one more.

17 CHAIR ENRIGHT: Yes, okay.

18 MR. SOLER: Two more.

19 EXECUTIVE DIRECTOR ALMIRA: Actually, one
20 more.

21 MR. SOLER: Two more. So we have the main
22 rail spur improvement, phase one, which is basically
23 the replacement of the rails on what we call the curve.
24 The existing rail is a 90 and a 100 pound rail, and we
25 are substituting and changing, improving it to 132

1 pound rail.

2 The project was awarded to González & Sons,
3 and the notice to proceed was provided on June 2nd.
4 This week we started receiving material. You can see
5 in the picture here we have the concrete ties. They
6 actually completed all the delivery of the concrete
7 ties to the project today, and on Monday, Monday and
8 Tuesday of next week, they will receive all the steel
9 tiles -- I mean the steel rails.

10 Construction is expected to start in the
11 first week of April, which originally we had a baseline
12 schedule, we wish they will start in June, taking all
13 the way down to August. All the procurement was --
14 they delivered the material; it was received ahead of
15 time, so they could actually start in April with the
16 actual construction.

17 So if everything goes according to plan,
18 instead of completing the project by August, they could
19 be able to finish by the end of June, even though our
20 contract with them allows them to continue until
21 August. That's the completion date based on the
22 contract, but they say they can actually manage to
23 finish by June. This is the schedule of the
24 activities, and you can see that they are projecting
25 the completion to be done by the second week of June.

1 Any questions regarding the rail?

2 CHAIR ENRIGHT: Any questions, Commissioners?

3 MR. SOLER: And the other project that we're
4 working on is the MOB demolition and cargo area
5 improvement project. As we speak, CH2M Hill, which is
6 the engineer of record, is working on the 100 percent
7 completion of the drawings, which will be submitted to
8 the Port probably by next week. All permits are
9 already in process, submitted to the related agencies.
10 Drawings are close to 100 percent completion.

11 And during this Board meeting we'll have an
12 item H.4. Staff will request approval from the Board
13 to go out for request for bids to qualify construction
14 companies, since the documents, bid documents will be
15 available before the April Board meeting, so instead of
16 waiting for the next Board meeting, we'll request
17 approval as soon as we have the complete package ready,
18 to advertise and go out for bids.

19 The expected time for advertising, bidding
20 and contract will take from March to June, and
21 construction could actually start in July, expecting
22 that we get the permit as soon as -- we're expecting
23 the contractor to submit for permitting process to the
24 City of Riviera Beach by the end of June, and if they
25 approve the permit in 30 days, we should be able to

1 start in July 2018 with the actual construction.

2 CHAIR ENRIGHT: Thank you.

3 Any other questions, Commissioners?

4 VICE CHAIR McARTHUR: On another subject,
5 when will we get the report back on the Tropical crane
6 pads?

7 COMMISSIONER RICHARDS: Oh, yes, good
8 question.

9 MR. SOLER: Well, coincidentally, I spoke to
10 Casey Long, which is the guy actually working on it,
11 and he's going to get us the final report by next week.

12 VICE CHAIR McARTHUR: Thank you.

13 CHAIR ENRIGHT: Any other questions?
14 Thank you very much.

15 COMMISSIONER WALDRON: Chairwoman, I just
16 want to let you know that Sam Roman is here if you
17 wanted to go back to the earlier item.

18 CHAIR ENRIGHT: After we finish the reports,
19 and then we can go back.

20 COMMISSIONER WALDRON: Okay, that's fine.

21 CHAIR ENRIGHT: Thank you very much for
22 reminding me. Thank you.

23 Mr. Pinsky, please, government affairs
24 report.

25 MR. PINSKY: Madam Chair, Commissioners,

1 Richard Pinsky.

2 Good to be back from Tallahassee. The
3 session ended, of course, Sunday. The State of Florida
4 passed an \$88.7 billion budget, which, of course, is a
5 record budget. The bills, when they passed out of the
6 House and Senate were really only around 83 billion. I
7 know that sounds like a lot. So it jumped, just in
8 that short conference period, \$5 billion. That's a 4.4
9 percent rate increase. So it's quite extraordinary.
10 Of course, things like the Marjory Stoneman Douglas
11 school safety legislation, which added 400 million,
12 that drove it up in the end.

13 It was also a relatively uneventful and
14 really an unproductive session as sessions go. There
15 was about 1,500 bills filed. Only 200 bills actually
16 passed, which is, compared to the year before, which
17 was 300, which was a low year, so barely above ten
18 percent. It was really a -- kind of unproductive.

19 One item, of course, the Port Fernandina got
20 a special \$2 million appropriation because they asked
21 for it. And I know we've discussed before about not
22 breaking out from the pack and asking for our own
23 dollars, but just wanted to point out that they did get
24 a special allocation.

25 There was also another item that appeared in

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1 the budget in the very end which we -- not only all the
2 ports, Ports Council, everyone got caught a little off
3 guard by, and that was a \$300,000 line item for ten by
4 ten pods to be installed at every port for employee
5 relief break pods, as they're calling them. They have
6 to have a misting fan, they have to have seats, they
7 have to have water dispensing and otherwise comply with
8 OSHA requirements.

9 So the workers on the Port and the various
10 ports will be -- you know, better working conditions, I
11 suppose. So no one's quite sure where it came from,
12 how it got in the budget at the end, but it's in the
13 budget at the end.

14 Then I have one more item.

15 Can you take one of these?

16 And Madam Chair, this is a promise that I
17 made to you after -- not last year, but the year
18 before, when we were shot down from having to amend our
19 Charter addressing compensation. So I promised you
20 that when the time was right, when we got everything
21 done, we would revisit it.

22 There's no action today, but it is time to
23 bring to your attention that there will be -- and the
24 page behind that shows you that the, not only
25 statewide, the Palm Beach delegation is changing. So

1 we're going to have a new Governor, of course, a new
2 Cabinet. Members of the Palm Beach delegation is
3 changing.

4 So if we were to revisit, and maybe there
5 could be other changes in the Charter, but we won't
6 have this Governor anymore, and if we did want to
7 revisit going back and amending the Charter to allow
8 the Port Commission to control their own future and
9 their own fate, this would be a local bill, that
10 depending on who gets elected to the delegation between
11 now and November and who the Governor is, certainly the
12 time would be the next session to accomplish that.

13 So with that, I'll be happy to answer any
14 questions.

15 COMMISSIONER CIKLIN: Question.

16 CHAIR ENRIGHT: Mr. Ciklin.

17 COMMISSIONER CIKLIN: Yes, just for the
18 record, you know, the Board has not really taken this
19 compensation up at all. I know that you might have
20 spoken to individual Commissioners, but like I say,
21 I've never been one in favor of this. So I just want
22 to go on the record and say this is fine, we can bring
23 it as a Board, but I just want to make it clear that it
24 hasn't been approved by a majority of the Board yet.

25 MR. PICKEN: No, no. And I said there's no

1 action today. This is just to say --

2 COMMISSIONER CIKLIN: Well, I didn't even
3 know it was coming up, so it's just kind of a surprise.

4 MR. PICKEN: Well, it's no action. So
5 information.

6 COMMISSIONER CIKLIN: The second thing is,
7 Manny, on this port that got this money, I thought --

8 EXECUTIVE DIRECTOR ALMIRA: Fernandina Beach.

9 COMMISSIONER CIKLIN: Yes. I mean what's the
10 deal? We --

11 EXECUTIVE DIRECTOR ALMIRA: Sure.

12 COMMISSIONER CIKLIN: -- you know, asked you
13 countless times how this happens.

14 EXECUTIVE DIRECTOR ALMIRA: Sure. A State
15 Senator from that region's brother-in-law works at
16 Fernandina Beach, and supposedly that's how that bill
17 was, (a), introduced, and apparently he walked it
18 through. You know, chime in if you know anything that
19 I don't.

20 I do know this, that the Florida Ports
21 Council, during our upcoming spring meeting in Orlando,
22 that's one of the topics that's going to be discussed
23 for two reasons. One, they went outside the system,
24 the FSTED system. And number two, keep in mind that
25 whenever we get moneys awarded or granted to the Port,

1 a percentage of that goes to Florida Ports Council.
2 That's one of the revenue streams. This precludes all
3 of that from happening. So in effect, they just got a
4 freebie for \$2 million. That's another issue that's
5 going to be discussed.

6 And yes, I feel your pain. Trust me, it's
7 extremely frustrating. Here we are doing the right
8 thing, and someone can come in behind us and bypass.

9 COMMISSIONER CIKLIN: All right. Well, it's
10 just important to bring it up, because this happened
11 last year too. Did any of the ports actually get the
12 money last --

13 MR. PINSKY: Yes.

14 COMMISSIONER CIKLIN: They did.

15 MR. PINSKY: Except for this one. This is
16 the one that was vetoed. So the three or four ports
17 that all asked for separate money last year got funded.
18 This one was vetoed. This is the only port this year
19 that asked for separate money. But the Ports Council
20 did not oppose it and let it go.

21 COMMISSIONER CIKLIN: Okay.

22 COMMISSIONER WALDRON: Chairwoman.

23 CHAIR ENRIGHT: Go on.

24 COMMISSIONER WALDRON: Thanks.

25 Yes, I agree with Commissioner Ciklin. I

1 think that we should consider going outside of this,
2 because it seems to be we're being punished for
3 following the rules, and I think we owe it to our going
4 constituents to investigate maybe going separate.

5 The second thing is I think I may have
6 mentioned this at the Mayor's Ball, which I did end up
7 going to. I ran into Congressman Mast, and he brought
8 up the extra staff support for the Coast Guard, and he
9 said he was very supportive of that and will do
10 whatever he can. So I know you're going to go up there
11 next week.

12 EXECUTIVE DIRECTOR ALMIRA: Next Tuesday,
13 2:00, I'll be with him.

14 CHAIR ENRIGHT: I just want to make a couple
15 of other comments to piggyback on yours. I also spoke
16 with him, and he told me that he would do all in his
17 power to make sure that we receive what we need to be
18 able to get the passengers in and off the ship. So he
19 was very supportive.

20 I don't know if you talked to him before I
21 talked to him or what, but anyway, we got the job done.

22 And to piggyback on what you said as far as
23 salaries is concerned, I've been around here all these
24 years and not made anything. It doesn't make any
25 difference to me, I tell you, anymore. You know,

1 unless --

2 VICE CHAIR McARTHUR: Madam Chair.

3 CHAIR ENRIGHT: -- our Commission decides
4 that they want a raise and then come up with a bill,
5 you know, it's fine with me. If they don't, it's fine
6 with me. I mean been here a long time. It doesn't
7 make a difference anymore.

8 VICE CHAIR McARTHUR: Madam Chair. Just on
9 the point of us going out, I think given the partisan
10 makeup of Palm Beach County and the fact that the Port
11 of Palm Beach is a very small niche point, I think if
12 we go out alone, I think we lose. I think we have to
13 go through the process, and we have to try to
14 strengthen the process, because we're just not in a
15 position to get any more going independently.

16 I think, Richard, do you concur with that
17 or --

18 MR. PINSKY: I think it will depend on -- who
19 the new Governor is will have a lot to say about how
20 they're going to operate. And this is a very bad
21 precedent, as Commissioner Ciklin pointed out, and
22 there will always be a Senator that will usher it
23 through. So I don't disagree with you, and I don't
24 know where it turns that if it happens year after year
25 after year, then at some point you've got to say --

1 you've got to throw your arms up. But I don't know if
2 we're there yet, but I certainly can appreciate what
3 you're saying.

4 CHAIR ENRIGHT: Any other questions?

5 He just presented to us things that he had
6 that was in our article (inaudible). So all of you
7 have a chance to read it? You need to look it over.

8 Okay, thank you very much for your input.

9 Let's continue now with -- I'd like to know,
10 has the young lady arrived?

11 MS. HOWARD: She should be arriving at
12 approximately 5 p.m.

13 CHAIR ENRIGHT: Okay, well --

14 COMMISSIONER WALDRON: Do you want to do Sam?

15 CHAIR ENRIGHT: Okay, well, we'll just do
16 this one, which is --

17 EXECUTIVE DIRECTOR ALMIRA: Commissioner
18 report.

19 CHAIR ENRIGHT: -- a certificate from the
20 Puerto Rican/Hispanic Chamber of Commerce for Palm
21 Beach County. Please come forward.

22 EXECUTIVE DIRECTOR ALMIRA: Roman.

23 MR. ROMAN: Señor.

24 EXECUTIVE DIRECTOR ALMIRA: Commissioners --

25 CHAIR ENRIGHT: Mr. Almira, why don't you

1 come down front and -- with all the Commissioners
2 behind you.

3 EXECUTIVE DIRECTOR ALMIRA: Sure. Just
4 bringing this over. I'd like to introduce Señor Sam
5 Roman.

6 MR. ROMAN: Gracias.

7 EXECUTIVE DIRECTOR ALMIRA: Por favor.

8 MR. ROMAN: Madam Chair, thank you for
9 everything you've done. Commissioners --

10 EXECUTIVE DIRECTOR ALMIRA: Español.

11 MR. ROMAN: Señor, como estas. Muy bien,
12 gracias.

13 Well, it is a pleasure. I'm Sam Roman. I'm
14 the Chairman of Puerto Rican/Hispanic Chamber of
15 Commerce.

16 And before we get to the presentation, I just
17 want to recognize Commissioner Waldron for her
18 leadership in the relief efforts for Puerto Rico. The
19 community of Puerto Rico really appreciates everything
20 that the Port has done for them. The Puerto Rican
21 community here in Florida thank you. Our brothers and
22 sisters that are U.S. citizens in Puerto Rico are, as
23 we speak, are benefiting from the effort that happened
24 here in the Port of Palm Beach. So we thank you very
25 much for everything and your leadership in that. I'm

1 here to present you with a Certificate of Membership.

2 Another point I want to make is the Puerto
3 Rican/Hispanic Chamber of Commerce, we're all a group
4 of volunteers. Our Board of Directors are all
5 volunteers. So we volunteer our time for our business
6 community and for our community in general.

7 So it is my pleasure to present to you guys a
8 Certificate of Membership for a Better Business,
9 Education, Growth and Community and Fun from the Puerto
10 Rican/Hispanic Chamber of Commerce of Palm Beach
11 County.

12 CHAIR ENRIGHT: Thank you. We appreciate it.
13 Thank you.

14 EXECUTIVE DIRECTOR ALMIRA: Like to take a
15 picture, please, so if you can gather around.

16 (Discussion held off the record.)

17 CHAIR ENRIGHT: Let's continue with old
18 business. Peanut Island, H.1.

19 EXECUTIVE DIRECTOR ALMIRA: I have some news;
20 good news and not so good news we got at Peanut Island.
21 We did receive the Wise Construction Company's
22 preliminary cost to fix what needs to be fixed out
23 there. The bad news, it's over \$4 million.

24 Now, I have yet to talk with Mr. Eric Call.
25 I don't know if he's going to do something with the

1 engineers of the County. So from now on, just say
2 tuned. I'll see what I can find between now and the
3 next Board meeting. But it's closer to \$4.4 million.
4 I have not gotten into the details particularly with
5 our engineer to see what exactly is costing as much.

6 That's my presentation today, Commissioners.

7 CHAIR ENRIGHT: Thank you very much.

8 We need to go back to Commissioner's report
9 with Commissioner Waldron and Commerce Park. Can you
10 just give us a little update of what's going on? And
11 also, when you talk about that, if you can give us a
12 little insight to what has occurred at your last MPO,
13 your Metropolitan -- they changed the name of it now.

14 COMMISSIONER WALDRON: TPA.

15 CHAIR ENRIGHT: TPA.

16 COMMISSIONER WALDRON: Transportation
17 Planning Agency.

18 CHAIR ENRIGHT: Okay. If you could, just
19 give us an update on both of those.

20 COMMISSIONER WALDRON: Sure.

21 CHAIR ENRIGHT: Thank you.

22 COMMISSIONER WALDRON: On the Commerce Park,
23 we had a meeting with the County, BDB and Florida
24 Crystals. That went well. We have another one
25 scheduled for next week.

1 So the -- we're working in parallel with the
2 lawyers from South Bay and Florida Crystals who are
3 trying to come to terms on the sale of the property.
4 So I spoke with Mayor Kyles today to try to get a sense
5 of if there's hurdles or what, and he doesn't feel that
6 there's any onerous hurdles for the lawyers to kind of
7 reach an agreement, which, you know, hopefully it will
8 be two to three months, not eight to ten months. But
9 meanwhile, everything is going well, everybody's very
10 enthusiastic about it, and Florida Crystals is still
11 very much engaged.

12 With regard to the TPA, we met this morning.
13 There wasn't really anything pertaining to the Port.
14 There was a subcommittee that I was put on with regard
15 to expansion of Tri-Rail, which would take it up to
16 potentially, possibly taking it up all the way up to
17 Jupiter. That committee is ongoing. We have another
18 meeting. No final decisions have been made. It's a
19 very expensive endeavor, so it depends on if the
20 numbers, the passenger numbers make it work.

21 But the reason it's significant to the Port
22 is because one of the stops that they would have would
23 be here on 13th Street, which would -- Nick Uhren came
24 to meet with Manny and me. We talked about, you know,
25 how that might benefit the cruise ship and our parking

1 situation.

2 And in the last month's meeting, I mentioned
3 the cost to the Port, because we're all sharing it now.
4 We also met about that. They had proposed, I think,
5 5,600, and we talked to Nick about getting that number
6 down. And we've gone back to them with, I think, 37 --
7 3,500, and we'll see where we go from there. Hopefully
8 we can get it as close to 4,000 as possible.

9 CHAIR ENRIGHT: Okay, thank you very much.

10 Mr. McArthur, I know you're not on the
11 agenda, but do you have anything to report to us from
12 the City of Riviera Beach? I mean if I'm going to do
13 committees, I'll just do them all.

14 VICE CHAIR McARTHUR: No. The big news, of
15 course, was the election, and we look forward to
16 working with Councilwoman Botel. She won an
17 astoundingly overwhelming victory, and we welcome her
18 to our meeting today as well. And Manuel and I are
19 planning to attend the Riviera Beach City Council
20 meeting next Wednesday when she will be sworn in, and
21 we look forward to that. Thank you.

22 CHAIR ENRIGHT: Also, Mr. Almira, we are
23 working on the interlocal agreement, right? I know
24 that we're still trying to work that out. I would
25 suggest that -- I know they've written their agreement,

1 but I think the Port needs to write up what we want
2 also and write up an agreement, and then we sit at the
3 table and then compare the two and go through them.

4 I don't think it should be a one-sided deal,
5 because the guy who's representing them is like, hey,
6 he's throwing us out the door. So I would like to see
7 the Port write up an interlocal agreement, look at
8 theirs, and we sit down with the new Council, with the
9 people, and let's make it work. That's the best way --

10 COMMISSIONER CIKLIN: Jean.

11 CHAIR ENRIGHT: -- because it cannot be one
12 sided. Thank you. Go on.

13 COMMISSIONER CIKLIN: I didn't think anyone's
14 working, on any interlocal agreement, so I don't know
15 where --

16 CHAIR ENRIGHT: I'm saying when it comes up.

17 COMMISSIONER CIKLIN: Yes, but the City, I
18 don't think they've got anything on paper.

19 CHAIR ENRIGHT: Right, but they can --

20 EXECUTIVE DIRECTOR ALMIRA: If you recall,
21 Commissioner, the gentleman that is, I guess, the
22 mediator, for lack of a better word, he too said let's
23 put a halt on this until things improve -- I'm trying
24 to be nice -- things improve at the City, and then
25 we'll revisit. And obviously, when we do that, then

1 I'll bring your suggestion up.

2 CHAIR ENRIGHT: Okay.

3 VICE CHAIR McARTHUR: And that was Mr. Busha
4 from the Treasurer Coast Regional Planning Council.

5 EXECUTIVE DIRECTOR ALMIRA: Michael Busha,
6 correct.

7 CHAIR ENRIGHT: Right, Busha.

8 EXECUTIVE DIRECTOR ALMIRA: Thank you.

9 CHAIR ENRIGHT: Commissioner Richards.

10 COMMISSIONER RICHARDS: Thank you. And as it
11 relates to the City, we really need to focus our
12 efforts on the two areas. We need to wrap up with our
13 steel situation and rebar, as well as the area
14 underneath the -- the southern portion of the Port. So
15 that should be our focus.

16 EXECUTIVE DIRECTOR ALMIRA: I can provide you
17 with an update on the southern portion of the Port. It
18 was Casey Long who last contacted Mr. Gagnon --

19 COMMISSIONER RICHARDS: Jeff Gagnon.

20 EXECUTIVE DIRECTOR ALMIRA: Jeff. And he,
21 Jeff, said that he would like to introduce our proposal
22 to the Council once the election is over.

23 COMMISSIONER RICHARDS: Sure.

24 EXECUTIVE DIRECTOR ALMIRA: So therefore --

25 COMMISSIONER RICHARDS: Since we have

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1 inquisitive ears in the back -- so glad they're here
2 and listening -- I may be wrong, but I think it's been
3 close to two years that we've had an application in for
4 a zoning or land use change for that property, and
5 that's one of the things that I'm sure will be a focus,
6 getting things moving. But two years -- it should
7 probably take four to six months. It's been 24 months.
8 So that's very important to us, as well as getting
9 closure on the area where we have our metal and our
10 rebar --

11 EXECUTIVE DIRECTOR ALMIRA: That's almost
12 four years.

13 COMMISSIONER RICHARDS: That's four years.

14 EXECUTIVE DIRECTOR ALMIRA: Almost.

15 COMMISSIONER RICHARDS: And we've been
16 promised probably every six weeks that we're almost
17 there, and that's been four years. So thank you, thank
18 you.

19 Thank you, Madam Chair.

20 CHAIR ENRIGHT: Thank you. And so you said
21 what I wanted to say, but you said it in a nice way.
22 Thank you very much. So we'll just go forward, and
23 hopefully Mr. Almira will be meeting with the Council
24 and their staff and we will make this work, because
25 we -- yes, go on.

1 EXECUTIVE DIRECTOR ALMIRA: I'm sorry. There
2 is one more item. That's the Vertex cell tower.

3 COMMISSIONER RICHARDS: Sure.

4 COMMISSIONER WALDRON: Oh, yes.

5 EXECUTIVE DIRECTOR ALMIRA: We went ahead and
6 I worked closely with Vertex. In fact, Vertex
7 submitted drawings to our engineer. He has approved
8 them. Now it goes back to the City. And
9 unfortunately, our history proves we're going to have
10 to wait --

11 COMMISSIONER RICHARDS: So Mr. Director, once
12 again, we had a cell tower for many years on a building
13 that we are now demolishing.

14 EXECUTIVE DIRECTOR ALMIRA: That is correct.

15 COMMISSIONER RICHARDS: So we're simply
16 looking to build a new cell tower.

17 EXECUTIVE DIRECTOR ALMIRA: This is true.

18 COMMISSIONER RICHARDS: But we are located
19 within the City, and we're subject to the City's zoning
20 rules, and we're stuck in a labyrinth on that as well.

21 EXECUTIVE DIRECTOR ALMIRA: That is correct.
22 Yes, sir.

23 COMMISSIONER RICHARDS: Thank you. I hope
24 that was helpful.

25 EXECUTIVE DIRECTOR ALMIRA: In the meantime,

1 so that no one panics, we have a new system called COW,
2 cell something.

3 MR. HERN: On wheels.

4 EXECUTIVE DIRECTOR ALMIRA: Cell on Wheels.

5 AT&T will be bringing in a mechanism that is --
6 actually will substitute what we now have in the MOB.

7 It's a very small unit that will have its own tower --

8 COMMISSIONER RICHARDS: Temporary.

9 EXECUTIVE DIRECTOR ALMIRA: Again, it's
10 temporary, yes. We want the Vertex.

11 COMMISSIONER RICHARDS: Thank you.

12 Thank you, Madam Chair.

13 CHAIR ENRIGHT: Thank you very much. And so
14 we look forward to working with the City of Riviera
15 Beach.

16 EXECUTIVE DIRECTOR ALMIRA: Absolutely.

17 CHAIR ENRIGHT: And I'm sure that we will be
18 able to get the permits in a timely fashion and
19 everything will be of benefit to both of us.

20 EXECUTIVE DIRECTOR ALMIRA: Yes, ma'am.

21 CHAIR ENRIGHT: Let's go forward, H.2.

22 MS. HOWARD: She's here now.

23 CHAIR ENRIGHT: Oh, she's here? Well, let's
24 just -- she's here?

25 VICE CHAIR McARTHUR: The clerk.

1 CHAIR ENRIGHT: The clerk is here?

2 MS. BUFF: I'm here.

3 CHAIR ENRIGHT: Let's go on back. I'm sorry.
4 We just wanted to wait for you to make sure. Now we
5 will have a presentation from the Municipal Clerks
6 Association to Venice Howard.

7 EXECUTIVE DIRECTOR ALMIRA: That is correct.
8 Commissioners, this is Ms. Buff.
9 Is that right?

10 MS. BUFF: Yes, sir.

11 EXECUTIVE DIRECTOR ALMIRA: From all the way
12 from Belle Glades.

13 MS. BUFF: Yes, sir. Belle Glade.

14 EXECUTIVE DIRECTOR ALMIRA: Belle Glade. All
15 the way from Belle Glade. This is your honor, so
16 please.

17 MS. BUFF: Thank you, dear; thank you. Oh,
18 so proud.

19 We have an entourage, but I would like to
20 introduce myself and have them introduce themselves.
21 And please give your city, your municipality and your
22 designation.

23 My name is Debbie Buff. I represent the
24 Florida Association of City Clerks as the Southeast
25 District Director. I also serve as the City Clerk for

1 the City of Belle Glade. I am an MMC, Master Municipal
2 Clerk. Thank you.

3 MS. MENDEZ: Hello. My name is Vivian
4 Mendex. I'm with the Town of Lake Park, and I am their
5 Town Clerk. I also represent the Palm Beach County
6 Municipal Clerks Association as their President.

7 MS. CARSON: I'm Hazeline Carson. I'm the
8 City Clerk for the City of West Palm Beach, and I'm
9 also an MMC, which is a Master Municipal Clerk
10 designation.

11 MS. GASKINS: Lanelda Gaskins with the Town
12 of Highland Beach. I'm the Town Clerk, and I'm also
13 MMC.

14 MS. BURGESS: Good afternoon. Jacqueline
15 Burgess, City of Riviera Beach and Deputy City Clerk.
16 And I soon will be CMC.

17 MS. ANDREA: Good afternoon. I'm Debbie
18 Andrea. I'm the City Clerk from the City of Lake
19 Worth. And I have only been a clerk for a year. I'm
20 working on my CMC. These ladies will be there when I
21 get mine.

22 MS. WALTON: Good afternoon. Virginia
23 Walton. I am the Town Clerk for the Town of
24 Loxahatchee Groves, and I am an MMC, Master Municipal
25 Clerk, 20 years.

1 COMMISSIONER RICHARDS: All right. Good.

2 MS. BUFF: Well, I've been a City Clerk for
3 22, 23 years. Looking forward to retiring.

4 You have an absolutely wonderful individual
5 here. Not only is she stunningly beautiful -- I've
6 always said that to her. She should have been a model,
7 in my opinion. She has a wonderful smile, a wonderful
8 heart and she is dedicated to her job.

9 Venice is now joining a very elite group of
10 individuals. We are 500 plus membership. I think --
11 is it membership? Okay, and there's probably 200,
12 approximately 200 that have earned their CMC, and less
13 with their MMC. My figures might be off just a tad.
14 But we appreciate your support that you have given her
15 to continue her education and to achieve this
16 designation. It's very, very, very important.

17 The training that's received at the Florida
18 Association of City Clerks' conferences and academies
19 is vital to her doing a good job. Laws change, and if
20 we don't stay on top of them, she will fail you. So
21 please continue to support her as she pursues her
22 Master Municipal Clerk designation.

23 Venice, I am so proud of you, Honey. Venice
24 P. Howard, MMC. I'm so proud of you.

25 CHAIR ENRIGHT: Will you get that picture?

1 MS. BUFF: Would you like to say something?

2 COMMISSIONER CIKLIN: Just get the clerks.

3 Get a picture of the clerks.

4 CHAIR ENRIGHT: Right, that's what I'm
5 telling her.

6 MS. HOWARD: I'm honored to be a member of
7 the Florida Association of City Clerks, and I'm proud
8 to be a member of Palm Beach County Municipal Clerks
9 Association. These wonderful ladies are amazing. They
10 have helped me tremendously through my journey as a
11 clerk. Hazeline Carson is my former clerk, and she's
12 taught me so much.

13 Thank you, Hazel.

14 I'm honored to receive the certification and
15 thank all of you guys. You came out in numbers, and I
16 really appreciate you coming to support me. Love you
17 guys.

18 CHAIR ENRIGHT: Before you leave, could you
19 get a picture of all of them together?

20 COMMISSIONER RICHARDS: Hazel. Hazel and I
21 worked together 20 something years ago in West Palm
22 Beach. Hazel, you had better not -- first of all, glad
23 to see you. Love you. You better not try to take this
24 lady from us. And you ladies who are retiring, don't
25 think about it, because we appreciate all that Venice

1 does for us.

2 CHAIR ENRIGHT: You all together, all the
3 clerk folks together. Tighten it up.

4 COMMISSIONER RICHARDS: So hands off.

5 CHAIR ENRIGHT: Tighten it up so you can get
6 a nice picture.

7 (Discussion held off the record.)

8 COMMISSIONER RICHARDS: Good to see you,
9 Hazel.

10 CHAIR ENRIGHT: Don't worry about it, because
11 her MMC, sure, we always try to train and educate our
12 staff, and we do a good job at that. And we even, we
13 pay for their education in all the training programs.

14 MS. BUFF: Praise the Lord. Thank you.

15 CHAIR ENRIGHT: The Port has really been good
16 to that -- you know, good with that with all our
17 employees, so --

18 MS. BUFF: Aren't you happy the bill didn't
19 pass about the elections and the travel?

20 COMMISSIONER WALDRON: Yes.

21 COMMISSIONER CIKLIN: Exactly.

22 CHAIR ENRIGHT: Thank you.

23 And I just want to commend Ms. Howard. She
24 hopped into the job, and she's been running ever since
25 then, and she's been doing an outstanding job. And all

1 the Commissioners up here, I know they feel the same
2 way. And thank you very much for all you've done.

3 Yes.

4 VICE CHAIR McARTHUR: And Ms. Howard, I'd
5 just like to say, you know, from my years at the Port
6 before becoming a Commissioner, what you've done in
7 such a short time borders on miraculous, and I just
8 want to thank you. And I don't think there's an honor
9 that they have that would recognize you for what you've
10 already accomplished at the Port. Thank you.

11 EXECUTIVE DIRECTOR ALMIRA: Dittos.

12 COMMISSIONER RICHARDS: I agree fully. I'm
13 actually astonished at how much work you do and how
14 successful you are. I actually told Manny, I said:
15 Wow, nonstop energy, and you know, great efficiency
16 with your time. So thank you for your efforts.

17 MS. HOWARD: Thank you.

18 COMMISSIONER CIKLIN: And the last thing is
19 as long as you don't start your modeling career that
20 would interfere with your work here -- just teasing.
21 You do a great job, and like I say, I'm just so pleased
22 that you got this, and just keep on going. Whatever
23 you need --

24 COMMISSIONER RICHARDS: But stay here.

25 MS. HOWARD: Thank you.

1 COMMISSIONER CIKLIN: Exactly. Right.

2 MS. HOWARD: Thank you so much.

3 CHAIR ENRIGHT: Thank you. Let's continue
4 with H.2.

5 MR. SOLER: Yes. We're moving on to item
6 H.2, which is consideration of approval of work order
7 for continuing engineering services through bidding
8 administration for CH2M Hill.

9 As I mentioned in my engineering report,
10 currently the MOB project is designing and contract
11 documents are nearing the completion stage. Permits
12 already in process with the public agencies and also
13 coordination with tenants like Tropical, which is the
14 one that is going to be affected by this construction.
15 So Port staff is actually requesting for --

16 COMMISSIONER RICHARDS: Move approval.

17 COMMISSIONER CIKLIN: Second.

18 COMMISSIONER WALDRON: Second.

19 CHAIR ENRIGHT: All in favor, please say aye.
20 (A chorus of ayes.)

21 CHAIR ENRIGHT: Motion carries.

22 MR. SOLER: Thank you.

23 CHAIR ENRIGHT: Five/zero. H.3.

24 EXECUTIVE DIRECTOR ALMIRA: Commissioners,
25 H.3, the CCNA engineering agreement. Back in January

1 the Board had instructed me to, once the engineering
2 firms had been selected, for me to continue and do the
3 negotiations. I'm happy to say that we did exactly
4 that; we accomplished it.

5 Each engineering company has proposed the
6 same amount of cost. There is no difference, so
7 therefore, no one will have a leg up on the other.

8 What you have in front of you are three
9 contracts, one -- two from E. C. Fennel, and the other
10 one is Kimley-Horn. If you recall, the two from
11 E. C. Fennel, they are study activity under 200,000 and
12 project not to exceed \$2 million. Both of those are
13 E. C. Fennel. And the last one is work of a specified
14 nature, and that's with Kimley-Horn. Again, those
15 contracts are in your books, and they have been signed
16 by the firm. All me need now is to have a discussion
17 and hope that we can go ahead and approve from our end.

18 CHAIR ENRIGHT: Commissioners, any questions?
19 Discussion? Commissioner Ciklin.

20 COMMISSIONER CIKLIN: Yes. Manny, can you
21 just explain, now that we've got, I guess, three firms
22 that can do engineering work at the Port, plus our
23 existing, so now there's four firms, and if we have
24 projects coming up, then basically one of those four
25 firms will do it? Is that how it's set up now?

1 EXECUTIVE DIRECTOR ALMIRA: Well, no. Let's
2 tackle the first one, which is the easiest one.
3 According to State statute, anything over \$2 million,
4 the Board has to go out with an RFP.

5 Then let's go back to the studies. We have
6 an existing contract with CH2M Hill that was signed, I
7 believe in 2008, but I am not 100 percent certain. The
8 whole point is that with CH2M Hill, we have a contract
9 for studies up to \$50,000. Studies. E. C. Fennel also
10 qualifies for that category. The difference is that
11 E. C. Fennel also has the contract now for studies
12 between 50 -- from zero all the way up to \$200,000.
13 That's studies.

14 Then the unspecified projects, once again,
15 now -- and you're correct in saying that we now have
16 basically three. Projects under \$1 million, E. C.
17 Fennel qualifies, CH2M Hill also qualifies. Projects
18 of 1 million to 2 million, then E. C. Fennel is the
19 engineering firm that qualifies for those.

20 Then we get into the projects of a specified
21 nature for under \$2 million. Again we're repeating:
22 Anything above \$2 million, we have to go out. Under
23 this scenario, the projects of a specified nature for
24 RFQ under \$2 million, we have E. C. Fennel, we also
25 have CH2M Hill.

1 Projects specified on the 2017 RFQ, which is
2 what we just agreed to back in January, E. C. Fennel.
3 Also, on the projects specified on both RFQs, then
4 E. C. Fennel, as well as CH2M Hill qualified. By the
5 way, we also have Kimley-Horn. Sorry about that. The
6 project specified for 2017 RFQ is Kimley-Horn.

7 Essentially, Commissioners, and I would like
8 our attorney to also chime in on this, if we have a
9 project, no engineering firm is excluded or
10 automatically getting that particular project. It is
11 up to the five of you. You will select which firm you
12 feel can do the job. Obviously, you will be turning to
13 staff, and then we will make our recommendations. But
14 the voting would be up to the five of you.

15 Mr. Picken, anything you might want to add?

16 MR. PICKEN: No, that would be correct. Or
17 the Board could decide to go out for engineers for that
18 particular job.

19 EXECUTIVE DIRECTOR ALMIRA: We have Joe
20 Bagadonas Engineering, and that's the one that you have
21 selected --

22 COMMISSIONER RICHARDS: Where are they from?

23 EXECUTIVE DIRECTOR ALMIRA: Havana. If you
24 select them, they would qualify. But for now, we're
25 proud to say that E. C. Fennel, CH2M Hill and

1 Kimley-Horn are our engineering companies that we have
2 in our roster.

3 COMMISSIONER CIKLIN: Okay.

4 CHAIR ENRIGHT: Commissioner Richards.

5 COMMISSIONER RICHARDS: Thank you. And I
6 appreciate the efforts of staff and our attorney to
7 make sure that it's clear that although Kimley-Horn may
8 have listed certain projects, there's no assumption
9 that they have a leg up. That's very important.

10 Any idea, Mr. Almira, how the various
11 engineering firms would best stay informed or up to
12 date as to those projects that are coming up?
13 Obviously, they can attend the meetings, but anything
14 else --

15 EXECUTIVE DIRECTOR ALMIRA: Well, we hope --

16 COMMISSIONER RICHARDS: -- come to mind?

17 EXECUTIVE DIRECTOR ALMIRA: Yes, we hope it's
18 more than that. It is not uncommon for us to work
19 one-on-one with each engineering firm up to now.

20 COMMISSIONER RICHARDS: Okay.

21 EXECUTIVE DIRECTOR ALMIRA: And that also
22 includes, by the way, Kimley-Horn.

23 We also would like to extend an invitation to
24 E. C. Fennel to send -- and they're not shy, they're
25 good guys -- to extend an invitation to come by and

1 keep us -- and for us to keep them abreast as to what
2 is going on. I know that Mr. Fennel was somewhat
3 concerned about that, and in fact, he was asking what's
4 coming down the pike, and that is, what is our next
5 projects. I briefly gave him a couple of things. But
6 it is my intention to sit down with him, go over our
7 Master Plan and get them up to speed, if I can say
8 that, so that everybody is on equal footing.

9 COMMISSIONER RICHARDS: Great job; great job.

10 EXECUTIVE DIRECTOR ALMIRA: Now, there is
11 some suggested language I'm not sure if you would like
12 to address. I had provided copies.

13 COMMISSIONER RICHARDS: May I?

14 CHAIR ENRIGHT: Yes.

15 EXECUTIVE DIRECTOR ALMIRA: If you like.

16 COMMISSIONER RICHARDS: Well, once again, for
17 clarity, to make sure everyone, especially us, are
18 aware that none of those firms have a leg up, on the
19 E. C. Fennel contract the wording that our counsel has
20 prepared for our consideration: For purposes of
21 clarity, engineering work under this contract can
22 include all engineering at the Port of Palm Beach
23 District, including, without limitation, work listed
24 under the District's CCNA continuing contracts for work
25 of a specified nature.

1 And then on the Kimley-Horn contract: For
2 purposes of clarity, firm -- that's Kimley-Horn -- is
3 not guaranteed any of the work specified under this
4 contract.

5 Once again, just to make it clear that
6 everyone that has been approved is on a level playing
7 field.

8 EXECUTIVE DIRECTOR ALMIRA: Is in our roster.

9 COMMISSIONER RICHARDS: Correct. Thank you
10 very much for that.

11 EXECUTIVE DIRECTOR ALMIRA: Now, if the Board
12 would like to adopt that language, then we have to go
13 back and modify the --

14 MR. PICKEN: I'm sorry. I've modified the
15 contract. The language has not changed the legal
16 import of it at all, but I think it satisfies some
17 concerns as to whether work was being specifically
18 awarded by virtue of signing the contracts and that
19 E. C. Fennel would be eligible for work, even though it
20 was set forth under the Kimley-Horn --

21 COMMISSIONER RICHARDS: Kimley-Horn.

22 MR. PICKEN: -- work of a specified nature
23 continuing contract. So the language that Commissioner
24 Richards just read I have included in these drafts, so
25 we should not need to go back. If you can approve

1 these, then we can just give them to the engineering
2 firms and ask them to sign them.

3 CHAIR ENRIGHT: I would like to have a
4 motion. Yes, excuse me. Question?

5 VICE CHAIR McARTHUR: Just Mr. Picken, I just
6 have a question. Isn't it accurate that none of the
7 companies are guaranteed any work under any of the
8 things? Should we not put that language in all three
9 contracts?

10 MR. PICKEN: Well, we don't -- actually, what
11 it says is that the contracts do say that; they say
12 that they're nonexclusive. And let me --

13 COMMISSIONER RICHARDS: As he looks, it
14 speaks to requiring a work order and approval from us.
15 It's in all the contracts.

16 MR. PICKEN: It says this is a -- all of the
17 contracts, as they originally went out without this
18 additional language, said: This is a nonexclusive
19 agreement for both parties as to the services and
20 otherwise. Client reserves the right to go through the
21 CCNA process, if required, or use any existing
22 continuing contract as to all or any of the services.

23 So in discussing, for instance, with
24 Commissioner Richards, I think we both agreed that
25 legally it said what -- you know, it expressed exactly

1 what you're saying, Commissioner McArthur. But what
2 was stated was that the engineering firms themselves
3 might not have understood the import of the language,
4 and that maybe using a little laymen language would be
5 helpful. So that's the two additions that were read
6 are, I would say, a laymen's language for the preceding
7 sentence that I just read to you.

8 VICE CHAIR McARTHUR: Thank you.

9 MR. PICKEN: Okay.

10 CHAIR ENRIGHT: So --

11 COMMISSIONER RICHARDS: Move approval.

12 CHAIR ENRIGHT: So they will sign both
13 contracts today. You will present them to both
14 Kimley-Horn and E. C. Fennell?

15 COMMISSIONER RICHARDS: If they approve them.

16 MR. PICKEN: Yes, if they approve those
17 language changes, and I --

18 CHAIR ENRIGHT: Okay, I don't see a reason
19 why. Okay, thank you. I need to have a motion.

20 COMMISSIONER WALDRON: Did somebody make a
21 motion?

22 CHAIR ENRIGHT: He made a motion.

23 COMMISSIONER WALDRON: Yes, I'm seconding it.

24 CHAIR ENRIGHT: All in favor of the motion,
25 please say aye.

1 (A chorus of ayes.)

2 CHAIR ENRIGHT: The motion carries,
3 five/zero.

4 Let's go further. H.4. We can just easy do
5 that.

6 COMMISSIONER WALDRON: Can I just make a
7 motion?

8 CHAIR ENRIGHT: Motion for H.4?

9 COMMISSIONER WALDRON: I'll make a motion to
10 approve.

11 COMMISSIONER RICHARDS: Second.

12 CHAIR ENRIGHT: Motion has been carried --
13 properly stated and seconded. All in favor --

14 COMMISSIONER CIKLIN: I have discussion.

15 CHAIR ENRIGHT: Discussion, please.

16 COMMISSIONER CIKLIN: I just want to -- this
17 is a pretty big deal, so instead of just kind of
18 ramming it through, I'm just wondering, basically all
19 we're doing now is going out to try to see how many
20 people are going to do the -- to bid on the demolition?
21 Is that what we're approving?

22 COMMISSIONER WALDRON: We're just approving
23 the bid.

24 MR. SOLER: No, we actually -- we're opening
25 up for bids, and once the process is completed, we get

1 the lowest bidder, the responsive contractor, we
2 have -- we can actually award the contract.

3 COMMISSIONER CIKLIN: Well, I understand
4 that. I think before I had talked and I thought that
5 there was a problem actually getting bidders for this
6 type of work. Have you run into that at all? I think
7 I spoke to Ken, or who? But you don't think there'll
8 be any problem?

9 MR. SOLER: No, no.

10 COMMISSIONER CIKLIN: There's plenty of
11 people around that do this now?

12 MR. SOLER: We think, yes.

13 COMMISSIONER CIKLIN: Okay.

14 MR. ZIELINSKI: It's a large project.

15 COMMISSIONER CIKLIN: Good. Okay, good.

16 That's all I want to know.

17 CHAIR ENRIGHT: All in favor, please say aye.

18 (A chorus of ayes.)

19 CHAIR ENRIGHT: Motion carries, five/zero.

20 Thank you.

21 H.5. No, we did H.4. H.5, we need to -- we
22 added H.5, which is the Berth 17, and I just need to
23 have a motion, sir.

24 EXECUTIVE DIRECTOR ALMIRA: Yes. You just
25 want a motion, or you want me to say something?

1 CHAIR ENRIGHT: I feel that we've already
2 hashed it out before.

3 EXECUTIVE DIRECTOR ALMIRA: And that is
4 correct.

5 CHAIR ENRIGHT: So all we need to do is have
6 a motion to approve.

7 COMMISSIONER CIKLIN: Well, somebody's got to
8 read the motion.

9 CHAIR ENRIGHT: Will you give an overview,
10 Mr. Picken? Just give a brief overview for us.

11 MR. PICKEN: Yes. We have an item before you
12 relating to Berth 17 and a change order, and I would
13 like to read what I requested.

14 Requesting that you approve the Executive
15 Director to negotiate a change for the LMH contract for
16 Berth 17 -- I'm sorry -- a change order for the LMH
17 contract for Berth 17 with respect to the third dolphin
18 pile in such amount and upon such terms and conditions
19 as the Executive Director determines to be appropriate,
20 including, without limitation, provisions regarding
21 releases under the contract.

22 COMMISSIONER RICHARDS: I make that notion.

23 VICE CHAIR McARTHUR: Second.

24 COMMISSIONER WALDRON: Second.

25 CHAIR ENRIGHT: Properly moved and seconded

1 by Commissioner --

2 COMMISSIONER RICHARDS: McArthur.

3 CHAIR ENRIGHT: -- McArthur. Discussion?

4 All in favor, please say aye.

5 (A chorus of ayes.)

6 CHAIR ENRIGHT: Motion carries, five/zero.

7 Next, new business, I.1.

8 COMMISSIONER CIKLIN: Our model.

9 EXECUTIVE DIRECTOR ALMIRA: Our model.

10 COMMISSIONER CIKLIN: Our model clerk.

11 CHAIR ENRIGHT: Really, you've got to stop
12 this. This is not appropriate language at this time,
13 not in this climate, no, sir.

14 Go on. Thank you, Madam.

15 MS. HOWARD: What is before you is a request
16 to acquire an agenda management system and services
17 from SHI International for Granicus annual licensing,
18 maintenance and support.

19 Currently the agenda creation is a manual
20 process, and it's built in two systems, Diligent
21 Boardbooks and in CivicPlus. These processes require
22 agenda items to be drafted, collected and approved, all
23 from various departments. We have to scan them or .pdf
24 them and upload them so that they're viewable to the
25 public and by the Board.

1 So it may sound simple, but there's a lot
2 that happens behind the scenes, and the agenda creation
3 is a tedious process before it's created and published.
4 The agenda -- it leaves room for error, because we're
5 building it in two different systems. Anything that we
6 have to change in CivicPlus, we have to change in
7 Diligent as well. Lastly, the current way of building
8 the agenda results in poor access to information.

9 So the Granicus Agenda Management System will
10 allow staff to easily build the system in one process,
11 one agenda instead of both. We'll be able to manage
12 the agenda process from start through finish through
13 Granicus. It will eliminate manual workflows, while
14 automating the process.

15 We'll be able to have an electronic sign-in
16 for the agenda items. It allows for an electronic
17 approval process, and it allows for tracking the agenda
18 items and can provide historic reports. So if we have
19 multiple items, say, for instance, you're trying to
20 find out how many times the CCNA has been brought
21 before the Board, we'll be able to run an historic
22 report and we'll be able to tell how many times it's
23 been presented and approved.

24 Also, we'll be able to organize the
25 information and store it easily so that it's easily

1 trackable and retrievable. Not only will acquiring the
2 software be more efficient, it's also a cost savings,
3 because we'll be able to save approximately \$6,000 per
4 year.

5 VICE CHAIR McARTHUR: Madam Chair, so moved.

6 COMMISSIONER CIKLIN: Second.

7 CHAIR ENRIGHT: Discussion? All in favor,
8 please say aye.

9 (A chorus of ayes.)

10 CHAIR ENRIGHT: Motion carries, five/zero.

11 Thank you very much.

12 MS. HOWARD: Thank you.

13 CHAIR ENRIGHT: I.2, purchasing policy
14 changes.

15 MR. ZIELINSKI: Good afternoon. Paul
16 Zielinski, Deputy Director.

17 In October 2016 the Board of Commissioners of
18 the Port of Palm Beach approved the attached Purchasing
19 Policies and Procedures Manual. Staff, working with
20 the Port attorney, continually monitors to assure that
21 the manual meets existing and new Florida statutes, as
22 well as to modify and enhance the document to reflect
23 best practices.

24 Port staff is requesting the Board consider
25 three changes to the purchasing manual. Number one

1 would be to modify the bidding process, as permitted
2 under the current statutes, to exempt bidders from
3 public disclosure until such time as the agency, the
4 Port, provides notice of an intended decision, which
5 would normally be the seven days before your meeting,
6 or until 30 days after opening bids, whichever is
7 shorter.

8 What this does is it keeps the bids private
9 in case the situation comes up where they're all
10 rejected. The information isn't out there to produce
11 what is probably called a stalking horse. So Palm
12 Beach County follows this procedure. I'm asking you to
13 adopt it.

14 The second change has to do with sole source.
15 In the past we've come to you stating this is a sole
16 source and you've approved it. We'd like to enhance
17 that process by advertising for seven days just to
18 ensure that nobody comes forth and says I too can
19 provide that.

20 And the last one is to establish in the
21 purchasing procedure a cone of silence. And from the
22 time bids are received until such time as the Board
23 makes a determination of how to proceed, this would
24 prevent any bidder from oral or written communication
25 with any District Commissioner or Port staff regarding

1 that matter until such time as the bids, the proposals
2 for bids or qualifications are resolved. If they have
3 a question on the proposals, they are to present it to
4 staff in writing, respond to it, and we reply to all
5 bidders.

6 COMMISSIONER RICHARDS: I'll move approval.

7 COMMISSIONER WALDRON: Second.

8 COMMISSIONER RICHARDS: I have a question.

9 CHAIR ENRIGHT: Go on.

10 COMMISSIONER RICHARDS: Do you have a
11 question?

12 CHAIR ENRIGHT: Do you have a question? I
13 do.

14 COMMISSIONER WALDRON: No. I said second.

15 COMMISSIONER RICHARDS: So I'm in favor of
16 all three, but let me ask you: Has there been an
17 issue -- number three, has there been an issue where
18 Commissioners have been approached and there's been any
19 confusion or adverse implications from --

20 MR. ZIELINSKI: This is preemptive, that's
21 all. I know of no situation. But basically, if
22 someone were to call you, you would be in a position to
23 say that I'd be in violation of policy to discuss it,
24 an easier way to avoid the conversation.

25 COMMISSIONER RICHARDS: And I'm okay, Paul,

1 because I understand that.

2 CHAIR ENRIGHT: I have another question along
3 that line. Are we violating the Sunshine Law, because
4 suppose the Palm Beach Post comes and calls Mr. Almira,
5 says: Hey, I want to know something. What were the
6 bids? I mean we're an open agency and business. Are
7 we violating the law?

8 MR. PICKEN: It's the --

9 CHAIR ENRIGHT: So we can -- where are we
10 there?

11 MR. PICKEN: The limitation is for oral or
12 written communications from the bidder.

13 MR. ZIELINSKI: Commissioner, are you talking
14 about not announcing the bids when they're opened?

15 MR. PICKEN: Oh, I'm sorry. I thought you
16 were talking about the cone of silence, Commissioner.
17 I apologize.

18 CHAIR ENRIGHT: No, not the cone. I mean the
19 third one.

20 COMMISSIONER RICHARDS: Number one?

21 CHAIR ENRIGHT: No, number three.

22 MR. ZIELINSKI: Number one.

23 COMMISSIONER RICHARDS: It's the cone of
24 silence.

25 CHAIR ENRIGHT: Right.

1 MR. PICKEN: Cone of silence.

2 CHAIR ENRIGHT: Right.

3 MR. PICKEN: It's only -- it's not a
4 limitation on a third party contacting you. It's a
5 limitation on the bidder themselves contacting a
6 Commissioner.

7 COMMISSIONER RICHARDS: You're okay there.

8 CHAIR ENRIGHT: Okay. So as far as Sunshine
9 Law --

10 MR. ZIELINSKI: That would be fine.

11 CHAIR ENRIGHT: -- if someone wants to know,
12 the Port of Palm Beach can provide them with the
13 information or they cannot?

14 MR. PICKEN: Well, the Port has a process for
15 providing bidders --

16 CHAIR ENRIGHT: Right.

17 MR. PICKEN: -- with information. And the
18 bidder sends a written inquiry, and the Port responds
19 in writing and puts it up on the Port website so that
20 the bidder can -- so that all bidders can see what the
21 response is.

22 MR. ZIELINSKI: It's normally a clarification
23 or a refinement, and it goes out on the website so that
24 every bidder has the same position.

25 CHAIR ENRIGHT: Okay, just wanted to make

1 sure we were within the law. Okay.

2 EXECUTIVE DIRECTOR ALMIRA: And we are.

3 CHAIR ENRIGHT: Any other questions? All in
4 favor?

5 (A chorus of ayes.)

6 MR. ZIELINSKI: Thank you.

7 CHAIR ENRIGHT: Five/zero.

8 Let's go forward. We are on I.3.

9 MS. KACZWARA: Jarra Kaczwarra, Senior
10 Director, Business Development and Communications.

11 Item I.3 is approval of the 2018 amended and
12 restated lease for Tropical Shipping for the MOC. As
13 you all know, Tropical Shipping is currently taking
14 space under lease on the second and fourth floor.
15 There was space recently built out on the fourth floor.
16 Part of that is Security. It also houses Planning and
17 IT. The other portion was supposed to also house
18 Tropical Shipping.

19 Tropical Shipping's intent initially into
20 this building was to try to have all of their staff on
21 one floor. That was not possible because CBP was going
22 to consolidate their offices on the third and fourth
23 floor on the fifth floor. Since then, they have not
24 received approval, final approval from GSA to do so.
25 So that allowed Tropical the ability to consolidate

1 their offices in this building on the fifth floor.

2 They would like to do so effective April 1st.

3 If you had a chance to look at the cover
4 sheet, there have been a few changes from when the
5 cover sheet was issued. I'll go over the items and
6 which ones have changed.

7 The space is 9,448 square feet. The annual
8 rent will be \$19.50 a square foot. That's \$184,000,
9 184,236 square -- \$184,236 annually. The initial term
10 is five years. There was a five year option for them
11 to renew. They have now asked for two two-year renewal
12 options, and we have granted that.

13 We have also offered one month equivalent
14 rent for a rent credit for them to use their contractor
15 to paint the floor versus us having to use our
16 maintenance crew to do that or to hire someone to do
17 that. They have someone coming in to do some tenant
18 improvements on the floor, and they were able to do
19 that for us. And us giving them a rent credit actually
20 turned out well for us. We will have the
21 carpets professionally cleaned, and they've agreed to
22 keep the carpet that's on the space.

23 VICE CHAIR McARTHUR: Madam Chair.

24 COMMISSIONER RICHARDS: Sorry.

25 VICE CHAIR McARTHUR: No.

1 CHAIR ENRIGHT: Discussion.

2 VICE CHAIR McARTHUR: No. Move approval.

3 COMMISSIONER RICHARDS: Second.

4 CHAIR ENRIGHT: Discussion? All in favor?
5 (A chorus of ayes.)

6 CHAIR ENRIGHT: Carries, five/zero. Thank
7 you.

8 MS. KACZWARA: Thank you.

9 Item I.4 is a temporary site license with
10 Cingular Wireless. This is for the C-O-W, or COW,
11 which is the Cell on Wheels site. It is a 30 by 30, or
12 900 foot area. The cover sheet indicated approximately
13 325 feet. We just today learned it will be a 900
14 square foot area. If you look at the diagram, the area
15 is directly across from the liquid asphalt tank.

16 Currently we've also negotiated a fee, a flat
17 fee of \$9,450 for a period from April 1st, 2018 to
18 November 30th, 2018. They have the ability to extend
19 after that in the event Vertex has not had the ability
20 to construct the cell tower. The fee for that is
21 equivalent at \$1,350 per month.

22 The rooftop on the MOB will be decommissioned
23 prior to May, so there may be a period where both are
24 running simultaneously.

25 COMMISSIONER RICHARDS: Move approval.

1 COMMISSIONER WALDRON: Second.

2 VICE CHAIR McARTHUR: One question.

3 CHAIR ENRIGHT: Discussion?

4 VICE CHAIR McARTHUR: Just one question. And
5 while you had mentioned earlier that we were trying to
6 get the permit, I thought Vertex had told us they
7 didn't need a permit from the City to do this. Has
8 that changed or --

9 EXECUTIVE DIRECTOR ALMIRA: Well, no, no, no,
10 no. It stays the same way. They submitted a land
11 use -- I believe it was a land use permit. And there's
12 a State statute that after X amount of days or months,
13 if the City, in this case, has not responded, then they
14 can just go ahead and -- essentially, that's what they
15 have done. So now the permitting process is totally
16 different. Now they have to go to Planning and Zoning
17 for this tower. So that's where it stands at this
18 point. I know.

19 CHAIR ENRIGHT: So now after this, we would
20 then go to the City of Riviera Beach for permit?

21 EXECUTIVE DIRECTOR ALMIRA: Correct, for
22 Vertex. Not for this. This is a temporary on wheels.

23 VICE CHAIR McARTHUR: COW.

24 MS. KACZWARA: Right.

25 EXECUTIVE DIRECTOR ALMIRA: A COW.

1 MS. KACZWARA: So Vertex will be submitting
2 soon to actually construct the tower.

3 COMMISSIONER CIKLIN: I've got a question.

4 CHAIR ENRIGHT: Question.

5 COMMISSIONER CIKLIN: So this is the same
6 deal. I mean the tower and this is, I mean, is the
7 same company pretty much, because you're talking
8 Cingular Wireless.

9 MS. KACZWARA: It is. It's just a name
10 change, correct.

11 COMMISSIONER CIKLIN: Right. And the amount
12 of money that the Port's receiving is comparable?

13 MS. KACZWARA: To the rooftop, no, sir. The
14 rooftop is about 26,000 a year.

15 COMMISSIONER CIKLIN: And how much is this?

16 MS. KACZWARA: 9,400 for a period April to
17 November.

18 CHAIR ENRIGHT: Oh, wow.

19 COMMISSIONER CIKLIN: Okay. And I assume,
20 and I'm sure we have, we've made the City aware that if
21 something happens and all these people in the City of
22 Riviera Beach don't have cell service, it's not our
23 fault, because we've been trying to get this approved
24 for two years or --

25 EXECUTIVE DIRECTOR ALMIRA: Two years.

1 COMMISSIONER CIKLIN: Two years, okay.

2 Whatever.

3 CHAIR ENRIGHT: Where are we now with that
4 with the City of Riviera Beach? We've contacted them?
5 Is that the --

6 EXECUTIVE DIRECTOR ALMIRA: With which?

7 CHAIR ENRIGHT: With the City as far as the
8 permitting.

9 EXECUTIVE DIRECTOR ALMIRA: The permitting?
10 No, Vertex is going to go ahead and --

11 CHAIR ENRIGHT: They're going to go --

12 EXECUTIVE DIRECTOR ALMIRA: Exactly. Now,
13 again, based on what Mr. Gagnon has said before, the
14 elections are over, things should calm down, and this
15 is when we start our process again.

16 CHAIR ENRIGHT: And we'll talk about that,
17 and we'll have a chance to go down the list and --

18 EXECUTIVE DIRECTOR ALMIRA: Absolutely.

19 CHAIR ENRIGHT: -- try to negotiate all the
20 items that are little -- with permitting and whatever
21 we need to do to resolve things there.

22 EXECUTIVE DIRECTOR ALMIRA: Correct.

23 CHAIR ENRIGHT: Okay, that's it. Do we have
24 any comments from the public? I have no cards.

25 Okay, comments from the Commissioners.

1 Commissioner Ciklin?

2 COMMISSIONER CIKLIN: Nothing.

3 CHAIR ENRIGHT: Commissioner McArthur?

4 VICE CHAIR McARTHUR: Just that I was very
5 disappointed that the Inspector General was not able to
6 proceed with an offer to cover the Port. And after
7 that happened, I was pinning my hopes on an ethics
8 reform bill in the Florida Legislature, HB 7007.
9 Unfortunately, that died in a Senate committee. I hope
10 we will have opportunities in the future to pursue
11 this. I think it's very much in the best long-term
12 interest of the Port. Thank you.

13 CHAIR ENRIGHT: Commissioner Waldron.

14 COMMISSIONER WALDRON: No, I'm fine. Thank
15 you.

16 CHAIR ENRIGHT: Let me just say this. Do you
17 think we might need an executive session for next
18 meeting, sir?

19 MR. PICKEN: Yes. Gregory Picken, Gary
20 Dytrych & Ryan, Port Counsel.

21 Your attorney desires advice concerning
22 settlement negotiations and strategy regarding the
23 pending LMH litigation relative to Berth 17.

24 CHAIR ENRIGHT: Okay, so we will set a
25 meeting for 3:30 again, just in case we need to have an

1 executive session.

2 MR. PICKEN: And the persons present will be
3 the Board members, the Executive Director, myself and
4 Donald Bicknell.

5 CHAIR ENRIGHT: Any other additions?

6 I just want to comment and just congratulate
7 Ms. Howard again on your accomplishments, and we are
8 very honored and happy and proud to have you with us
9 and to serve. Thank you.

10 Our next meeting is April 19th at 3:30 p.m.

11 Meeting adjourned.

12 (Whereupon, at 5:37 p.m., the proceedings
13 were concluded.)

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**PORT OF PALM BEACH DISTRICT
REQUEST FOR DISCUSSION AND
COMMISSION ACTION**

**CONSENT AGENDA
ALL "F" ITEMS**

PREPARED BY: Venice Howard Deputy Clerk April 9, 2018

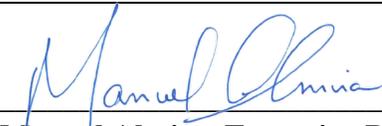
SUBJECT: Approval of the Consent Agenda

BACKGROUND: All matters listed under this item are considered to be routine and action will be taken by one motion. There will be no separate discussion of these items unless a Commissioner or person so requests, in which event the item will be removed from the general order of business for separate discussion and consideration.

ADDITIONAL INFORMATION ATTACHED: No _____ Yes X

RECOMMENDATIONS: The Board of Commissioners is respectfully requested to authorize the Executive Director to execute any documents requiring signature that are approved as part of the Consent Agenda.

Respectfully Submitted By:



Manuel Almira, Executive Director

DATE ACTION TAKEN: _____
Approved: _____
Disapproved: _____
Deferred To: _____
Incorporated into Minutes: _____

Motion By: _____
Seconded By: _____
Unanimous: Yes _____ No _____
By: _____

**PORT OF PALM BEACH DISTRICT
REQUEST FOR DISCUSSION AND
COMMISSION ACTION**

**CONSENT AGENDA
ITEM F-1**

PREPARED BY: Paul J. Zielinski Deputy Director - CFO April 5, 2018

SUBJECT: Financial Statements for the month and five months ended February 28, 2018 (FY 2018).

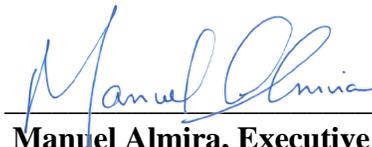
BACKGROUND: Financial results charts, Statement of Net Position, Schedule of Revenues and Expenses – Actual and Budget, Analysis of Expenses – (by category and department) – Actual and Budget by month and year to date, for the month and five months ended February 28, 2018 (FY 2018).

ADDITIONAL INFORMATION ATTACHED: No _____ Yes X

FINANCIAL IMPACT: None

RECOMMENDATIONS: The Board of Commissioners is respectfully requested to approve the Financial Statements for the month and five months ended February 28, 2018.

Respectfully Submitted By:



Manuel Almira, Executive Director

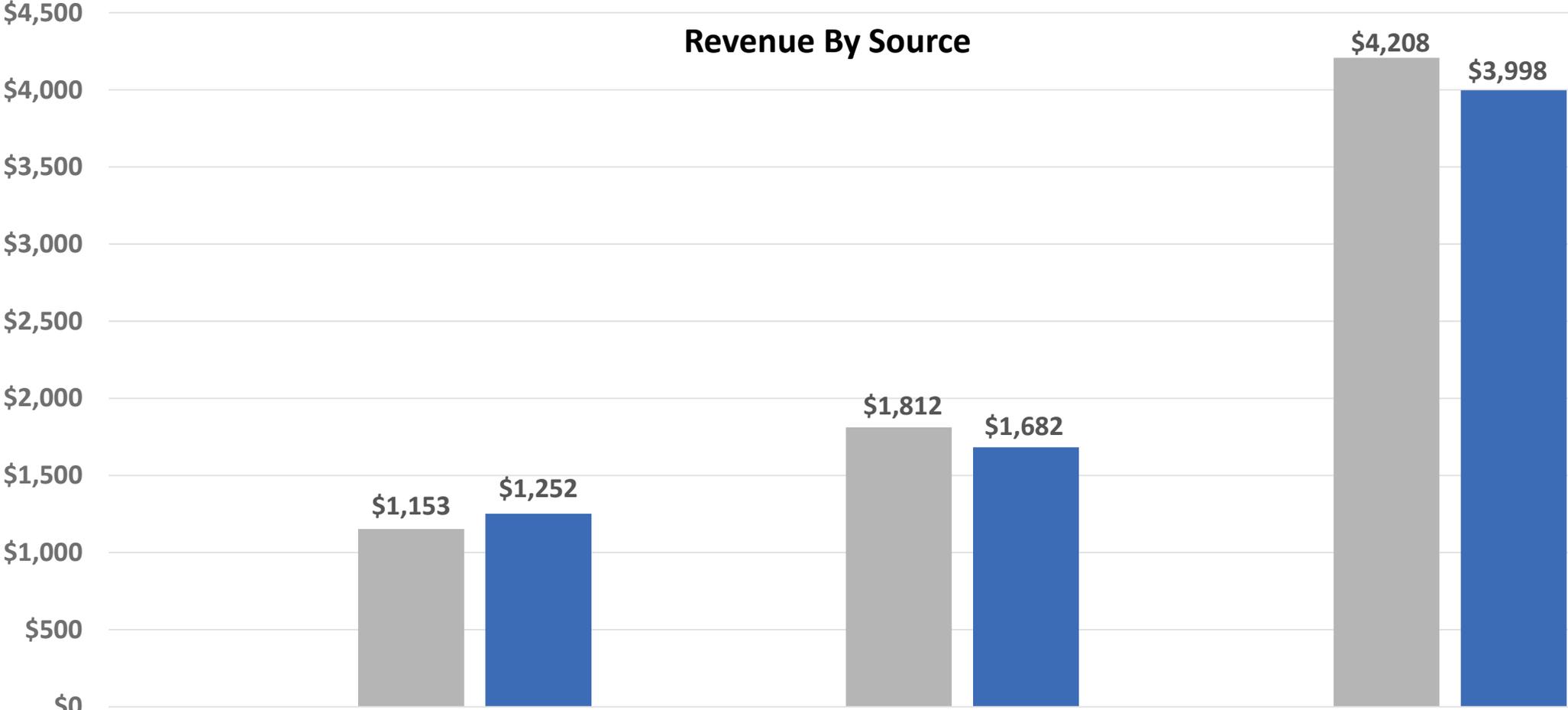
DATE ACTION TAKEN: _____
Approved: _____
Disapproved: _____
Deferred To: _____
Incorporated into Minutes: _____

Motion By: _____
Seconded By: _____
Unanimous: Yes _____ No _____
By: _____

PORT OF PALM BEACH

Oct. 1 to Feb. 28, 2018

Revenue By Source



CRUISE/PARKING

RENTS

CARGO RELATED

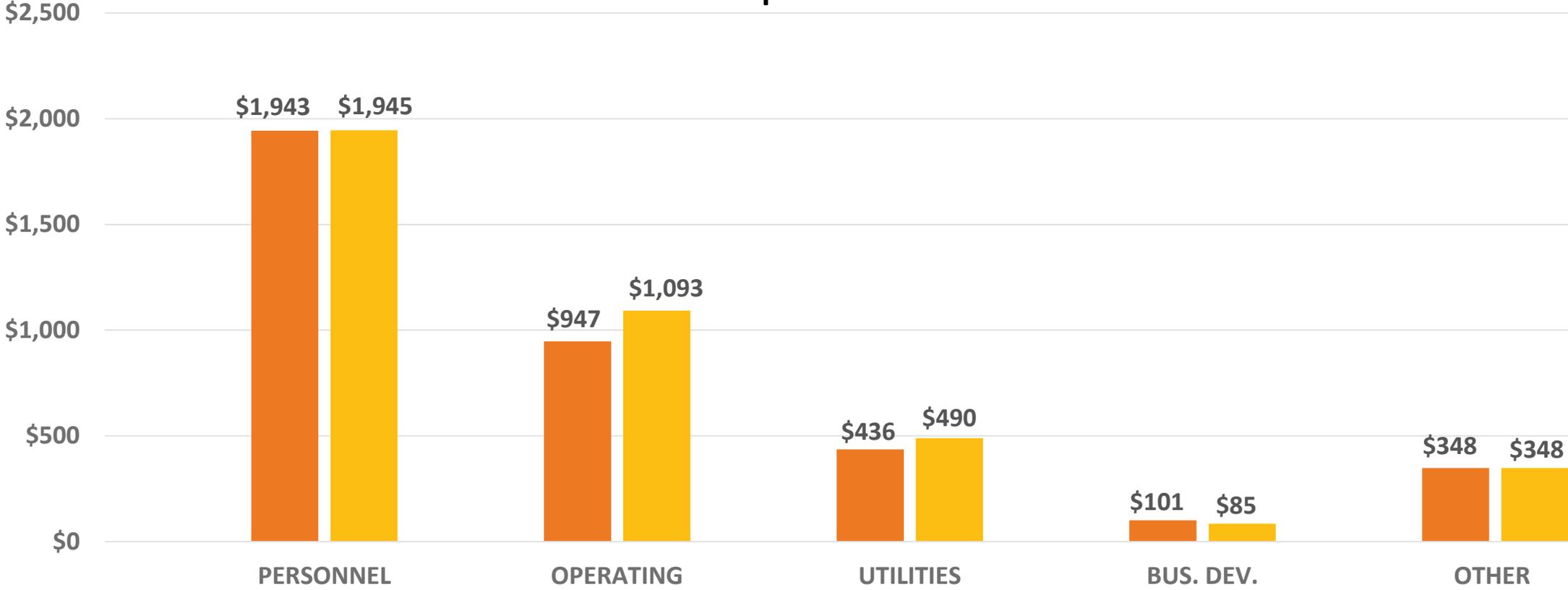
SOURCE OF REVENUE

■ Actual - \$7,173 ■ Budget - 6,932

PORT OF PALM BEACH

Oct. 1 to Feb 28, 2018

Expenses



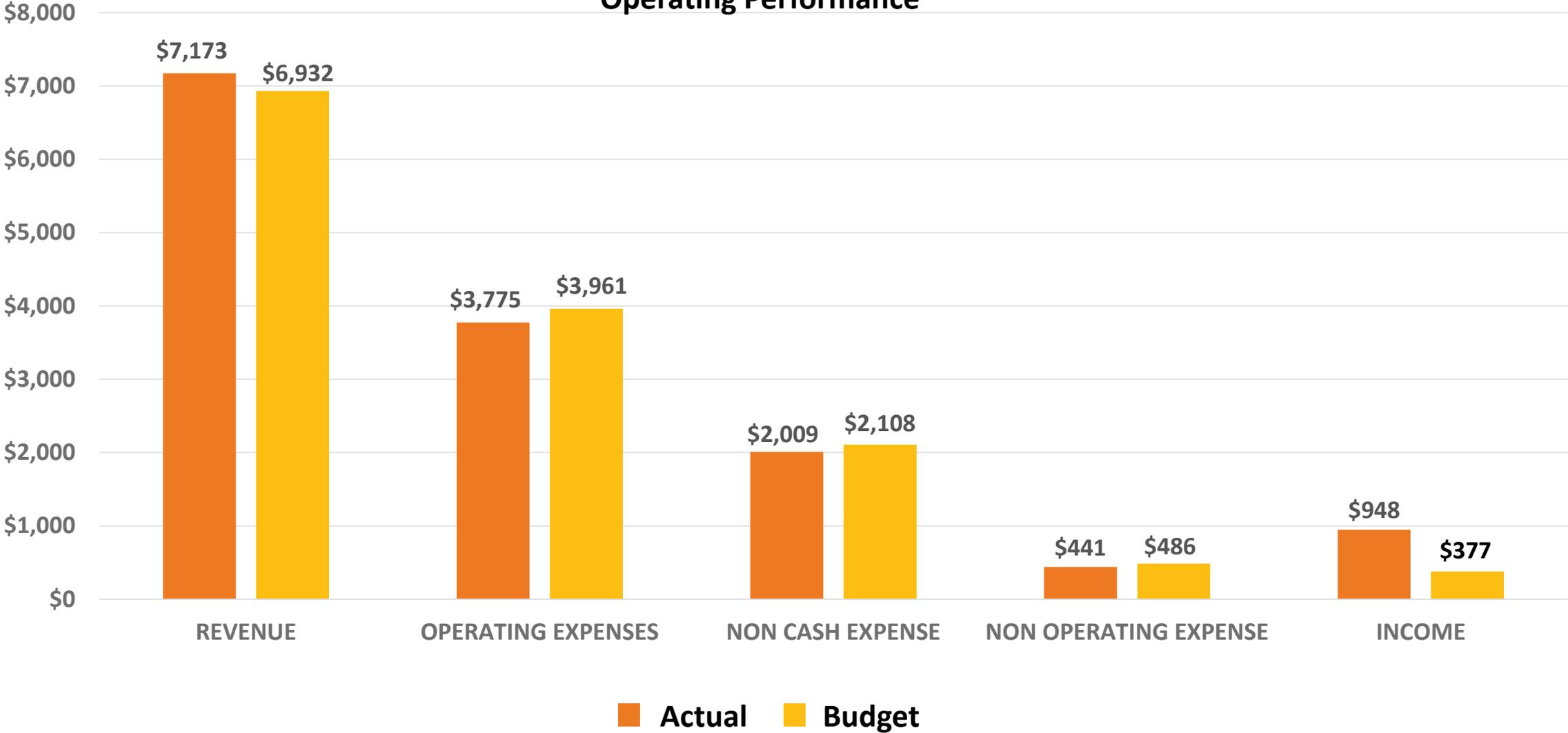
Note: Operating Expenses - \$136K Saving On Cruise Contract Security
Utilities - \$20K Saving On Water For Cruise Ship

Actual - \$3,775 Budget - \$3,961

PORT OF PALM BEACH

Oct. 1 to Feb 28, 2018

Operating Performance



Port of Palm Beach District
Statement of Net Position
February 28, 2018
(Unaudited)

ASSETS

Current Assets:

Cash and cash equivalents	\$ 20,100,273
Accounts receivable (net of allowance for uncollectables)	1,592,965
Grants receivable	93,508
Prepaid items	534,697
Restricted assets:	
Cash and cash equivalents	7,971,951
Total Current Assets	<u>30,293,394</u>

Noncurrent Assets:

Prepaid items - Master Plan	239,228
Total Other Noncurrent Assets	<u>239,228</u>

Capital Assets:

Land	28,119,220
Building and improvements	60,856,007
Slips and improvements	49,895,448
Other improvements	35,856,431
Wharf and loading ramps	7,798,154
Autos and trucks	502,716
Furniture and fixtures	341,596
Machinery and equipment	2,606,947
Computer equipment	1,452,287
Construction in progress	10,639,946
Less: Accumulated Depreciation	<u>(76,665,595)</u>
Total Capital Assets (net of accumulated depreciation)	<u>121,403,157</u>

Total Noncurrent Assets **121,642,385**

Total Assets **\$ 151,935,779**

DEFERRED OUTFLOWS OF RESOURCES

Deferred outflows of resources:

Pension related items	1,459,258
Deferred loss on bond refunding, net	598,964
	<u>\$ 2,058,222</u>

Port of Palm Beach District
Statement of Net Position
February 28, 2018
(Unaudited)

LIABILITIES

Current Liabilities:

Accounts payable and accrued expenses	\$ 1,008,612
Unearned revenue	394,676
Compensated absences payable - short-term	179,304
Payable from restricted assets:	
Security deposits	375,000
Accounts payable and accrued expenses	167,434
Contracts payable	558,286
Accrued revenue bonds interest payable	255,238
Current portion of revenue bond payable	3,430,325
Total Current Liabilities	<u>6,368,875</u>

Noncurrent Liabilities:

Compensated absences payable - long-term	179,304
Other post-employment benefits	207,334
Net pension liability	3,526,193
Restricted capital appreciation revenue bond interest payable	6,420,611
Revenue bonds payable (less unamortized bond discount and current portion)	20,440,712
Total Noncurrent Liabilities	<u>30,774,154</u>

Total Liabilities **37,143,029**

DEFERRED INFLOWS OF RESOURCES

Deferred inflows of resources:

Pension related items	<u>203,455</u>
-----------------------	----------------

NET POSITION

Net Investment in capital assets	98,131,083
Restricted for debt service	(288,181)
Restricted for renewal and replacement	425,531
Restricted for business development	648,822
Designated - Capital improvement	5,233,983
Undesignated - Operations	12,496,279
Total Net Position	<u>\$ 116,647,517</u>

Port of Palm Beach District
(Unaudited)
Schedule of Revenues and Expenses - Actual and Budget
For the Month and Five Months Ending Wednesday, February 28, 2018

	<u>Actual February 2018</u>	<u>Current Actual FY 2018 YTD</u>	<u>Prior Actual FY 2017 YTD</u>	<u>\$ Variance Over (Under) to Prior Year</u>	<u>Approved Budget FY 2018 YTD</u>	<u>\$ Variance Over (Under) Current Actual to Budget YTD</u>
Operating Revenues:						
Wharfage	313,239	1,667,889	1,572,148	95,741	1,706,087	(38,198)
Dockage	199,154	1,023,356	925,112	98,244	952,863	70,493
Parking	130,491	279,752	487,554	(207,802)	575,729	(295,977)
Passengers - Multi-day	620,795	1,320,500	2,332,203	(1,011,703)	2,778,407	(1,457,907)
Storage	15,971	135,669	29,325	106,344	24,122	111,547
Water	8,248	41,119	35,430	5,689	37,864	3,255
Line Handling	9,384	53,244	63,200	(9,956)	63,076	(9,832)
Switching	53,419	268,108	261,807	6,301	269,698	(1,590)
Licenses and Permits	1,600	117,500	89,800	27,700	105,300	12,200
Vessel Bunkers	2,567	25,680	22,139	3,541	20,828	4,852
Cargo Terminal Fee	65,435	323,576	279,063	44,513	319,165	4,411
Security Fees - Cargo	52,594	257,315	234,603	22,712	261,805	(4,490)
Special Detail Security Fees	6,386	11,900	10,260	1,640	2,500	9,400
Identification Badging	1,787	10,737	10,982	(245)	12,825	(2,088)
Harbor Master Fee	17,380	87,216	77,868	9,348	81,784	5,432
Rent	347,591	1,812,108	1,765,528	46,580	1,681,573	130,535
Miscellaneous Income	41,566	498,008	205,095	292,913	140,025	357,983
Total Operating Revenues	<u>1,887,607</u>	<u>7,935,087</u>	<u>8,402,117</u>	<u>(467,030)</u>	<u>9,033,651</u>	<u>(1,098,564)</u>
Less: Direct Marketing Support	321,300	762,398	1,541,494	(779,096)	2,101,769	(1,339,371)
Net Operating Revenues	<u>1,566,307</u>	<u>7,172,689</u>	<u>6,860,623</u>	<u>312,066</u>	<u>6,931,882</u>	<u>240,807</u>
Operating Expenses:						
Administrative and HR	54,313	304,061	269,465	34,596	292,262	11,799
Office - Finance and IT	71,422	379,748	367,321	12,427	363,288	16,460
Engineering	1,000	15,841	5,000	10,841	0	15,841
Consultant	3,045	15,045	16,559	(1,514)	15,000	45
Legal	13,589	35,679	39,646	(3,967)	41,667	(5,988)
General Maintenance	116,487	603,586	639,653	(36,067)	654,443	(50,857)
Railroad	19,488	80,489	61,528	18,961	76,766	3,723
Operations	7,354	40,321	46,187	(5,866)	40,762	(441)
General Expense	145,115	720,600	731,279	(10,679)	750,125	(29,525)
Security	147,729	691,718	745,118	(53,400)	839,030	(147,312)
Business Development	54,521	288,298	281,267	7,031	274,930	13,368
Community Grants	510	5,995	4,204	1,791	5,995	0
Cruise Terminal	40,793	157,534	106,469	51,065	167,738	(10,204)
Maritime Office Complex	27,393	127,190	93,467	33,723	132,005	(4,815)
Southgate Complex	6,779	24,581	23,598	983	24,203	378
Renewal and Replacement	51,469	248,779	82,883	165,896	248,780	(1)
Maritime Office Building	8,009	35,331	11,054	24,277	33,888	1,443
Total Operating Expenses	<u>769,016</u>	<u>3,774,796</u>	<u>3,524,698</u>	<u>250,098</u>	<u>3,960,882</u>	<u>(186,086)</u>
Oper. Income Before Depr & Amort	<u>797,291</u>	<u>3,397,893</u>	<u>3,335,925</u>	<u>61,968</u>	<u>2,971,000</u>	<u>426,893</u>
Less: Depreciation Expense	397,839	1,988,090	1,984,853	3,237	2,087,932	(99,842)
Less: Amortization Expense	4,068	20,340	12,007	8,333	20,340	0
Operating Income (Loss)	<u>395,384</u>	<u>1,389,463</u>	<u>1,339,065</u>	<u>50,398</u>	<u>862,728</u>	<u>526,735</u>
Non-Oper. Revenues (Expenses):						
Interest Income	11,377	51,163	7,491	43,672	20,000	31,163
Insurance Recoveries	1,071	1,071	44,372	(43,301)	0	1,071
Grant Revenue	0	44,014	0	44,014	31,250	12,764
Gain or (Loss) on Disposal of Assets	0	0	2,500	(2,500)	0	0
Grant Expenses	0	0	0	0	0	0
Interest Expense	(107,475)	(537,377)	(541,703)	4,326	(537,377)	0
Total Non-Oper. Revenue (Expenses)	<u>(95,027)</u>	<u>(441,129)</u>	<u>(487,437)</u>	<u>46,308</u>	<u>(486,127)</u>	<u>44,998</u>
Income (Loss) before contributions	<u>300,357</u>	<u>948,334</u>	<u>851,628</u>	<u>96,706</u>	<u>376,601</u>	<u>571,733</u>
Capital Contributions	29,590	193,282	1,117,873	(924,591)		
Change in Net Position	<u>329,947</u>	<u>1,141,616</u>	<u>1,969,501</u>	<u>(827,885)</u>		

**Port of Palm Beach District
Analysis of Expenses - Summary Roll-Up
For the Month and Five Months Ending Wednesday, February 28, 2018**

	<u>Current Actual FY 2018 YTD</u>	<u>Approved Budget FY 2018 YTD</u>	<u>YTD Variance</u>	<u>Remaining Approved Budget</u>	<u>Total Approved Budget</u>	<u>February Current Actual</u>	<u>February Approved Budget</u>	<u>Monthly Variance</u>
<u>SALARIES & BENEFITS:</u>								
Salaries & Contract Labor	1,262,727	1,237,879	(24,848)	1,663,887	2,926,614	228,802	225,429	(3,373)
Overtime	70,503	84,615	14,112	129,497	200,000	14,861	15,385	524
F.I.C.A. Taxes	91,504	98,857	7,353	142,156	233,660	17,880	17,973	93
Unemployment	0	0	0	1,000	1,000	0	0	0
Health and Life Insurance	395,049	395,416	367	553,951	949,000	72,221	79,084	6,863
Florida Retirement Benefits	122,918	128,538	5,620	180,900	303,818	22,653	23,371	718
	1,942,701	1,945,305	2,604	2,671,391	4,614,092	356,417	361,242	4,825

SERVICES & SUPPLIES:

Commercial Property & Liability	152,125	175,833	23,708	279,875	432,000	32,074	35,167	3,093
Tenant Property Taxes Taxes	38	40	2	9,962	10,000	0	0	0
Legal Fees	35,679	41,667	5,988	64,321	100,000	13,589	8,333	(5,256)
Audit & Accounting Fees	54,712	54,715	3	34,288	89,000	19,358	19,360	2
Consultants	15,045	15,000	(45)	23,955	39,000	3,045	3,000	(45)
Engineering Fees	15,841	0	(15,841)	(15,841)	0	1,000	0	(1,000)
Trustee Fees For Bond Issues	2,523	2,525	2	4,977	7,500	0	0	0
Bad Debt Expense	0	0	0	10,000	10,000	0	0	0
Drug-Free Workplace	1,095	1,000	(95)	(95)	1,000	400	305	(95)
Uniforms	6,503	11,618	5,115	20,997	27,500	977	1,962	985

**Port of Palm Beach District
Analysis of Expenses - Summary Roll-Up
For the Month and Five Months Ending Wednesday, February 28, 2018**

	<u>Current Actual FY 2018 YTD</u>	<u>Approved Budget FY 2018 YTD</u>	<u>YTD Variance</u>	<u>Remaining Approved Budget</u>	<u>Total Approved Budget</u>	<u>February Current Actual</u>	<u>February Approved Budget</u>	<u>Monthly Variance</u>
Equipment Costs & Fuel	36,356	34,623	(1,733)	53,644	90,000	3,852	4,207	355
Buildings & Grounds Expenses	248,355	249,052	697	287,145	535,500	61,042	54,383	(6,659)
Trash Removal	18,129	18,500	371	26,271	44,400	3,736	3,700	(36)
Railroad Expense	14,648	14,650	2	5,352	20,000	6,720	6,720	0
Locomotive Expense	33,888	32,938	(950)	41,112	75,000	7,145	7,492	347
Employee Development & Training	4,523	4,525	2	20,477	25,000	767	765	(2)
Office Expenses	22,079	23,125	1,046	33,421	55,500	5,424	4,625	(799)
Information Technology	48,722	33,472	(15,250)	63,863	112,585	9,063	8,963	(100)
Contract Security	291,517	446,800	155,283	780,803	1,072,320	72,286	89,360	17,074
Other Security Expense	17,248	15,798	(1,450)	27,752	45,000	3,309	3,217	(92)
TWIC & ID Badging	3,698	2,083	(1,615)	1,302	5,000	251	417	166
Tenant Operating Costs	2,966	2,965	(1)	17,034	20,000	312	310	(2)
	<u>1,025,690</u>	<u>1,180,929</u>	<u>155,239</u>	<u>1,790,615</u>	<u>2,816,305</u>	<u>244,350</u>	<u>252,286</u>	<u>7,936</u>

BUSINESS DEVELOPMENT:

Registration & Training Fees	1,480	1,480	0	23,520	25,000	270	270	0
Community Affairs	9,332	9,330	(2)	19,028	28,360	1,217	1,215	(2)
Travel Expenses - Employees	7,177	7,180	3	12,823	20,000	2,858	2,860	2
Travel Expenses - Board	0	0	0	30,000	30,000	0	0	0
Trade Development	25,204	21,102	(4,102)	48,296	73,500	3,823	3,483	(340)

**Port of Palm Beach District
Analysis of Expenses - Summary Roll-Up
For the Month and Five Months Ending Wednesday, February 28, 2018**

	<u>Current Actual FY 2018 YTD</u>	<u>Approved Budget FY 2018 YTD</u>	<u>YTD Variance</u>	<u>Remaining Approved Budget</u>	<u>Total Approved Budget</u>	<u>February Current Actual</u>	<u>February Approved Budget</u>	<u>Monthly Variance</u>
Dues & Subscriptions	28,996	26,700	(2,296)	37,104	66,100	6,051	5,250	(801)
Marketing	24,773	17,215	(7,558)	16,127	40,900	3,295	0	(3,295)
Website & Other	3,956	1,875	(2,081)	544	4,500	577	375	(202)
	100,918	84,882	(16,036)	187,442	288,360	18,091	13,453	(4,638)

UTILITY SERVICES:

Water & Sewer	204,245	251,067	46,822	512,772	717,017	51,403	66,564	15,161
Electricity	179,969	182,708	2,739	258,531	438,500	30,732	36,542	5,810
Telephone Expense	51,880	56,458	4,578	83,620	135,500	11,716	11,292	(424)
	436,094	490,233	54,139	854,923	1,291,017	93,851	114,398	20,547

RENEWAL & REPLACEMENT:

Renewal & Replacement Exp.	248,780	248,780	0	1,220	250,000	51,469	51,469	0
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OTHER EXPENSES:

Miscellaneous Expenses	20,608	10,753	(9,855)	25,392	46,000	4,833	2,002	(2,831)
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TOTAL EXPENSES	<u>3,774,791</u>	<u>3,960,882</u>	<u>186,091</u>	<u>5,530,983</u>	<u>9,305,774</u>	<u>769,011</u>	<u>794,850</u>	<u>25,839</u>
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**Port of Palm Beach District
Analysis of Expenses - By Department
For the Month and Five Months Ending Wednesday, February 28, 2018**

	<u>Current Actual FY 2018 YTD</u>	<u>Approved Budget FY 2018 YTD</u>	<u>YTD Variance</u>	<u>Remaining Approved Budget</u>	<u>Total Approved Budget</u>	<u>February Current Actual</u>	<u>February Approved Budget</u>	<u>Monthly Variance</u>
<u>FINANCE & I.T.</u>								
Salaries	257,546	253,377	(4,169)	341,344	598,890	46,746	46,068	(678)
F.I.C.A. Expense	17,783	18,883	1,100	26,850	44,633	3,445	3,433	(12)
Telephone	32,178	33,333	1,155	47,822	80,000	6,885	6,667	(218)
Computer Training/Consulting	20,188	20,195	7	29,262	49,450	6,975	6,975	0
Computer Maintenance	9,113	9,110	(3)	44,022	53,135	1,157	1,155	(2)
Postage	463	1,250	787	2,537	3,000	278	250	(28)
Office Maintenance	4,026	4,167	141	5,974	10,000	945	833	(112)
Records Storage	1,167	1,250	83	1,833	3,000	233	250	17
Computer Software & Supplies	19,421	4,167	(15,254)	(9,421)	10,000	931	833	(98)
Printing	2,336	2,500	164	3,664	6,000	0	500	500
Public Notice Publication	2,625	2,083	(542)	2,375	5,000	478	417	(61)
Miscellaneous - Office	4,637	4,640	3	10,363	15,000	562	560	(2)
Office Supplies	8,265	8,333	68	11,735	20,000	2,787	1,667	(1,120)
Total	<u>379,748</u>	<u>363,288</u>	<u>(16,460)</u>	<u>518,360</u>	<u>898,108</u>	<u>71,422</u>	<u>69,608</u>	<u>(1,814)</u>

**Port of Palm Beach District
Analysis of Expenses - By Department
For the Month and Five Months Ending Wednesday, February 28, 2018**

	<u>Current Actual FY 2018 YTD</u>	<u>Approved Budget FY 2018 YTD</u>	<u>YTD Variance</u>	<u>Remaining Approved Budget</u>	<u>Total Approved Budget</u>	<u>February Current Actual</u>	<u>February Approved Budget</u>	<u>Monthly Variance</u>
<u>GENERAL MAINTENANCE</u>								
Salaries	205,722	199,464	(6,258)	265,738	471,460	36,914	36,266	(648)
Overtime	11,178	21,154	9,976	38,822	50,000	2,875	3,846	971
Overtime - Line Handling	11,084	12,692	1,608	18,916	30,000	1,711	2,308	597
F.I.C.A. Expense	16,651	18,851	2,200	27,907	44,558	3,040	3,428	388
Telephone	3,502	3,542	40	4,998	8,500	855	708	(147)
Water	175,064	221,170	46,106	470,201	645,265	45,624	60,585	14,961
Water - Maintenance Office	594	730	136	1,158	1,752	62	146	84
Stormwater Assessment	28,586	29,167	581	41,414	70,000	5,717	5,833	116
Electricity	57,374	56,250	(1,124)	77,626	135,000	10,296	11,250	954
Equipment Rental	1,134	1,135	1	13,866	15,000	0	0	0
Generator Supplies	12,217	10,000	(2,217)	(2,217)	10,000	0	0	0
Building & Grounds	36,428	36,425	(3)	13,572	50,000	1,657	1,655	(2)
Trash Removal	3,811	2,667	(1,144)	2,589	6,400	802	533	(269)
Uniforms	3,216	8,333	5,117	16,784	20,000	681	1,667	986
Gas & Oil	14,099	14,583	484	20,901	35,000	2,560	2,917	357
Janitorial Services & Supplies	3,249	3,125	(124)	4,251	7,500	461	625	164
Supplies	10,768	6,250	(4,518)	4,232	15,000	1,940	1,250	(690)
Equipment Repair	8,906	8,905	(1)	21,094	30,000	1,292	1,290	(2)
Total	603,583	654,443	50,860	1,041,852	1,645,435	116,487	134,307	17,820

**Port of Palm Beach District
Analysis of Expenses - By Department
For the Month and Five Months Ending Wednesday, February 28, 2018**

	<u>Current Actual FY 2018 YTD</u>	<u>Approved Budget FY 2018 YTD</u>	<u>YTD Variance</u>	<u>Remaining Approved Budget</u>	<u>Total Approved Budget</u>	<u>February Current Actual</u>	<u>February Approved Budget</u>	<u>Monthly Variance</u>
<u>SECURITY</u>								
Salaries	304,221	300,424	(3,797)	405,872	710,093	55,275	54,623	(652)
Overtime	30,998	38,077	7,079	59,002	90,000	7,505	6,923	(582)
F.I.C.A. Expense	24,324	25,896	1,572	36,884	61,208	4,572	4,708	136
Security Equipment Repairs	7,460	7,465	5	17,540	25,000	1,549	1,550	1
Telephone	4,477	4,583	106	6,523	11,000	987	917	(70)
Uniforms	3,287	3,285	(2)	3,713	7,000	296	295	(1)
Identification Badging	3,698	2,083	(1,615)	1,302	5,000	251	417	166
Riviera Beach Police Presence	14,585	35,417	20,832	70,415	85,000	6,635	7,083	448
Contract Security - Cargo & TWIC	43,371	43,333	(38)	60,629	104,000	8,500	8,667	167
Miscellaneous - Security	11,948	2,083	(9,865)	(6,948)	5,000	3,247	417	(2,830)
Contract Security - Cruise	222,473	340,000	117,527	593,527	816,000	52,447	68,000	15,553
Contract Security - Parking	11,088	28,050	16,962	56,232	67,320	4,704	5,610	906
Radio Maintenance	9,788	8,333	(1,455)	10,212	20,000	1,760	1,667	(93)
Total	<u>691,718</u>	<u>839,029</u>	<u>147,311</u>	<u>1,314,903</u>	<u>2,006,621</u>	<u>147,728</u>	<u>160,877</u>	<u>13,149</u>

**Port of Palm Beach District
Analysis of Expenses - By Department
For the Month and Five Months Ending Wednesday, February 28, 2018**

	<u>Current Actual FY 2018 YTD</u>	<u>Approved Budget FY 2018 YTD</u>	<u>YTD Variance</u>	<u>Remaining Approved Budget</u>	<u>Total Approved Budget</u>	<u>February Current Actual</u>	<u>February Approved Budget</u>	<u>Monthly Variance</u>
<u>RAILROAD</u>								
Salaries	11,187	13,115	1,928	19,813	31,000	2,375	2,385	10
Overtime	17,243	12,692	(4,551)	12,757	30,000	2,770	2,308	(462)
F.I.C.A. Expense	2,130	1,975	(155)	2,537	4,667	387	359	(28)
Locomotive Rental	0	0	0	2,500	2,500	0	0	0
Train Derailment	6,869	6,870	1	3,131	10,000	0	0	0
Locomotive Fuel & Oil	12,413	11,458	(955)	15,087	27,500	1,946	2,292	346
Track R&M Exp.	14,648	14,650	2	352	15,000	6,720	6,720	0
Locomotive R&M Exp.	14,606	14,610	4	20,394	35,000	5,199	5,200	1
Railroad Equipment	0	0	0	5,000	5,000	0	0	0
Miscellaneous	1,393	1,395	2	2,107	3,500	91	90	(1)
Total	80,489	76,765	(3,724)	83,678	164,167	19,488	19,354	(134)

**Port of Palm Beach District
Analysis of Expenses - By Department
For the Month and Five Months Ending Wednesday, February 28, 2018**

	<u>Current Actual FY 2018 YTD</u>	<u>Approved Budget FY 2018 YTD</u>	<u>YTD Variance</u>	<u>Remaining Approved Budget</u>	<u>Total Approved Budget</u>	<u>February Current Actual</u>	<u>February Approved Budget</u>	<u>Monthly Variance</u>
<u>BUSINESS DEVELOPMENT</u>								
Salaries	163,678	163,999	321	223,955	387,633	30,606	29,818	(788)
Florida Retirement System	16,644	17,075	431	23,716	40,360	3,135	3,105	(30)
F.I.C.A. Expense	10,222	11,343	1,121	16,589	26,811	2,278	2,062	(216)
Miscellaneous	2,155	2,160	5	2,845	5,000	698	700	2
Website	3,937	1,458	(2,479)	(437)	3,500	577	292	(285)
Telephone Expense	1,497	2,292	795	4,003	5,500	295	458	163
Promotion	948	950	2	16,452	17,400	0	0	0
Trade Development	14,735	14,735	0	26,765	41,500	300	300	0
Trade Development - Dining	7,019	2,917	(4,102)	(19)	7,000	923	583	(340)
Trade Missions	0	0	0	20,000	20,000	0	0	0
Travel Expenses	7,177	7,180	3	12,823	20,000	2,858	2,860	2
Travel Expenses - McArthur	0	0	0	6,000	6,000	0	0	0
Travel Expenses - Ciklin	0	0	0	6,000	6,000	0	0	0
Travel Expenses - Richards	0	0	0	6,000	6,000	0	0	0
Travel Expenses - Waldron	0	0	0	6,000	6,000	0	0	0
Travel Expenses - Enright	0	0	0	6,000	6,000	0	0	0
Community Relations	3,337	3,335	(2)	15,023	18,360	707	705	(2)
Postage & Shipping	19	417	398	981	1,000	0	83	83
Trade Development - Sponsorships	3,450	3,450	0	1,550	5,000	2,600	2,600	0

**Port of Palm Beach District
 Analysis of Expenses - By Department
 For the Month and Five Months Ending Wednesday, February 28, 2018**

	Current Actual FY 2018 YTD	Approved Budget FY 2018 YTD	YTD Variance	Remaining Approved Budget	Total Approved Budget	February Current Actual	February Approved Budget	Monthly Variance
Registration Fees	1,430	1,430	0	18,570	20,000	270	270	0
Membership Dues	24,044	24,833	789	35,556	59,600	5,145	4,967	(178)
Training	50	50	0	4,950	5,000	0	0	0
Subscriptions	4,128	1,042	(3,086)	(1,628)	2,500	831	208	(623)
Advertising	21,062	13,500	(7,562)	(7,562)	13,500	3,295	0	(3,295)
Publications	2,763	2,765	2	7,237	10,000	0	0	0
Total	288,295	274,931	(13,364)	451,369	739,664	54,518	49,011	(5,507)

**Port of Palm Beach District
Analysis of Expenses - By Department
For the Month and Five Months Ending Wednesday, February 28, 2018**

	<u>Current Actual FY 2018 YTD</u>	<u>Approved Budget FY 2018 YTD</u>	<u>YTD Variance</u>	<u>Remaining Approved Budget</u>	<u>Total Approved Budget</u>	<u>February Current Actual</u>	<u>February Approved Budget</u>	<u>Monthly Variance</u>
<u>ADMIN. & H.R.</u>								
Salaries - Commissioners	19,792	19,792	0	27,708	47,500	3,958	3,958	0
Salaries - Exec. Director & Staff	262,838	253,202	(9,636)	335,640	598,478	46,655	46,037	(618)
Contract Admin. Services	3,540	0	(3,540)	(3,540)	0	0	0	0
FICA Expense	17,891	19,269	1,378	27,653	45,544	3,699	3,503	(196)
Total	<u>304,061</u>	<u>292,263</u>	<u>(11,798)</u>	<u>387,461</u>	<u>691,522</u>	<u>54,312</u>	<u>53,498</u>	<u>(814)</u>

**Port of Palm Beach District
 Analysis of Expenses - By Department
 For the Month and Five Months Ending Wednesday, February 28, 2018**

	<u>Current Actual FY 2018 YTD</u>	<u>Approved Budget FY 2018 YTD</u>	<u>YTD Variance</u>	<u>Remaining Approved Budget</u>	<u>Total Approved Budget</u>	<u>February Current Actual</u>	<u>February Approved Budget</u>	<u>Monthly Variance</u>
<u>LEGAL</u>								
Fees and Expenses	35,679	41,667	5,988	64,321	100,000	13,589	8,333	(5,256)
Total	35,679	41,667	5,988	64,321	100,000	13,589	8,333	(5,256)

**Port of Palm Beach District
 Analysis of Expenses - By Department
 For the Month and Five Months Ending Wednesday, February 28, 2018**

	<u>Current Actual FY 2018 YTD</u>	<u>Approved Budget FY 2018 YTD</u>	<u>YTD Variance</u>	<u>Remaining Approved Budget</u>	<u>Total Approved Budget</u>	<u>February Current Actual</u>	<u>February Approved Budget</u>	<u>Monthly Variance</u>
<u>ENGINEERING</u>								
Retainer - CH2MHILL	5,000	0	(5,000)	(5,000)	0	1,000	0	(1,000)
Fees and Expenses	10,841	0	(10,841)	(10,841)	0	0	0	0
Total	15,841	0	(15,841)	(15,841)	0	1,000	0	(1,000)

**Port of Palm Beach District
 Analysis of Expenses - By Department
 For the Month and Five Months Ending Wednesday, February 28, 2018**

	<u>Current Actual FY 2018 YTD</u>	<u>Approved Budget FY 2018 YTD</u>	<u>YTD Variance</u>	<u>Remaining Approved Budget</u>	<u>Total Approved Budget</u>	<u>February Current Actual</u>	<u>February Approved Budget</u>	<u>Monthly Variance</u>
<u>CONSULTING</u>								
Consultants - Governmental	15,045	15,000	(45)	23,955	39,000	3,045	3,000	(45)
Total	15,045	15,000	(45)	23,955	39,000	3,045	3,000	(45)

**Port of Palm Beach District
Analysis of Expenses - By Department
For the Month and Five Months Ending Wednesday, February 28, 2018**

	<u>Current Actual FY 2018 YTD</u>	<u>Approved Budget FY 2018 YTD</u>	<u>YTD Variance</u>	<u>Remaining Approved Budget</u>	<u>Total Approved Budget</u>	<u>February Current Actual</u>	<u>February Approved Budget</u>	<u>Monthly Variance</u>
<u>SOUTHGATE COMPLEX</u>								
Buildings & Grounds	3,528	3,530	2	16,472	20,000	1,074	1,075	1
Janitorial Services& Supplies	2,057	833	(1,224)	(57)	2,000	1,630	167	(1,463)
Miscellaneous	0	0	0	2,500	2,500	0	0	0
Electric	14,051	14,583	532	20,949	35,000	2,470	2,917	447
Telephone	2,562	2,917	355	4,438	7,000	526	583	57
Trash Removal	1,289	1,250	(39)	1,711	3,000	258	250	(8)
HVAC Repairs & Maint.	1,094	1,090	(4)	8,906	10,000	822	820	(2)
Total	<u>24,581</u>	<u>24,203</u>	<u>(378)</u>	<u>54,919</u>	<u>79,500</u>	<u>6,780</u>	<u>5,812</u>	<u>(968)</u>

**Port of Palm Beach District
Analysis of Expenses - By Department
For the Month and Five Months Ending Wednesday, February 28, 2018**

	<u>Current Actual FY 2018 YTD</u>	<u>Approved Budget FY 2018 YTD</u>	<u>YTD Variance</u>	<u>Remaining Approved Budget</u>	<u>Total Approved Budget</u>	<u>February Current Actual</u>	<u>February Approved Budget</u>	<u>Monthly Variance</u>
<u>GENERAL EXPENSE</u>								
Audit & Accounting Services	54,712	54,715	3	34,288	89,000	19,358	19,360	2
Transcription Services for Board Meetings	3,197	3,542	345	5,303	8,500	703	708	5
Bad Debt Expense	0	0	0	10,000	10,000	0	0	0
Unemployment Compensation	0	0	0	1,000	1,000	0	0	0
General Commercial Prop & Liab Insurance	152,125	175,833	23,708	269,875	422,000	32,074	35,167	3,093
Group Health / Dental / Vision	382,107	382,083	(24)	534,893	917,000	69,605	76,417	6,812
Employee Basic Life Insurance	6,374	6,250	(124)	8,626	15,000	1,240	1,250	10
Employee S/Term Disability Ins.	6,568	7,083	515	10,432	17,000	1,376	1,417	41
Florida Retirement System	106,274	111,463	5,189	157,184	263,458	19,518	20,266	748
Trustee Fees For Bonds	2,523	2,525	2	4,977	7,500	0	0	0
Drug-Free Workplace	1,095	1,000	(95)	(95)	1,000	400	305	(95)
Insurance Contingency	0	0	0	10,000	10,000	0	0	0
Membership Dues	824	825	1	3,176	4,000	75	75	0
Training	4,523	4,525	2	20,477	25,000	767	765	(2)
Ad Valorem Taxes	38	40	2	9,962	10,000	0	0	0
Miscellaneous	240	240	0	4,760	5,000	0	0	0
Total	<u>720,600</u>	<u>750,124</u>	<u>29,524</u>	<u>1,084,858</u>	<u>1,805,458</u>	<u>145,116</u>	<u>155,730</u>	<u>10,614</u>

**Port of Palm Beach District
Analysis of Expenses - By Department
For the Month and Five Months Ending Wednesday, February 28, 2018**

	<u>Current Actual FY 2018 YTD</u>	<u>Approved Budget FY 2018 YTD</u>	<u>YTD Variance</u>	<u>Remaining Approved Budget</u>	<u>Total Approved Budget</u>	<u>February Current Actual</u>	<u>February Approved Budget</u>	<u>Monthly Variance</u>
<u>COMMUNITY OUTREACH</u>								
Community Grants - Waldron	1,600	1,600	0	400	2,000	100	100	0
Community Grants - Ciklin	1,000	1,000	0	1,000	2,000	0	0	0
Community Grants - Richards	2,000	2,000	0	0	2,000	0	0	0
Community Grants - McArthur	245	245	0	1,755	2,000	0	0	0
Community Grants -Enright	1,150	1,150	0	850	2,000	410	410	0
Total	<u>5,995</u>	<u>5,995</u>	<u>0</u>	<u>4,005</u>	<u>10,000</u>	<u>510</u>	<u>510</u>	<u>0</u>

**Port of Palm Beach District
 Analysis of Expenses - By Department
 For the Month and Five Months Ending Wednesday, February 28, 2018**

	<u>Current Actual FY 2018 YTD</u>	<u>Approved Budget FY 2018 YTD</u>	<u>YTD Variance</u>	<u>Remaining Approved Budget</u>	<u>Total Approved Budget</u>	<u>February Current Actual</u>	<u>February Approved Budget</u>	<u>Monthly Variance</u>
<u>MARITIME OFFICE BUILDING</u>								
Buildings & Grounds	1,674	1,680	6	8,326	10,000	259	260	1
Telephone - Elevator	648	750	102	1,152	1,800	180	150	(30)
Telephone - Fire Alarm Lines	1,146	1,333	187	2,054	3,200	330	267	(63)
Electricity	26,589	28,125	1,536	40,911	67,500	4,708	5,625	917
HVAC Repairs & Maint.	5,274	2,000	(3,274)	(3,274)	2,000	2,532	0	(2,532)
Total	<u>35,331</u>	<u>33,888</u>	<u>(1,443)</u>	<u>49,169</u>	<u>84,500</u>	<u>8,009</u>	<u>6,302</u>	<u>(1,707)</u>

**Port of Palm Beach District
 Analysis of Expenses - By Department
 For the Month and Five Months Ending Wednesday, February 28, 2018**

	<u>Current Actual FY 2018 YTD</u>	<u>Approved Budget FY 2018 YTD</u>	<u>YTD Variance</u>	<u>Remaining Approved Budget</u>	<u>Total Approved Budget</u>	<u>February Current Actual</u>	<u>February Approved Budget</u>	<u>Monthly Variance</u>
<u>CRUISE TERMINAL</u>								
Building & Grounds	52,560	52,560	0	22,440	75,000	17,091	17,090	(1)
Electric	21,222	20,833	(389)	28,778	50,000	3,514	4,167	653
Electric - Chiller Plant	11,560	13,750	2,190	21,440	33,000	1,789	2,750	961
Telephone	1,718	2,083	365	3,282	5,000	495	417	(78)
Telephone - Elevator	1,146	1,250	104	1,854	3,000	330	250	(80)
HVAC Repairs & Maintenance	16,845	16,845	0	33,155	50,000	2,456	2,455	(1)
Janitorial Services & Supplies	52,482	60,417	7,935	92,518	145,000	15,117	12,083	(3,034)
Window Cleaning	0	0	0	2,000	2,000	0	0	0
Total	157,533	167,738	10,205	205,467	363,000	40,792	39,212	(1,580)

**Port of Palm Beach District
Analysis of Expenses - By Department
For the Month and Five Months Ending Wednesday, February 28, 2018**

	<u>Current Actual FY 2018 YTD</u>	<u>Approved Budget FY 2018 YTD</u>	<u>YTD Variance</u>	<u>Remaining Approved Budget</u>	<u>Total Approved Budget</u>	<u>February Current Actual</u>	<u>February Approved Budget</u>	<u>Monthly Variance</u>
<u>MARITIME OFFICE COMPLEX</u>								
Building & Grounds	29,394	29,390	(4)	40,606	70,000	11,527	11,525	(2)
Trash Removal	13,029	14,583	1,554	21,971	35,000	2,676	2,917	241
Electricity	31,833	31,250	(583)	43,167	75,000	5,271	6,250	979
Electric - Chiller Plant	17,340	17,917	577	25,660	43,000	2,684	3,583	899
Telephone	1,446	2,500	1,054	4,554	6,000	428	500	72
Telephone - Elevator	1,146	1,458	312	2,354	3,500	330	292	(38)
HVAC Repairs & Maintenance	24,493	24,490	(3)	25,507	50,000	3,295	3,295	0
Janitorial Services & Supplies	8,508	10,417	1,909	16,492	25,000	1,182	2,083	901
Window Cleaning	0	0	0	2,000	2,000	0	0	0
Total	127,189	132,005	4,816	182,311	309,500	27,393	30,445	3,052

**Port of Palm Beach District
Analysis of Expenses - By Department
For the Month and Five Months Ending Wednesday, February 28, 2018**

	<u>Current Actual FY 2018 YTD</u>	<u>Approved Budget FY 2018 YTD</u>	<u>YTD Variance</u>	<u>Remaining Approved Budget</u>	<u>Total Approved Budget</u>	<u>February Current Actual</u>	<u>February Approved Budget</u>	<u>Monthly Variance</u>
<u>RENEWAL AND REPLACEMENT</u>								
Non-Capital Expenses:	0	248,780	248,780	250,000	250,000	0	51,469	51,469
Communication Equipment Expense	5,312	0	(5,312)	(5,312)	0	0	0	0
Security Equipment	10,308	0	(10,308)	(10,308)	0	2,902	0	(2,902)
Office Furniture/Equip. Replacement - Expenses	4,919	0	(4,919)	(4,919)	0	1,749	0	(1,749)
Computer Systems - non-capital	8,663	0	(8,663)	(8,663)	0	3,113	0	(3,113)
Cruise Terminal - Buildings & Grounds	133,360	0	(133,360)	(133,360)	0	28,979	0	(28,979)
MOC - Buildings and Grounds	18,788	0	(18,788)	(18,788)	0	0	0	0
Maintenance Dredging	405	0	(405)	(405)	0	0	0	0
Hurricane Irma Storm Repairs	46,175	0	(46,175)	(46,175)	0	14,726	0	(14,726)
Passenger Loading Bridge	20,850	0	(20,850)	(20,850)	0	0	0	0
Total	248,780	248,780	0	1,220	250,000	51,469	51,469	0

**Port of Palm Beach District
Analysis of Expenses - By Department
For the Month and Five Months Ending Wednesday, February 28, 2018**

	<u>Current Actual FY 2018 YTD</u>	<u>Approved Budget FY 2018 YTD</u>	<u>YTD Variance</u>	<u>Remaining Approved Budget</u>	<u>Total Approved Budget</u>	<u>February Current Actual</u>	<u>February Approved Budget</u>	<u>Monthly Variance</u>
<u>OPERATIONS</u>								
Salaries - Operations	34,203	34,506	303	47,357	81,560	6,272	6,274	2
FICA Expense	2,503	2,640	137	3,736	6,239	459	480	21
Tenant Operations	2,966	2,965	(1)	17,034	20,000	312	310	(2)
Miscellaneous	235	235	0	9,765	10,000	235	235	0
Uniforms	0	0	0	500	500	0	0	0
Telephone	414	417	3	586	1,000	75	83	8
Total	<u>40,321</u>	<u>40,763</u>	<u>442</u>	<u>78,978</u>	<u>119,299</u>	<u>7,353</u>	<u>7,382</u>	<u>29</u>
Total Expenses	<u>3,774,789</u>	<u>3,960,882</u>	<u>186,093</u>	<u>5,530,985</u>	<u>9,305,774</u>	<u>769,011</u>	<u>794,850</u>	<u>25,839</u>

**PORT OF PALM BEACH DISTRICT
REQUEST FOR DISCUSSION AND
COMMISSION ACTION**

**CONSENT AGENDA
ITEM F-2**

PREPARED BY: Paul J. Zielinski Deputy Director - CFO April 5, 2018

SUBJECT: Cargo Reports and Customer Performance Summary for the month and five months ended February 28, 2018, and prior.

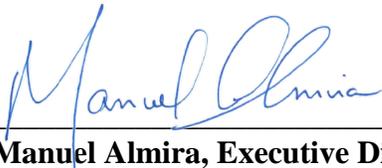
BACKGROUND: Cargo Tonnage, TEU, Rail, Vessel, & Passenger Operating Statistics Reports and Customer Performance Summary for the month and five months ended February 28, 2018, and prior.

ADDITIONAL INFORMATION ATTACHED: No _____ Yes X

FINANCIAL IMPACT: None

RECOMMENDATIONS: The Board of Commissioners is respectfully requested to approve the Cargo Reports and Customer Performance Summary for the month and five months ended February 28, 2018, and prior.

Respectfully Submitted By:



Manuel Almira, Executive Director

DATE ACTION TAKEN: _____

Approved: _____

Disapproved: _____

Deferred To: _____

Incorporated into Minutes: _____

Motion By: _____

Seconded By: _____

Unanimous: Yes _____ No _____

By: _____

**PORT OF PALM BEACH DISTRICT
ALL-CARGO TONNAGE REPORT
FEBRUARY 2018**

	February 2018 Actual	February 2017 Actual	Variance	Year To Date Oct 17 - Feb 18	Year To Date Oct 16 - Feb 17	Variance
CARGO TONNAGE (in short tons)						
General Cargo						
Container	108,023	104,601	3.27%	563,428	535,669	5.18%
Break-bulk	10,309	7,159	44.00%	40,405	28,336	42.59%
Trans-shipment	5,497	6,561	(16.22%)	22,773	37,181	(38.75%)
Sub-Total General Cargo	<u>123,829</u>	<u>118,321</u>	4.66%	<u>626,606</u>	<u>601,186</u>	4.23%
Bulk and Dry Cargo						
Asphalt	7,017	7,252	(3.24%)	41,704	46,080	(9.50%)
Diesel Fuel	0	0	0.00%	52,478	35,949	45.98%
Utility Fuel Oil	0	0	0.00%	0	0	0.00%
Miscellaneous	0	0	0.00%	0	0	0.00%
Recyclable Steel	6,350	20,274	(68.68%)	15,580	20,274	(23.15%)
Molasses	44,105	0	100.00%	98,858	84,953	16.37%
Sugar	44,100	46,100	(4.34%)	264,180	280,947	(5.97%)
Sub-Total Bulk and Dry Cargo	<u>101,572</u>	<u>73,626</u>	37.96%	<u>472,800</u>	<u>468,203</u>	0.98%
TOTAL ALL CARGO	<u>225,401</u>	<u>191,947</u>	17.43%	<u>1,099,406</u>	<u>1,069,389</u>	2.81%
Containers - 20-Foot (TEU)						
Inbound	12,138	10,111	20.05%	58,578	57,718	1.49%
Outbound	12,274	11,716	4.76%	62,225	59,106	5.28%
Trans-shipment	447	487	(8.21%)	2,150	3,123	(31.16%)
TOTAL TEUs	<u>24,859</u>	<u>22,314</u>	11.41%	<u>122,953</u>	<u>119,947</u>	2.51%
Rail Cars In	771	767	0.52%	3,904	3,928	(0.61%)
Rail Cars Out	758	768	(1.30%)	3,896	3,923	(0.69%)
Vessels (cargo)	120	112	7.14%	631	585	7.86%
Vessels (multi-day cruise)	14	14	0.00%	34	67	(49.25%)
Passengers						
Multi-Day Cruise	37,579	36,795	2.13%	80,260	147,268	(45.50%)
Other (includes in-transit)	0	0	0.00%	141	0	100.00%
TOTAL PASSENGERS	<u>37,579</u>	<u>36,795</u>	2.13%	<u>80,401</u>	<u>147,268</u>	(45.40%)

NOTE: Tonnage represents cargo operations for vessels which have sailed during the month.

**PORT OF PALM BEACH DISTRICT
CUSTOMER PERFORMANCE SUMMARY
FEBRUARY 2018**

	CURRENT YEAR		PRIOR YTD	ALL CUSTOMERS	CURRENT YEAR		PRIOR YTD
	MONTH	YTD			MONTH	YTD	
	REVENUE	\$ 1,218,716			\$ 5,360,581	\$ 5,095,095	
RENTS	347,591	1,812,108	1,765,528	TEUS	24,859	122,953	119,947
TOTAL	<u>\$ 1,566,307</u>	<u>\$ 7,172,689</u>	<u>\$ 6,860,623</u>	RAILCARS	1,529	7,800	7,851
				PASSENGERS	37,579	80,401	147,268

	CURRENT YEAR		PRIOR YTD	TROPICAL SHIPPING	CURRENT YEAR		PRIOR YTD
	MONTH	YTD			MONTH	YTD	
	REVENUE	\$ 417,029			\$ 2,152,963	\$ 1,972,940	
RENTS	112,830	564,151	563,994	TEUS	24,364	120,381	117,134
TOTAL	<u>\$ 529,859</u>	<u>\$ 2,717,114</u>	<u>\$ 2,536,934</u>	RAILCARS	1,500	7,761	7,829

	CURRENT YEAR		PRIOR YTD	MULTI-DAY CRUISE (including parking)	CURRENT YEAR		PRIOR YTD
	MONTH	YTD			MONTH	YTD	
	REVENUE-NET	\$ 425,042			\$ 1,125,607	\$ 1,403,831	
RENTS	11,216	38,601	73,272	CARS	4,889	10,300	19,682
TOTAL	<u>\$ 436,258</u>	<u>\$ 1,164,208</u>	<u>\$ 1,477,103</u>	PASSENGERS	37,579	80,260	147,268

	CURRENT YEAR		PRIOR YTD	FLORIDA SUGAR AND MOLASSES	CURRENT YEAR		PRIOR YTD
	MONTH	YTD			MONTH	YTD	
	REVENUE	\$ 130,657			\$ 563,404	\$ 546,014	
RENTS	19,922	99,609	99,609	TEUS	0	0	0
TOTAL	<u>\$ 150,579</u>	<u>\$ 663,012</u>	<u>\$ 645,623</u>	RAILCARS	0	0	0

	CURRENT YEAR		PRIOR YTD	TEETERS	CURRENT YEAR		PRIOR YTD
	MONTH	YTD			MONTH	YTD	
	REVENUE	\$ 34,099			\$ 259,709	\$ 158,197	
RENTS	25,190	138,532	112,312	TEUS	103	754	829
TOTAL	<u>\$ 59,289</u>	<u>\$ 398,241</u>	<u>\$ 270,510</u>	VEHICLES	823	3,581	2,373

	CURRENT YEAR		PRIOR YTD	SOUTH FLORIDA MATERIALS/VALERO	CURRENT YEAR		PRIOR YTD
	MONTH	YTD			MONTH	YTD	
	REVENUE	\$ 8,450			\$ 115,967	\$ 159,028	
RENTS	2,996	14,946	14,628	TEUS	0	0	0
TOTAL	<u>\$ 11,446</u>	<u>\$ 130,913</u>	<u>\$ 173,654</u>	RAILCARS	0	0	12

	CURRENT YEAR		PRIOR YTD	GULFSTREAM	CURRENT YEAR		PRIOR YTD
	MONTH	YTD			MONTH	YTD	
	REVENUE	\$ 21,190			\$ 112,959	\$ 133,788	
RENTS	17,208	88,124	74,318	TEUS	392	1,750	1,948
TOTAL	<u>\$ 38,398</u>	<u>\$ 201,083</u>	<u>\$ 208,106</u>	RAILCARS	2	8	10

	CURRENT YEAR		PRIOR YTD	T PARKER HOST	CURRENT YEAR		PRIOR YTD
	MONTH	YTD			MONTH	YTD	
	REVENUE	\$ 38,592			\$ 163,294	\$ 161,566	
RENTS	419	2,096	2,040	TEUS	0	6	36
TOTAL	<u>\$ 39,011</u>	<u>\$ 165,390</u>	<u>\$ 163,606</u>	RAILCARS	0	0	0

	CURRENT YEAR		PRIOR YTD	STONEROCK	CURRENT YEAR		PRIOR YTD
	MONTH	YTD			MONTH	YTD	
	REVENUE	\$ 47,263			\$ 165,561	\$ 97,340	
RENTS	17,948	84,895	81,667	TEUS	0	0	0
TOTAL	<u>\$ 65,211</u>	<u>\$ 250,456</u>	<u>\$ 179,006</u>	RAILCARS	0	0	0

	CURRENT YEAR		PRIOR YTD	MINIMUM GUARANTEES
	UNIT	YTD		
	CEMEX(USA)	150,000 st		
So. FL Materials	800,000 bbl	-	59,778	
TOTAL		<u>\$ 151,500</u>	<u>\$ 209,778</u>	

	CURRENT YEAR		PRIOR YTD	ADDITIONAL RENTS
	MONTH	YTD		
	MERCHANTS	\$ 34,122		
GSA	40,557	202,787	202,827	
CBS	10,158	50,194	49,210	
CHENEY	7,931	39,653	36,769	
SHAMBA	-	75,064	93,830	
ALL OTHER	39,612	206,893	185,761	
TOTAL	<u>\$ 132,380</u>	<u>\$ 745,201</u>	<u>\$ 709,249</u>	

	CURRENT YEAR		PRIOR YTD	PORT CONTRACTORS	CURRENT YEAR		PRIOR YTD
	MONTH	YTD			MONTH	YTD	
	REVENUE	\$ 30,156			\$ 68,710	\$ 7,434	
RENTS	7,482	35,954	34,439	TEUS	0	62	0
TOTAL	<u>\$ 37,638</u>	<u>\$ 104,664</u>	<u>\$ 41,873</u>	RAILCARS	12	16	0

**PORT OF PALM BEACH DISTRICT
REQUEST FOR DISCUSSION AND
COMMISSION ACTION**

**CONSENT AGENDA
ITEM F-3**

PREPARED BY: Paul J. Zielinski Deputy Director - CFO April 5, 2018

SUBJECT: Cash Balances and Cash Flow Summaries, FDOT Seaport Grants, and American Express Monthly Statements – February 2018.

BACKGROUND: The Cash and Investment Reconciled Bank Balances and Cash Flow Summaries, FDOT Seaport Grants, and American Express Monthly Statement – February 2018.

ADDITIONAL INFORMATION ATTACHED: No _____ Yes X

RECOMMENDATIONS: The Board of Commissioners is respectfully requested to approve the Cash Balances and Cash Flow Summaries, FDOT Seaport Grants, and American Express Monthly Statement – February 2018.

Respectfully Submitted By:



Manuel Almira, Executive Director

DATE ACTION TAKEN: _____
Approved: _____
Disapproved: _____
Deferred To: _____
Incorporated into Minutes: _____

Motion By: _____
Seconded By: _____
Unanimous: Yes _____ No _____
By: _____

**PORT OF PALM BEACH DISTRICT
CASH BALANCES
FEBRUARY 28, 2018**

UNRESTRICTED CASH:

Operating Accounts	\$ 14,281,450	
Cruise Terminal Infrastructure Fee	257,050	
Petty Cash	1,600	
TOTAL UNRESTRICTED CASH		\$ 14,540,100

RESTRICTED CASH:

Board Restricted

Capital Improvement:

FDOT Seaport Grant Projects (1)	\$ 4,877,782	
Less: Grant Receivable	\$ (71,517)	
Net Grants	<u>\$ 4,806,264</u>	

Other Capital Improvement	\$ 753,909	
Total Capital Improvement	<u>\$ 5,560,173</u>	

Renewal and Replacement	\$ 521,361	
Port Development	\$ 687,921	
Deposits and Other	\$ 375,000	

Total Board Restricted Cash **\$ 7,144,456**

Bond Restricted - Debt Service

Reserve for Revenue bonds	\$ 4,375,019	
Sinking Fund Bond Escrows for P&I	\$ 2,012,649	

Total Bond restricted Cash **\$ 6,387,668**

TOTAL RESTRICTED CASH **\$ 13,532,124**

TOTAL CASH **\$ 28,072,224**

(1) - See list of active FDOT Grant projects.

**PORT OF PALM BEACH DISTRICT
STATEMENT OF CASH FLOWS
For the Month of February 2018**

	REVENUE	O&M	O&M IMPRESS	PAYROLL IMPRESS	PETTY CASH	TOTAL OPERATIONS - UNDESIGNATED
<i>Begin Balance 10/01/2017</i>	<i>11,005,015</i>	<i>1,734,865</i>	<i>0</i>	<i>8,732</i>	<i>1,600</i>	<i>12,750,212</i>
Beginning Balance 2/1/2018	\$ 12,220,343	\$ 1,881,059	\$ -	\$ 11,159	\$ 1,600	\$ 14,114,161
Receipts	1,749,697	39,488	-	-	-	1,789,185
Transfers In	117,367	7,252	414,595	243,000	-	782,215
Interest	5,769	-	-	-	-	5,769
Payments	(322,624)	(39,485)	(414,595)	(242,150)	-	(1,018,854)
Transfers Out	(1,132,375)	-	-	-	-	(1,132,375)
Ending Balance 2/28/2018	<u>\$ 12,638,177</u>	<u>\$ 1,888,314</u>	<u>\$ -</u>	<u>\$ 12,010</u>	<u>\$ 1,600</u>	<u>\$ 14,540,100</u>
NET CHANGE (Current)	417,834	7,255	-	850	-	425,939
NET CHANGE (YTD)	<i>1,633,162</i>	<i>153,448</i>	<i>0</i>	<i>3,278</i>	<i>0</i>	<i>1,789,888</i>

	CUSTOMER DEPOSITS	PORT DEVELOPMENT	PORT DEVELOPMENT IMPRESS	RENEWAL & REPLACEMENT 2016 DHS PORT SECURITY GRANT	RENEWAL & REPLACEMENT OTHER	RENEWAL & REPLACEMENT IMPRESS	RESTRICTED DEBT SERVICE ACCOUNTS	TOTAL RESTRICTED CASH
<i>Begin Balance 10/01/2017</i>	<i>25,000</i>	<i>372,452</i>	<i>0</i>	<i>0</i>	<i>798,586</i>	<i>0</i>	<i>4,686,644</i>	<i>5,882,682</i>
Beginning Balance 2/1/2018	\$ 375,000	\$ 625,951	\$ -	\$ -	\$ 563,504	\$ -	\$ 6,053,302	\$ 7,617,758
Receipts	-	-	-	117,367	-	-	-	117,367
Transfers In	-	69,385	7,415	-	186,752	111,528	328,758	703,838
Interest	-	-	-	-	-	-	5,608	5,608
Payments	-	-	(7,415)	(9,546)	-	(101,982)	-	(118,943)
Transfers Out	-	(7,415)	-	(107,821)	(228,895)	(9,546)	-	(353,677)
Ending Balance 2/28/2018	<u>\$ 375,000</u>	<u>\$ 687,921</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ 521,361</u>	<u>\$ -</u>	<u>\$ 6,387,668</u>	<u>\$ 7,971,950</u>
NET CHANGE (Current)	-	61,970	-	-	(42,143)	-	334,366	354,193
NET CHANGE (YTD)	<i>350,000</i>	<i>315,469</i>	<i>0</i>	<i>0</i>	<i>(277,225)</i>	<i>0</i>	<i>1,701,024</i>	<i>2,089,268</i>

	CAPITAL IMPROVEMENT FDOT SEAPORT GRANTS	CAPITAL IMPROVEMENT OTHER	TOTAL CAPITAL IMPROVEMENT - DESIGNATED	TOTAL ALL CASH
<i>Begin Balance 10/01/2017</i>	<i>5,519,288</i>	<i>1,036,086</i>	<i>6,555,374</i>	<i>25,007,682</i>
Beginning Balance 2/1/2018	\$ 5,170,390	\$ 582,277	\$ 5,752,667	\$ 27,484,585
Receipts	52,541	-	52,541	1,959,094
Transfers In	38,403	245,035	283,437	1,769,490
Interest/Dividends	-	-	-	11,377
Payments	(210,035)	(35,000)	(245,035)	(1,382,832)
Transfers Out	(245,035)	(38,403)	(283,437)	(1,769,490)
Ending Balance 2/28/2018	<u>\$ 4,806,264</u>	<u>\$ 753,909</u>	<u>\$ 5,560,173</u>	<u>\$ 28,072,224</u>
NET CHANGE (Current)	(364,125)	171,632	(192,493)	587,639
NET CHANGE (YTD)	<i>(713,024)</i>	<i>(282,177)</i>	<i>(995,201)</i>	<i>3,064,542</i>

Port of Palm Beach - FDOT Seaport Grants										
FDOT Project No.	Contract No.	Project Description	Execution Date	Expiration Date	Matching Ratio	Total FDOT Grant	Total FDOT Funding	Original Port Match	Port's Current Match Requirement @ 02/28/18	STATUS
422827-1-94-02	AR857	Berth 17 - BOND	12/04/13	12/04/18	Front End Funded	\$ 9,202,000	\$ 4,601,000	\$ 4,601,000	\$ 235,754	Open & under construction
422827-1-94-03	G0995	Berth 17 - JPA NON BOND	04/01/16	12/31/17	50 / 50	\$ 1,500,000	\$ 750,000	\$ 750,000	\$ 750,000	Funds to be used after bond monies are spent
422827-1-94-03	G0995	Berth 17 -SJPA No. 1 NON BOND	01/10/17	12/31/17	50 / 50	\$ 1,500,000	\$ 750,000	\$ 750,000	\$ 750,000	Funds to be used after bond monies are spent
435033-1-94-01	ARJ70	Tropical Shipping Reefer Line Expansion	07/29/14	12/31/18	50 / 50	\$ 550,000	\$ 275,000	\$ 275,000	\$ 275,000	Project delayed until MOB demolition
439974-1-94-01	G0E90	MOB Demo. & Cargo Laydown Capacity Improv. - Design & Permitting	05/26/17	12/31/18	50 / 50	\$ 340,000	\$ 170,000	\$ 170,000	\$ 105,115	Open & in planning phase
440705-1-94-01	G0078	MOB Demo. & Upland Cargo Improvement	08/28/17	12/31/19	50 / 50	\$ 4,000,000	\$ 2,000,000	\$ 2,000,000	\$ 2,000,000	Project has not commenced
436215-1-94-01	ARL88	On Port Rail Facility Expansion	09/22/14	12/31/18	50 / 50	\$ 1,060,090	\$ 530,045	\$ 530,045	\$ 409,226	Open & in planning phase
434833-1-94-01	ARS49	Berth 1 Expansion	03/06/15	12/31/18	50 / 50	\$ 769,000	\$ 384,500	\$ 384,500	\$ 278,225	Open & in planning phase
439152-1-94-01	GO846	Master Plan Update	02/01/16	12/31/18	50 / 50	\$ 250,000	\$ 125,000	\$ 125,000	\$ 74,461	Open & Under way
Port of Palm Beach - FDOT Seaport Grants										
										\$ 4,877,782

**PORT OF PALM BEACH DISTRICT
AMERICAN EXPRESS MONTHLY STATEMENT
ENDING ON 02/28/18**

BUSINESS DEVELOPMENT FUND:

SUN SENTINEL- MONTHLY SUBSCRIPTION FEE	\$ 15.96
ADOBE- MONTHLY SUBSCRIPTION FEE	\$ 49.99
PALM BEACH POST- MONTHLY SUBSCRIPTION FEE	\$ 20.32
FACEBOOK.COM- ADVERTISING	\$ 50.00
AMERICAN AIRLINES- AIRFARE FOR A. ALONZO TO ATTEND AAPA CONFERENCE 2/28-3/02	\$ 335.00
HOOTSUITE- ANNUAL SUBSCRIPTION FEE	\$ 119.88
INFO USA- PURCHASED LIST OF BUSINESSES	\$ 528.24
PUERTO RICAN/HISPANIC CHAMBER OF COMMERCE- REGISTRATION FOR MARKETING EVENT 2/22/18	\$ 5.00
ALLIED TAXI CABS, LLC- TRANSPORTATION FROM AIRPORT TO HOTEL WHILE ATTENDING AAPA CONFERENCE	\$ 50.00
BIG APPLE PIZZA- LUNCH MEETING WITH PORT STAFF AND KIMLEY HORN	\$ 43.22
PUBLIX- REFRESHMENTS FOR VIKING PRESENTATION	\$ 17.53
PUBLIX- FOOD FOR MONTHLY TENANT MEETING 2/6/18	\$ 25.26
JUPITER DONUTS- FOOD FOR TENANT MEETING	\$ 38.35
SAILFISH MARINA- LUNCH MEETING WITH SOUTH FLORIDA MATERIALS- M. ALMIRA	\$ 75.11
SOUTHERN KITCHEN- BREAKFAST MEETING WITH COMMISSIONER McARTHUR- M. ALMIRA	\$ 26.11
LA BAMBA- LUNCH MEETING WITH PORT STAFF TO DISCUSS ISSUES FROM ATTORNEY MEETING- M. ALMIRA	\$ 50.66
LA BAMBA- LUNCH MEETING WITH M. ALONZO FROM ALABAMA STATE PORT AUTHORITY- M. ALMIRA	\$ 43.38
PBI AIRPORT- PARKING WHILE ATTENDING MEETING WITH EMERA IN TAMPA- P. ZIELINSKI	\$ 17.00
BUDGET CAR RENTAL- RENTAL CAR WHILE MEETING WITH EMERA IN TAMPA- P. ZIELINSKI	\$ 92.87
SAILFISH MARINA- BUSINESS LUNCH WITH CLARK BENNETT- P. ZIELINSKI	\$ 42.50
DELTA AIRLINES- BAGGAGE FEE WHILE ATTENDING FL PORTS COUNCIL MEETING IN TALLAHASSEE- C. BAKER	\$ 25.00
HOTEL DUVAL- HOTEL STAY WHILE ATTENDING FL PORTS COUNCIL MEETING IN TALLAHASSEE 01/31-02/02- C. BAKER	\$ 515.26
PBI AIRPORT- PARKING WHILE ATTENDING MEETING WITH EMERA IN TAMPA- J. KACZWARA	\$ 13.00
BREAKBULK US- EXHIBITION SPACE AT 2018 BREAKBULK CONFERENCE IN HOUSTON, TX 10/2-5/2018- J. KACZWARA	\$ 4,177.00
NAVY LEAGUE OF US- MEMBERSHIP RENEWAL FOR COMMISSIONER ENRIGHT	\$ 55.00
BUSINESS DEVELOPMENT BOARD- 1 TICKET FOR COMMISSIONER ENRIGHT TO ATTEND AWARDS BANQUET ON 2/22/18	\$ 200.00
CHAMBER OF COMMERCE OF PB- 1 TICKET FOR COMMISSIONER WALDRON TO ATTEND ECONOMIC OUTLOOK LUNCHEON 2/23/18	\$ 50.00
FORUM CLUB OF THE PALM BEACHES- MEMBERSHIP RENEWALS FOR COMMISSIONERS ENRIGHT & WALDRON AND M. ALMIRA	\$ 1,050.00
FL RECORDS MANAGEMENT ASSOC.- REGISTRATION FOR V. HOWARD TO ATTEND CONFERENCE 5/22-25/2018	\$ 265.00
UNITED AIRLINES- AIRFARE FOR V. HOWARD TO ATTEND FL RECORDS MANAGEMENT CONFERENCE IN TAMPA 5/22-25/2018	\$ 89.95
HOMELESS COALITION OF PBC- 2 TICKETS FOR COMMISSIONER RICHARDS & GUEST TO ATTEND MAYOR'S BALL 3/10/18	\$ 600.00
CHAMBER OF COMMERCE OF PB- 1 TICKET FOR COMMISSIONER WALDRON & GUEST TO ATTEND BREAKFAST ON 2/27/18	\$ 100.00

① CHECK # 6180- 03/19/18

\$ 8,786.59

OPERATIONS AND MAINTENANCE FUND:

SIMPLISAFE.COM- MONSHTLY SUBSCRIPTION FOR SECURITY SYSTEM ON PEANUT ISLAND	\$ 24.99
SIMPLISAFE.COM- MONSHTLY SUBSCRIPTION FOR SECURITY SYSTEM ON PEANUT ISLAND	\$ 24.99
MORPHOTRUST- TWIC BADGE FOR CEDRIC JOHNSON	\$ 125.25
MORPHOTRUST- TWIC BADGE FOR FRANK FRASIER	\$ 125.25
AMAZON.COM- RECYCLABLE KITCHEN PRODUCTS FOR GREEN KICKOFF	\$ 73.80
AMAZON.COM- SOAP FOR BREAKROOM	\$ 18.89
LAKE PARK BRICK OVEN PIZZA- LUNCH FOR PORT STAFF IN EVERBRIDGE TRAINING	\$ 39.15
WALGREENS- CANDY FOR RECEPTION DESK AND EXECUTIVE OFFICE	\$ 33.26
PUBLIX- REFRESHMENTS FOR EMPLOYEE HARASSMENT & DISCRIMINATION TRAINING	\$ 20.02
JUPITER DONUTS- DONUTS & BAGELS FOR EMPLOYEE HARASSMENT & DISCRIMINATION TRAINING	\$ 63.94
AMAZON.COM- PICTURE FRAMES PURCHASED FOR EXECUTIVE OFFICE (RETURNED ON 3/5/18)	\$ 88.20
AMAZON.COM- RECYCLABLE COFFEE CUPS & DRYING MAT FOR BREAK ROOM	\$ 46.63

① CHECK # 20974- 03/19/18

\$ 684.37

① THE ABOVE CHARGES WERE THROUGH THE MONTHLY STATEMENT ENDING ON 02/28/18.

**PORT OF PALM BEACH DISTRICT
REQUEST FOR DISCUSSION AND
COMMISSION ACTION**

**CONSENT AGENDA
ITEM F-4**

PREPARED BY: Paul J. Zielinski Deputy Director - CFO April 5, 2018

SUBJECT: Accountant's Review Report for February 2018

BACKGROUND: The firm of Divine, Blalock, Martin & Sellari, LLC has performed their monthly accounting services for the Port of Palm Beach District and has issued their review reports for February 2018.

ADDITIONAL INFORMATION ATTACHED: No _____ Yes X

FINANCIAL IMPACT: None

RECOMMENDATIONS: The Board of Commissioners is respectfully requested to approve the Accountant's Review Report for February 2018 issued by the firm of Divine, Blalock, Martin & Sellari, LLC to the Port of Palm Beach District.

Respectfully Submitted By:



Manuel Almira, Executive Director

DATE ACTION TAKEN: _____
Approved: _____
Disapproved: _____
Deferred To: _____
Incorporated into Minutes: _____

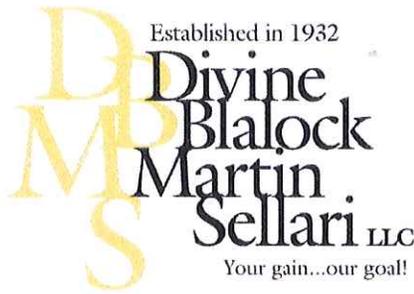
Motion By: _____
Seconded By: _____
Unanimous: Yes _____ No _____
By: _____

GARY B. SELLARI, CPA*/PFS, MSM
J. RONALD ANDERSON, CPA**/ABV, CVA
SCOTT A. STEIN, CPA***

BRADLEY M. ANDERSON, CPA*
VICTORIA BOLSAR, CPA****, LTD
MARY L. CONTESSA, CPA*, PA
STEVE A. GOINDOO, CPA***/PFS, MTAX, CFP®
TOM KEYS, CPA*, CGMA
CHRISTINE M. MCKENNA, CPA*
SUZI J. RAPP, CPA*, MAC
JAMIE M. RUSSO, CPA*
B. CHARLES SELLARI, CPA*, MTAX
APRIL M. SINNOTT, CPA*
ARTHUR J. SINNOTT, CPA***

JACQUELINE CARTIER, EA
ANTHONY J. SELLARI, EA

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Certified Public Accountants and Consultants

580 Village Boulevard, Suite 110

West Palm Beach, FL 33409

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MEMBERS

AMERICAN INSTITUTE OF
CERTIFIED PUBLIC ACCOUNTANTS

FLORIDA INSTITUTE OF
CERTIFIED PUBLIC ACCOUNTANTS

WILBUR F. DIVINE, III, CPA (1896-1964)
WILBUR F. DIVINE, IV, CPA (1925-1989)
JAMES A. BLALOCK, CPA (1914-1998)
G. MICHAEL MARTIN, CPA (1945-2014)

*REGULATED BY THE STATE OF FL
**REGULATED BY THE STATE OF FL AND
THE STATE OF TN
***REGULATED BY THE STATE OF FL
AND THE STATE OF NY
****REGULATED BY THE STATE OF WI

March 13, 2018

Board of Commissioners
Port of Palm Beach District
1 East 11th Street, Suite 600
Riviera Beach, FL 33404

Dear Port Commissioners:

In accordance with our contract for accounting and auditing of the Port of Palm Beach District, we have reviewed the following for the month of February 2018:

1. Reviewed the monthly bank statement activity.
2. Examined reconciliations of each Port of Palm Beach bank account.
3. Examined all travel vouchers.
4. Examined all cash disbursement vouchers.

We have found no material errors or omissions.

Sincerely,

Michael Daoud
Account Manager

**PORT OF PALM BEACH DISTRICT
REQUEST FOR DISCUSSION AND
COMMISSION ACTION**

**CONSENT AGENDA
ITEM F-5**

PREPARED BY: Paul Zielinski Chief Financial Officer April 3, 2018

SUBJECT: CONTRACT RENEWALS

The following contracts are being presented for consideration of extension:

- A. Florida Court Reporting
- B. Hilltop Securities
- C. Johnson Controls (previously Simplex Grinnell)
 - 1. Building #7 Tropical (U.S. Customs Bldg.)
 - 2. Building #1 MOC/Cruise Terminal
 - 3. Building #20 Southgate Warehouse
 - 4. Building #12 Gulfstream
 - 5. Building #13 POC
- D. Landmark Elevator Consultants – South for MOC/CT and Southgate Warehouse
- E. PowerSecure Service

BACKGROUND:

- A. Florida Court Reporting – provides public meeting transcription services. Annual cost is \$7,165.00, with a slight increase in cost of per page fee from \$6.00/page to \$6.50/page.
- B. Hilltop Securities – provides preparation and submission of continuing disclosure reports. Cost is \$1,500.00 per year, with no increase.
- C. Johnson Controls – provides alarm monitoring service, testing and inspection for 5 of the Port’s buildings. Annual cost is \$20,305.00. With a 6.5% increase the cost will be \$21,624.83.
- D. Landmark Elevator Consultants – South – performs the State mandated elevator inspection reports and witnesses the full load/drop and safety tests in accordance with all applicable codes. Annual cost is \$2,166.00. Staff is requesting the board to approve a 5-year contract with a slight increase for the 5-year safety test, from \$85.00/hour to \$95.00/hour, with a 10% discount for the extended term agreement. Annual adjustment not to exceed 5% annually.
- E. PowerSecure Service – provides inspection and repair services to the Port’s 3 emergency generators. Annual cost is \$8,886.00. Staff is requesting the board to approve a 3-year contract with a slight increase in labor cost from \$95.00/hour to \$105.00/hour, with costs locked in for three years.

ADDITIONAL INFORMATION ATTACHED: No _____ Yes X

FINANCIAL IMPACT: These services are funded out of the FY2018 Operating Budget.

RECOMMENDATION: The Board of Commissioners is respectfully requested to authorize the Executive Director to execute 1-year contract extensions with Florida Court Reporting, Hilltop Securities and Johnson Controls, a 3-year contract extension with PowerSecure Service and a 5-year contract extension with Landmark Elevator Consultants – South.

Respectfully Submitted By:



Manuel Almira, Executive Director

DATE ACTION TAKEN:

Approved: _____
Disapproved: _____
Deferred To: _____
Incorporated into Minutes: _____

Motion By: _____
Seconded By: _____
Unanimous: Yes _____ No _____
By: _____

April 3, 2018

Tracy Carey
One East 11th Street
Port of Palm Beach
Riviera Beach FL 33404

Proposal – Transcript services for the Port of Palm Beach Board Meetings.

Florida Court Reporting proposes to provide verbatim transcripts of Port of Palm Beach Board Meetings for the below discounted rates:

\$85 appearance fee, no other hourly charge.

\$6.50 per page for the transcript.

Note: We are asking for a 50 cent per page increase over our previous rates. Your transcripts are averaging about 75 to 100 pages, so this is an increase of \$37.50 to \$50 over our previous rates.

We will continue to provide the transcripts in PDF format via email. We have also been requested to provide transcripts in an ASCII text format so portions may be cut and pasted from the document.

There is no cancellation fee if Florida Court Reporting is notified of the cancellation of the meeting before the court reporter is en route to the meeting. If the court reporter is already en route or the meeting cancels once the reporter is on location, there will be an \$85 appearance fee charged.

Thank you for considering Florida Court Reporting.



Claudia Price Witters
Owner/Office Manager
2161 Palm Beach Lakes Blvd.
Suite 302
West Palm Beach FL 33409
Phone: 561-689-0999
Claudia@FloridaCourtReporting.com

Please see page 2 for Acknowledgment by Port of Palm Beach Authorized Representative

Continued from Page 1 - Florida Court Reporting Proposal dated 4/3/2018

Customer Acknowledgment:

Authorized Representative

Date

**AGREEMENT
FOR
CONTINUING DISCLOSURE SERVICES
BY AND BETWEEN**

**PORT OF PALM BEACH, FLORIDA
(HEREINAFTER REFERRED TO AS THE “ISSUER”)**

**AND
HTS CONTINUING DISCLOSURE SERVICES,
A DIVISION OF HILLTOP SECURITIES INC.**

In connection with the sale and delivery of certain bonds, notes, certificates, or other municipal obligations (the “Bonds”), the Issuer has made certain undertakings to disclose to the investing public, on a periodic and continuing basis, certain information, as more fully set forth in such undertakings and as contemplated by the provisions of Securities and Exchange Commission Rule 15c2-12, as amended (the “Rule”).

The Issuer has agreed to engage HTS Continuing Disclosure Services, a Division of Hilltop Securities Inc. (“Continuing Disclosure Services”), to assist it with these continuing disclosure obligations, for the consideration and on the terms and conditions set forth herein, including the preparation and submission of annual reports (the “Annual Reports”) and the reporting of certain specified events (the “Events”), which are set forth in the Issuer’s undertakings, the Rule and in Subsection 2c. below.

This agreement (the “Agreement”) between the Issuer and the Continuing Disclosure Services shall become effective as of the date of its acceptance as provided for below.

The parties agree as follows:

1. This Agreement shall apply to all issues of Bonds delivered subsequent to the effective date of the continuing disclosure requirements as specified in the Rule, to the extent that any particular issue does not qualify for exceptions to the continuing disclosure requirements of the Rule.
2. Continuing Disclosure Services agrees to perform the following in connection with providing services relating to the Issuer’s continuing disclosure obligations:
 - a. assist the Issuer in compiling data determined or selected by the Issuer to be disclosed;
 - b. assist the Issuer in identifying other information to be considered by Issuer for continuing disclosure reporting purposes;
 - c. assist the Issuer in preparing the presentation of such information, to include Annual Reports containing financial information and operating data of the type provided in the final official statement of applicable issues, and Material Event Notices concerning the occurrence of the specified Events and other items listed below:
 - 1) Principal and interest payment delinquencies
 - 2) Non-payment related defaults
 - 3) Unscheduled draws on debt service reserves reflecting financial difficulties
 - 4) Unscheduled draws on credit enhancements reflecting financial difficulties
 - 5) Substitution of credit or liquidity providers, or their failure to perform

- 6) Adverse tax opinions or events affecting the tax-exempt status of the security
 - 7) Modifications to rights of security holders
 - 8) Bond calls
 - 9) Defeasances
 - 10) Release, substitution, or sale of property securing repayment of the securities
 - 11) Rating changes
 - 12) The issuance by the IRS of proposed or final determinations of taxability, Notices of Proposed Issue (IRS Form 5701-TEB) or other material notices or determinations with respect to the tax status of the securities of the Issuer
 - 13) Tender offers
 - 14) Bankruptcy, insolvency, receivership or similar proceeding
 - 15) Mergers, consolidations, acquisitions, the sale of all or substantially all of the assets of the obligated person or their termination
 - 16) Appointment of a successor or additional trustee or the change of the name of a trustee
 - 17) Noncompliance with the Rule
- d. assist the Issuer in distributing or filing, in the Issuer's name, the above mentioned Annual Reports, notices and audited annual financial statements to the Municipal Securities Rulemaking Board's ("MSRB") Electronic Municipal Market Access ("EMMA"), appropriate State Information Depository ("SID"), rating agencies, and other entities, as required by the Issuer's continuing disclosure obligations.
- e. provide to the Issuer confirmation of distribution or dissemination of reports and notices.

3. Issuer acknowledges and agrees to the following:

- a. Continuing Disclosure Services will be compensated for the performance of services with respect to assisting the Issuer with preparation and submission of continuing disclosure reports in accordance with the schedule as set forth below:
 1. \$1,500 per year for assistance in preparation and distribution of each annual report and assistance in distribution of audited annual financial statements, and
 2. \$100 minimum fee for assistance in preparation and distribution of each notice Material Event Notice Filing concerning occurrence of an Event or noncompliance with the Rule; in addition, a fee of \$125 per hour for all time in excess of five (5) hours spent in assisting with preparation and distribution of each Material Event Notice concerning occurrence of an Event or noncompliance with the Rule.
- b. Issuer will provide to Continuing Disclosure Services, and Continuing Disclosure Services shall be entitled to rely upon, all information regarding the issuance of the Bonds, including the final official statement and the Issuer's commitment or undertaking regarding continuing disclosure as contained in the resolution authorizing issuance of the Bonds or separate contract or agreement; annual financial information and operating data of the type provided in the final official statement; information concerning the occurrence of an Event or noncompliance with the Rule; and any other information necessary to prepare continuing disclosure reports.

- c. Issuer will provide to Continuing Disclosure Services, and Continuing Disclosure Services shall be entitled to rely upon, annual written confirmation of all outstanding Bond issues for which the Issuer has a continuing disclosure obligation.
 - d. Issuer will provide to Continuing Disclosure Services all information required for preparation of each Annual Report, including financial information and operating data of the type provided in the final official statement and other information deemed necessary by Issuer, no later than 45 days prior to the date on which each Annual Report is due.
 - e. Issuer will provide full and complete copies of the audited annual financial statement no later than ten (10) days prior to the date on which it is due.
 - f. Issuer will notify Continuing Disclosure Services immediately upon the occurrence or immediately upon the Issuer's knowledge of the occurrence of each Event or noncompliance with the Rule, and the Issuer will immediately provide all information necessary for preparation of the notice of occurrence of each such Event or noncompliance with the Rule.
 - g. Issuer shall have the sole responsibility for determining the disclosure to be made in all cases. The Issuer shall review and provide approval of the content and form of all continuing disclosure reports and notices, with the exception of the following, which will be filed automatically on the Issuer's behalf, unless the Issuer has notified Continuing Disclosure Services otherwise in writing: bond calls, defeasances, and rating changes. In the event of a disagreement between the Issuer and Continuing Disclosure Services regarding the disclosure to be made, either the Issuer or Continuing Disclosure Services may, but neither is obligated to, terminate this Agreement by written notice to the other party.
 - h. A separate Annual Report will be prepared and distributed for each type of security pledge in effect for outstanding financing issues or Bonds of the Issuer.
 - i. Issuer will inform Continuing Disclosure Services of the retirement of any Bonds included under the scope of this Agreement within 30 days of such retirement.
4. In the event that Continuing Disclosure Services and the Issuer determine that advice of counsel is appropriate with respect to any question concerning disclosure, then (i) the Issuer may consult with its counsel, or (ii) the Issuer may authorize Continuing Disclosure Services to seek legal advice from independent counsel regarding the disclosure. The Issuer agrees that it shall be responsible for the fees and expenses of its own counsel. The Issuer agrees to reimburse Continuing Disclosure Services the fees and expenses of independent counsel, if paid by Continuing Disclosure Services, for advice rendered pursuant to authorization by the Issuer.
 5. The Issuer agrees to hold harmless and to indemnify Continuing Disclosure Services and its employees, affiliates, officers, directors, and agents from and against any and all claims, damages, losses, liabilities, reasonable costs and expenses whatsoever, including attorneys' fees and expenses ("Losses and Expenses") that Continuing Disclosure Services may incur by reason of or in connection with the distribution of information in the disclosure reports in accordance with this Agreement, except to the extent such Losses and Expenses result directly from Continuing Disclosure Services' willful misconduct or gross negligence in the distribution of such information.

In the event that such Losses and Expenses are attributable to the concurrent negligence or other fault of both the Issuer and Continuing Disclosure Services, each party shall bear proportionate responsibility for the degree of negligence or other fault attributable to each. Notwithstanding the foregoing, Continuing Disclosure Services, shall not be obligated to contribute any amount hereunder that exceeds the amount of fees previously received by Continuing Disclosure Services pursuant to this Agreement.

6. The fees and expenses due to Continuing Disclosure Services in providing Continuing Disclosure Services shall be calculated in accordance with Section 3a. of this Agreement. The fees will be invoiced each year during the term of the Agreement, unless terminated earlier, and fees will be payable within 30 days of receipt of invoice.

In addition, the Issuer agrees to reimburse Continuing Disclosure Services for the following expenses: (i) legal fees and expenses of counsel incurred by Continuing Disclosure Services pursuant to the terms of Section 4. above, and (ii) other out-of-pocket expenses reasonably incurred by Continuing Disclosure Services in performing its obligations hereunder. The Issuer shall remit payment for expenses to Continuing Disclosure Services within 30 days of receipt of invoice.

7. **Bonds Issued Subsequent to Agreement:** The provisions of this Agreement will include additional municipal bonds and financings (including financing lease obligations) issued during the stated term of this Agreement, if such bonds are subject to the continuing disclosure requirements. In this connection, the Issuer agrees that the Issuer will notify Continuing Disclosure Services of any municipal bonds and financing (including financing lease obligations) issued by the Issuer during any fiscal year of the Issuer during the term of this Agreement, and will provide Continuing Disclosure Services with such information as shall be necessary in order for Continuing Disclosure Services to perform the services contracted for hereunder.

8. **Effective Dates of Agreement:** This Agreement shall become effective as of the date of acceptance by the Issuer as set out below and remain in effect thereafter for a period of one (1) years from the date of acceptance. Unless Continuing Disclosure Services or Issuer shall notify the other party in writing at least thirty (30) days in advance of the applicable anniversary date that this Agreement will not be renewed, this Agreement will be automatically renewed on the anniversary of the date hereof for an additional one (1) year period and thereafter will be automatically renewed on each anniversary date for successive one (1) year periods. This agreement may be terminated with or without cause by the Issuer or Continuing Disclosure Services upon thirty (30) days' written notice to the other party. In the event of such termination, it is understood and agreed that only the amounts due to Continuing Disclosure Services for services provided and expenses incurred to and including the date of termination will be due and payable. No penalty will be assessed for termination of this Agreement. In the event this Agreement is terminated prior to its stated term, all records provided to Continuing Disclosure Services by the Issuer shall be returned to the Issuer as soon as practicable. In addition, the parties hereto agree that upon termination of this Agreement Continuing Disclosure Services shall have no continuing obligation to the Issuer regarding any service contemplated herein. Notwithstanding the foregoing, all indemnification, hold harmless and/or contribution obligations, pursuant to Section 5 of this Agreement, shall survive any termination, regardless of whether the termination occurs as a result of the expiration of the term hereof or the Agreement is terminated sooner by either the Issuer or Continuing Disclosure Services under this Section 8, pursuant to Subsection 3.g., or otherwise.

9. Provision of Notices

Provision of information, delivery of certification and notices of Events and noncompliance with the Rule, unless directed otherwise in writing, shall be sent to:

Port of Palm Beach District
1 East 11th Street, Suite 600
Riviera Beach, FL 33404
Mr. Paul Zielinski
Deputy Port Director and Chief Financial Officer
Phone: (561) 383-4147
Fax: (561) 842-4240
Email: PZielinski@portofpalmbeach.com

HTS Continuing Disclosure Services, a Division of Hilltop Securities Inc.

1201 Elm Street, 35th Floor
Dallas, Texas 75270
Attention: Tanya Calvit
Director for Continuing Disclosure
Phone: (214) 953-4037
Fax: (214) 953-4050
Email: tanya.calvit@hilltopsecurities.com

10. Choice of Law: This Agreement shall be construed and given effect in accordance with the laws of the State of Texas.

11. Acceptance of Agreement

This Agreement is submitted in triplicate originals. When accepted by the Issuer, it will constitute the entire Agreement between the Issuer and Continuing Disclosure Services for the purposes and the consideration specified above.

Acceptance will be indicated on all copies and returned to Continuing Disclosure Services. An executed original will be returned for your files.

Respectfully submitted,

HTS Continuing Disclosure Services, a Division of
Hilltop Securities Inc.

By _____
Hill A. Feinberg
Chairman and Chief Executive Officer

By _____
Tanya Calvit
Director

Date _____

ACCEPTANCE CLAUSE

The above and foregoing is hereby in all things accepted and approved by the Issuer, on this the _____ day of _____, **2018**.

By _____
Authorized Representative

Title

TYCO IS NOW
JOHNSON CONTROLS



April 3, 2018

Port Of Palm Beach
1 E 11th St Bldg 1
Riviera Beach, FL 33404

Dear Valued Customer:

Thank you for choosing Tyco SimplexGrinnell for the service and support of your fire and life safety systems. Your Tyco SimplexGrinnell Service Agreement is set to renew on June 1, 2018 with the following parameters:

Customer Number: Multiple, see attached
Contract Number: Multiple, see attached
Service Location: Multiple, see attached
Systems Protected: Multiple, see attached
Coverage Level: Multiple, see attached
Term: 1 year
Annual Price: Multiple, see attached

Please sign and return a copy of this letter prior to the contract renewal date stated above to avoid lapse in coverage. SimplexGrinnell terms and conditions will apply.

PO# (if required please attach) _____

Customer Signature: _____

Please submit signed letter and/or PO using one of the methods listed below:

Mail: Johnson Controls d.b.a. Tyco SimplexGrinnell, 10500 University Center Drive Suite 275 Tampa, FL 33612

Fax: 813-971-8780

E-mail: shervonn.hargrovekellogg@jci.com

Thank you for your continued business. Please feel free to contact us with any questions at 813-313-1632.

Sincerely,

Shervonn Kellogg

shervonn.hargrovekellogg@jci.com

Johnson Controls d.b.a. Tyco SimplexGrinnell
10500 University Center Drive Suite 275 Tampa, FL 33612
813-313-1632

www.johnsoncontrols.com

SERVICE RENEWAL SUMMARY

Site	Contract #	Contract Type	Location of Services	Annual Value	Service Type
1	469323	Platinum, Silver & Monitoring Service	Port Of Palm Beach, 1 E 11th St Bldg 1, Riviera Beach, FL 33404	\$9,782.22	Fire Alarm, Fire Alarm Monitoring, Fire Sprinkler, Fire Pump, & Suppression
2	469334	Platinum, Silver & Monitoring Service	Port Of Palm Beach, 4 E 11th St Bldg 4 Cruise Terminal, Riviera Beach, FL 33404	\$3,307.68	Fire Alarm, Fire Alarm Monitoring, Fire Sprinkler & Fire Pump
3	469353	Platinum, Silver & Monitoring Service	Port Of Palm Beach, 300 W Middle Rd Bldg 13 Port Operations Ctr, Riviera Beach, FL 33404	\$1,355.81	Fire Alarm, Fire Alarm Monitoring & Fire Sprinkler
4	469350	Platinum, Silver & Monitoring Service	Port Of Palm Beach, 100 W Middle Rd Bldg 12 Eastern Freight Office, Riviera Beach, FL 33404	\$1,026.17	Fire Alarm, Fire Alarm Monitoring & Fire Sprinkler
5	469348	Platinum & Monitoring Service	Port Of Palm Beach, 821 Ave E Customs/Tropical Bldg D/7 , Riviera Beach, FL 33404	\$1,104.82	Fire Alarm & Fire Alarm Monitoring
6	876872	Platinum, Silver & Monitoring Service	Port Of Palm Beach, 301 Broadway Southgate Warehouse, Riviera Beach, FL 33404	\$4,958.13	Fire Alarm, Fire Alarm Monitoring, Fire Sprinkler, Fire Pump, & Fire Hoses
7					
8					
9					
10					
11					
12					
13					



POPB – MOC & Cruise Terminal.”

One East 11th Street
Riviera Beach, Florida 33404

Location: POPB – MOC & Cruise Terminal.”

One East 11th Street
Riviera Beach, Florida 33404

Proposal 4191A-18
Units: 3T/2H/1WC/3ESC

Scope

We will perform the State Mandated Elevator Inspection and Report in accordance with all the applicable codes in effect at the time of this submittal.

Fee Schedule

To perform the State Inspection and witness Annual Safety Test (escalator):	\$325.00 per unit
To perform the State Inspection and witness Annual Safety Test (elevator):	\$160.00 per unit
To witness Five-Year Safety Test with Inspection (if required):	\$95.00 per hour

Re-Inspection If Required

Customer must notify us when violations have been corrected as a re-inspection must be performed (within 90 days as required by law). Price of elevator re-inspection(s) is \$75.00 per unit. Price of escalator re-inspection(s) is based on violation(s) noted, but not to exceed \$150.00 per unit.

Terms

This agreement is effective for a five-year term commencing upon signature. We have given the Owner a discount for this Extended-Term Agreement. All quotes are based upon a maximum of one hour for annual tests per unit. All pricing is subject to an annual adjustment not to exceed 5% annually. We require a 48-hour notice of cancellation to avoid penalty.

Payment Policy

Payment in full is expected within 30 days of the time of service. In the event this account is assigned to a collection agency or an attorney for collection, the customer is responsible for payment of all attorney fees, court fees, filing fees, and any other costs associated with the collection process.

This is a legally binding contract and as such both parties agree to abide by all Terms and Conditions.

**PORT OF PALM BEACH
CRUISE TERMINAL**

LANDMARK ELEVATOR CONSULTANTS-SOUTH

Signature of Authorized Representative

Signature

Print Name

Craig S. Faux, Sr.

Print Name

Title

Date

Managing Principal

Title

March 8, 2018

Date



A Quality Assurance Corporation

Port of Palm Beach
Southgate Warehouse
301 Broadway
Riviera Beach, Florida 33404

Location: POPB Southgate Warehouse
301 Broadway
Riviera Beach, Florida 33404

Proposal 4766-18
Units: 1H

Scope

We will perform the State Mandated Elevator Inspection and Report in accordance with all the applicable codes in effect at the time of this submittal.

Fee Schedule

To perform the State Inspection and witness Annual Safety Test: \$160.00 per unit
To witness Five-Year Safety Test with Inspection (if required): \$95.00 per hour

Re-Inspection If Required

Customer must notify us when violations have been corrected as a re-inspection must be performed (within 90 days as required by law). Price of elevator re-inspection(s) is \$75.00 per unit.

Terms

This agreement is effective for a five-year term commencing upon signature. We have given the Owner a discount for this Extended-Term Agreement. All quotes are based upon a maximum of one hour for annual tests per unit. All pricing is subject to an annual adjustment not to exceed 5% annually. We require a 48-hour notice of cancellation to avoid penalty.

Payment Policy

Payment in full is expected within 30 days of the time of service. In the event this account is assigned to a collection agency or an attorney for collection, the customer is responsible for payment of all attorney fees, court fees, filing fees, and any other costs associated with the collection process.

This is a legally binding contract and as such both parties agree to abide by all Terms and Conditions.

**PORT OF PALM BEACH
CRUISE TERMINAL**

LANDMARK ELEVATOR CONSULTANTS-SOUTH

Signature of Authorized Representative

Signature

Print Name

Craig S. Faux, Sr.

Print Name

Title

Date

Managing Principal

Title

March 8, 2018

Date

MAINTENANCE AGREEMENT

AB.18.P096.1

April 3, 2018

Tracy Carey
Port of Palm Beach
One East 11th Street
Riviera Beach, FL 33404

Power Secure Service, Inc. (PSS) shall perform the services as outlined below and in the attached Scope of Work documents. During the term of this agreement, PSS will provide these services during PSS normal working hours of 8:00 AM – 4:00 PM, Monday through Friday, unless otherwise specified.

Equipment Maintenance Schedule and Fees: Agreement Good Through April 2, 2021

<i>Location</i>	<i>Equipment</i>	<i>Type of Service</i>	<i>Total</i>	<i>Frequency</i>
One East 11th Street	Onan 750Kw	Annual Major	\$1,745.00	1
Riviera Beach, FL	DFHA	Minor Inspections	\$675.00	3 @ \$225.00 each
		Oil Sample	\$50.00	1
		Rupture Basin Test	\$95.00	1
		2 HR Load Bank	\$1,465.00	1
		4 HR Load Bank	\$1,665.00	Optional
	Kohler 800 kW	Annual Major	\$1,745.00	1
	#2187104	Quarterly Minor	\$675.00	3 @ \$225.00 each
		Oil Sample	\$50.00	1
		Rupture Basin Test	\$95.00	1
		2 HR Load Bank	\$1,515.00	1
		4 HR Load Bank	\$1,715.00	Optional
	Cummins 125 kW	Annual Major	\$385.00	1
	125DYD-15R	Minor Inspections	\$600.00	3 @ \$200.00 each
		Oil Sample	\$50.00	1
		2 HR Load Bank	\$560.00	1
		4 HR Load Bank	\$760.00	Optional

The above pricing for maintenance service is inclusive of all labor, parts, material, and travel costs. MAJOR inspections include replacement of engine oil, oil filters, fuel filters and water filters, as required by the manufacturer. MAJOR and MINOR services include a comprehensive inspection of all items as outlined in the attached Scope of Work documents, in compliance with NFPA 110. **Air Filters are NOT Included in PM Pricing.**

***Any Additional Time on Site Waiting for Site contact or Site Entrance will be billed at the Hourly Rate**

***If Customer requires any work to be done Energized then a second tech will be required and the cost of the job will be increased.**

***If Oil Prices rise during the life of this agreement we reserve the right to adjust pricing accordingly.**

Recommended Fluid Sample Analyses:

PSS highly recommends that samples of oil, coolant and diesel fuel be sent to an independent laboratory for evaluation at least once a year. Each of these fluids is vital to the reliable operation of generator systems. The spectrographic and chemical analysis of these fluids reveal internal condition of the engine, cooling system and fuel

Mission Statement

To Offer the Highest Quality Service and Most Compelling Economic Value to Companies that Rely on Emergency Power to Protect & Preserve the Welfare of their Customers, Employees and Business

system, providing the earliest detection of issues that can often be remediated well before they cause system failure requiring expensive repairs. The specific analyses recommended by PPT are as follows:

	Per Test	Customer Acceptance	
		Yes	No
Oil: Spec, Vis100C, and FTIR, Oxid, Nitr, F-Soot, %Water, %Fuel	\$50.00		
Coolant: Appearance, BP, FP, % Gly, PH, Nitrite, Reserve Alkalinity + Metals	\$55.00		
Fuel: FPPT Fuel - Appear, Bacteria, API Grav, Cetane, Dist, Flash, KF-PPM	\$225.00		

All pricing assumes the generators are no more than 480 Volts and are located at ground level with available parking for PSS's service vehicle within 50 ft. of the generator unit. If any assumption is not correct, PSS reserves the right to adjust pricing. **NOTE: Sales tax is not included in above pricing.**

Scheduled Service Hourly Rates:

Monday - Friday between the hours of 8 AM and 4 PM	\$105.00
Monday - Friday between the hours of 4 PM and 8 AM & all day Saturday	\$157.50
Monday between the hours of 12 AM and 8 AM	\$157.50
Sundays and Holidays	\$210.00
Mileage	\$2.00 / Mile

Emergency Service Hourly Rates:

Same Day On-Site Response – Standard Hours (8AM - 4PM)	\$157.50
Same Day On-Site Response – Non-Standard Hours	\$210.00
Service During Natural Disasters and Government Declared State of Emergencies	\$210.00
<i>Note: All Emergency Calls Subject to a 4 Hour Minimum Charge</i>	
Mileage	\$2.00 / Mile

FULL PAYMENT OF INVOICED SERVICES IS DUE UPON RECEIPT OF INVOICE. Finance charges will begin accruing at the rate of 18% per annum if not paid within 30 days of invoice date.

Power Secure Service (PSS) warrants its service labor for a period of ninety (90) days from the date service was performed. PSS's warranty related to defective equipment or parts is equal to the warranty provided by the manufacture of such equipment and parts, but in no event will it be less than 30 days from the date of installation.

In no event shall PSS be liable for incidental, consequential or punitive damages in connection with its services, unless such losses are solely the result of gross negligence or willful misconduct on the part of PSS. Further PSS's warranty for it labor shall not extend beyond the 90 day warranty period with respect to service that is required to repair or replace defective equipment or parts that may be under a manufacturer's warranty that extends beyond the 90 days from the date of installation.

This agreement becomes effective for 3 years at the date of signing and may be terminated by either party upon giving 30-days written notice. In no event shall Power Secure Services, Inc. be liable for any indirect, special or consequential damages, such as, but not limited to, loss of anticipated profits or other economic loss in connection with, or arising out of, furnishing, functioning or the use of any items of equipment or services provided for in this agreement. If the equipment is not available for service at the scheduled time, the customer will be billed time and travel costs. At the expiration of the original multi-year agreement, the agreement will be continued without interruption of service unless the customer notifies us in writing 30 days prior to expiration. At that time, a minimum of three percent increase may be implemented to continue current agreement.

Visit Us At
www.Generator.com

TOLL FREE: 1-800-437-4474

Customer agrees to indemnify PSS with respect to all claims, damage, liability, injury, or costs suffered by PSS, its employees, and/or its agents caused by Customer or Customer's employees, agents, or contractors. Likewise, Customer agrees to hold PSS harmless with respect to any and all damages liabilities, injuries, or costs caused by (i) Customer or Customer's employees, agents, or contractors, (ii) third-parties unrelated to PSS and Customer, (iii) acts of nature and acts of God, (iv) normal wear and tear, or (v) overload of equipment.

In the event that any litigation shall arise between the parties hereto, the party that prevails in such litigation shall be entitled to recover from the other party and shall be awarded from a court of competent jurisdiction, any and all fees and disbursements of trial and appellate counsel, paid, incurred or suffered as a result of arising from or in connection with any such litigation.

IT IS UNDERSTOOD THAT THIS AGREEMENT, WHICH SHALL BE GOVERNED BY AND INTERPRETED IN ACCORDANCE WITH THE LAW OF THE STATE OF FLORIDA, SETS FORTH THE ENTIRE AGREEMENT BETWEEN THE PARTIES HERETO.

If the agreement is not signed within 30 days from the date shown below, PSS reserves the right to adjust prices.

Customer: Port of Palm Beach	Name	PowerSecure Service
	Print Name	Andrew Britt
	Signature	<i>Andrew Britt</i>
	Date	4/3/2018

Visit Us At

www.Generator.com

TOLL FREE: 1-800-437-4474

**PORT OF PALM BEACH DISTRICT
REQUEST FOR DISCUSSION AND
COMMISSION ACTION**

**CONSENT AGENDA
ITEM F-6**

PREPARED BY: Paul Zielinski Chief Financial Officer April 3, 2018

SUBJECT: Contract Report

BACKGROUND: Attached is a copy of the Port of Palm Beach Contract Report for review and discussion.

ADDITIONAL INFORMATION ATTACHED: No _____ Yes _____ **X** _____

FINANCIAL IMPACT: N/A

RECOMMENDATION: None. Informational Item Only.

Respectfully Submitted By:



Manuel Almira, Executive Director

DATE ACTION TAKEN: _____
Approved: _____
Disapproved: _____
Deferred To: _____
Incorporated into Minutes: _____

Motion By: _____
Seconded By: _____
Unanimous: Yes _____ No _____
By: _____

**PORT OF PALM BEACH DISTRICT
CONTRACT REPORT**

VENDOR NAME	LOCATION/DEPT	DESCRIPTION	RESPON. DEPT./PARTY	ORIGINAL CONTRACT DATE	CURRENT END DATE	CONTRACT TERM (YRS)	HISTORY SUMMARY	COMMENTS/CANCELLATION TERM
<u>Pending Items</u>								
Nozzle Nolen, Inc.	Various Locations: MOC/CT, MOB, POC & S. Gate	Pest Control	Maintenance/Ken Hern	05/02/07	3/10/2018	1	2016: Consolidated Agreement: \$433 p/month.(\$50.00 savings p/m). 1 yr. ext. 2017 - no increase.	Termination if customer fails to correct any conducive condition identified with 60 days. Requesting proposals.
Nozzle Nolen, Inc.	Southgate Warehouse	Asian Sub-Termites	Maintenance/Ken Hern	1/20/2008	4/18/2018	1	Initial treatment: \$4,275.00. First yr. free with the renewal rate \$1,012.00 in 2013. 2 inspections per yr. with 4 additional yrs. 2014 - \$1,012.00 per year w/no increase. 2015 - \$1,012.00 per year w/no increase . 2016 - \$1,012.00 per year w/no increase	Termination if customer fails to correct any conducive condition identified with 60 days. Requesting proposals.
Nozzle Nolen, Inc.	CT	Subterranean Termites	Maintenance/Ken Hern	4/20/2015	4/19/2018	1	Initial treatment \$5,518.00 and \$725.00 p/month. 2016: \$725.00 p/ month - No increase.	Termination if customer fails to correct any conducive condition identified with 60 days. Requesting proposals.
Nozzle Nolen, Inc.	MOC	Subterranean Termites	Maintenance/Ken Hern	4/7/2009	4/6/2018	1	Initial treatment \$1,925.00 and \$285.00 p/month. 2016: \$305.00 p/ month - No increase from 2015	Termination if customer fails to correct any conducive condition identified with 60 days. Requesting proposals.
Landmark Elevator Consultants	MOC/Southgate	State mandated elevator/escalator inspection/reports and witness five-year safety tests	Maintenance/Ken Hern	4/1/2013	4/18/2018	5	5 year agreement. Cost is \$160 per unit/state inspection/witness annual safety test, \$95/hr 5-yr safety test and \$75 re-inspection fee.	48-hour written notice of cancellation. Staff is requesting a 5-year contract extension with a slight increase in rate for 5-year test from \$85 to \$95.
Nozzle Nolen	MOC/CT	Termite Agreement/Drywood	Maintenance/Ken Hern	05/07/09	4/30/2018	1	Initial treatment: \$800.00. Cost is \$175.00 per year. 2012 extended contract w/o increase. 2013 \$175.00 w/no increase. 2014 - \$175.00 per year w/no increase. 2015 - \$175.00 per year w/no increase. 2016 - \$175.00 per year w/no increase.	Termination if customer fails to correct any conducive condition identified with 60 days. Requesting proposals.
PowerSecure Service, Inc.	MOC/Southgate	Quarterly Generator Inspections	Maintenance/Ken Hern	12/01/13	5/2/2018	1	1 yr. renewals thereafter till present. Cost is currently \$5,380.00 per year for four quarterly inspections. Inspection includes the MOC and South Gate Generators. 12/12 w/o increase. Hourly rate decreased to \$70.00 hr. 2013 - 2014 no increase. 2014 - 2015 2% increase for hourly rate to \$85.00. 2015-2016, no increase. New agree./May 2017 - rate increase to \$95.00 hr.	Either party may terminate this agreement upon a 30 day written notice. Staff is recommending a 3-year contract extension, with a slight increase in their hourly service rate from \$95 to \$105.
Image Janitorial Services, Inc.	MOC	Floor Maintenance	Maintenance/Ken Hern	05/21/12	5/20/2018	3	For weekend janitorial service with the cost of \$39,401.50 per year. \$29.00 per hour. On 12/4/13 letter was executed and contract was resolved to floor maintenance service portion of the contract only. 2015: 3 year floor maintenance agreement approved with no increase for 3 years - \$11,260/yr.	Cancellation at any time with written notice. To issue notice of cancellation prior to expiration and continue on an as-needed basis.
Diligent Board Member Services, Inc.	MOC	Digital Board books	Beatrice Greffin	05/27/14	5/26/2018	1	For the storage of electronic board books in the amount of \$9,270.00 with one time installation fee of \$1,773.00. 2015, 2016: 1yr renewal with no increase.	30 days written notice. To issue notice of cancellation in April.
Nozzle Nolen, Inc.	POC/Maintenance	Subterranean Termites	Maintenance/Ken Hern	05/28/13	5/27/2018	1	Subterranean Termites Control at the maintenance building (POC #13): Initial treatment \$2,610.00 with \$395.00 per year for service. 2014 - \$395.00 per year w/no increase. 2015 - \$395.00 per year w/no increase. 2016 - \$395.00 per year w/no increase.	Termination if customer fails to correct any conducive condition identified with 60 days. Requesting proposals.

**PORT OF PALM BEACH DISTRICT
CONTRACT REPORT**

VENDOR NAME	LOCATION/DEPT	DESCRIPTION	RESPON. DEPT./PARTY	ORIGINAL CONTRACT DATE	CURRENT END DATE	CONTRACT TERM (YRS)	HISTORY SUMMARY	COMMENTS/CANCELLATION TERM
SimplexGrinnell	Southgate Warehouse	Fire Alarm Detection, Pump, Sprinkler, Monitoring Test & Inspect	Maintenance/Ken Hern	06/01/08	5/31/2018	3	Cost is \$4,392.21 per year. 3 yr. ext. 2014 - 2017 w/no increase. 2017- 1 yr. ext. with 6% increase (\$20,305)	30 day written notice. Staff is recommending a 1-year contract extension with a 6.5% increase.
SimplexGrinnell	MOC/CT, MOB, Tropical - #7, Eastern Frt., POC	Fire Alarm Detection Systems Test & Inspect	Maintenance/Ken Hern	06/01/11	5/31/2018	3	One year renewals through 05, new 3 yr. contract 5/05, 3% incr. 3 yr. ext. 2011 - 2014 - Cost is currently \$17,590.00 per year. 3 yr. ext. 2014 - 2017 w/an increase to the MOC/CT because of additional services. 2017 - 1 yr. ext. with 6% increase (\$20,305)	30 day written notice. Staff is recommending a 1-year contract extension with a 6.5% increase.
SimplexGrinnell	MOC/CT, MOB, Merchants, Tropical - #7, Eastern Frt., POC	Fire Alarm Monitoring	Maintenance/Ken Hern	06/01/11	5/31/2018	3	1 yr., one year renewals through 05, new 3 yr. contract 5/05, 3% incr. 3 yr. ext. 2011 - 2014 - Cost is currently \$17,590.00 per year. 3 yr. ext. at the MOC/CT/MOB, Merchants, Tropical, #7 Eastern Freight & POC 2014 - 2017 w/an increase to the MOC/CT because of additional services. . 2017 - 1 yr. ext. with 6% increase (\$20,305)	30 day written notice. Staff is recommending a 1-year contract extension with a 6.5% increase.
SimplexGrinnell	MOC/CT, MOB, Tropical - #8, Eastern Frt., POC	Monitoring Panel	Maintenance/Ken Hern	06/01/11	5/31/2018	3	1 yr., one year renewals through 05, new 3 yr. contract 5/05, 3% incr. 3 yr. ext. 2011 - 2014 - Cost is currently \$17,590.00 per year. 3 yr. ext. 2014 - 2017 w/an increase to the MOC/CT because of additional services. 2017 - 1 yr. ext. with 6% increase (\$20,305)	30 day written notice. Staff is recommending a 1-year contract extension with a 6.5% increase.
SimplexGrinnell	MOC/CT, MOB, Merchants	Fire Pump Test & Inspect	Maintenance/Ken Hern	06/01/11	5/31/2018	3	One year renewals through 05, new 3 yr. contract 5/05, 3% incr. 3 yr. ext. 2011 - 2014 - Cost is currently \$17,590.00 per year. 3 yr. ext.2014 - 2017 w/an increase to the MOC/CT because of additional services. 2017 - 1 yr. ext. with 6% increase (\$20,305)	30 day written notice. Staff is recommending a 1-year contract extension with a 6.5% increase.
SimplexGrinnell	MOC/CT, MOB, Eastern Frt., POC	Fire Sprinkler System Test and Inspect	Maintenance/Ken Hern	06/01/11	5/31/2018	3	One year renewals through 05, new 3 yr. contract 05, 3% incr. 3 yr. ext. 2011 - 2014- Cost is currently \$17,590.00 per year. 3 yr. ext. 2014 - 2017 w/an increase to the MOC/CT because of additional services. 2017 - 1 yr. ext. with 6% increase (\$20,305)	30 day written notice. Staff is recommending a 1-year contract extension with a 6.5% increase.
Hilltop Securities (Formerly First Southwest Company (FSC))	MOC	Prep./submission of disclosure reports	Finance/Paul Zielinski	08/04/05	6/14/2018	1	2 yr. renewal through 09. 2011: 5-yr Contract. Cost is currently \$1,500.00 per year. 2016: No increase. 2017 no increase.	30 days written notice. Staff is recommending a 1-year contract extension, with no increase.
Florida Court Reporting (FCR)	MOC	Court Reporting Services	Records/Beatrice Greffin	06/16/15	6/15/2018	1	Cost is currently \$7,165.00 per year. No increase, 2016, 2017.	30 days written notice. Staff is recommending a 1-year contract extension with a slight increase in the per page fee from \$6.00 to \$6.50.
Iron Mountain	Off-site Location	Records Storage & Retention	Records/Beatrice Greffin	07/01/02	7/1/2018	1	1 yr. renewals through 11 - Cost is around \$2,400.00 per year, plus fuel surcharges. 6/12 storage increase of 6.3%. .40¢ per cubic ft. to .42¢ per cubic ft. per month. 2014 renew w/o increase. 2016: .471¢ per cubic ft. and \$25.65/month Administrative Fee(Summary Billing) 2017 - 1 yr. ext. - see fee schedule for list of fees.	Either party may terminate this agreement upon written notice.

**PORT OF PALM BEACH DISTRICT
CONTRACT REPORT**

VENDOR NAME	LOCATION/DEPT	DESCRIPTION	RESPON. DEPT./PARTY	ORIGINAL CONTRACT DATE	CURRENT END DATE	CONTRACT TERM (YRS)	HISTORY SUMMARY	COMMENTS/CANCELLATION TERM
Gary, Dytrych, & Ryan	Legal Services	Legal Services	Executive Office/Manny Almira	09/10/98	7/31/2018	1	Automatic 1 yr. renewals through 06, 2-yr. renewal 06-08, with increase in rate from \$160 - \$200 p.h. 1-yr. renewals 09-17 same terms and conditions. Cost is currently \$200 per hour.	30 days written notice.
Nozzle Nolen, Inc.	Bldg. 12 (Old EFF)	Dry wood Termite	Maintenance/Ken Hern	08/06/15	8/5/2018	1	Original cost -Initial treatment \$1,170.00. Renewal option for \$225.00 @ yr. (Rates may vary after the first year) 2016: \$225.00/ Yr. (Continuous protection)	30 days written notice by either party.
ThyssenKrupp Elevator	M.O.B.	Elevator Maintenance Agreement	Maintenance/Ken Hern	08/25/12	8/25/2018	5	Cost is \$6,058.52 per yr. Cost form 8/25/12 - 12/31/13 will be \$686.04 per month. (2016) Quarterly cost \$2,322.06 = \$774.02 p/month, no increase for 2017.	90 days written notice.
Ricoh	M.O.C.	6th Fl. Fax Maintenance Agreement - 4420NF - 11549811-behind receptionist	Finance/Paul Zielinski	09/01/10	9/1/2018	1	Cost is \$250.00 annually. No increases through 2016.	30 day written notice.
Gehring Insurance	3801 PGA Blvd. Suite 807 Palm Beach Gardens, FL 33410	Broker for medical, dental, vision, life, short-term disability policies.	Finance/Paul Zielinski	03/01/02	9/1/2018	N/A	Indefinitely appointed as Broker of Record, 2002. Board can recommend issuance of RFQ at any time.	Board may request to issue RFQ at any time.
AT&T	Port Wide	Local, long distance and internet	MIS/Richard Laird	03/17/08	9/15/2018	2	Local/long distance/internet combined agreement \$3,406.40 per month.	Either party may terminate upon 60 days written notice.
Meltwater News US Inc.	225 Bush St., #1000 San Francisco, CA 94104	Media and Analytics Monitoring Service	Bus. Development/Jarra Kaczwarra	10/01/17	9/30/2018	1	Cost is \$7,500.00 annually.	Auto renewal, unless cancelled with 60 days written notice.
idSoftware	Southgate Warehouse	Hardware & Software Support and Maintenance - TWIC fingerprint scanners.	Security/Ken Hern	03/01/14	9/30/2018	1	One year renewals thereafter. Current cost \$18,024.00 per year.	60 days written notice.
Guardian	P.O. Box 677458 Dallas, TX 75267	Provides Port-life ins, short term, long term	Finance/Paul Zielinski	10/01/16	9/30/2018	1		
Humana/Comp Benefits	P.O. Box 769209 Roswell, GA 30076	Provides Port-paid and employee-paid vision insurance	Finance/Paul Zielinski	10/01/16	9/30/2018	1		
United Healthcare	DC1-3 Corporate 4800 Deerwood Campus Parkway Jacksonville, FL 32246	Provides Port/employee paid health insurance.	Finance/Paul Zielinski	10/01/16	9/30/2018	1		
Metlife		Port/employee paid dental insurance	Finance/Paul Zielinski	10/01/16	9/30/2018	1		
Aspen American Insurance Co.	175 Capital Blvd. #300 Rock Hill, CT	Marine Liability, P&I/Hull Marine and Umbrella \$5 Million .	Finance/Paul Zielinski	10/01/16	9/30/2018	1		
Everbridge, Inc.	Port Wide	Mass Notification/Communications Platform	Ken Hern/Aidy Alonzo	10/27/17	10/26/2018	1	Cost for 12 month subscription is \$18,860.00	At any time, after executed quote has terminated.
Nozzle Nolen, Inc.	Chiller Plant	Subterranean Termites	Maintenance/Ken Hern	11/16/12	11/16/2018	1	Initial treatment: \$880.00. Cost currently \$150.00. 11/2013 - 11/2014 with no increase. 11/2/14 - 11/2/15 w/o increase. Nov. 2015 -Oct. 2016 \$157.50. 2016 \$160.00. 2017 no increase.	Termination if customer fails to correct any conducive condition identified with 60 days.

**PORT OF PALM BEACH DISTRICT
CONTRACT REPORT**

VENDOR NAME	LOCATION/DEPT	DESCRIPTION	RESPON. DEPT./PARTY	ORIGINAL CONTRACT DATE	CURRENT END DATE	CONTRACT TERM (YRS)	HISTORY SUMMARY	COMMENTS/CANCELLATION TERM
Social Navigator, Inc.	Port Wide	Open source intelligence platform/Liferaft	Ken Hern/Aidy Alonzo	11/27/17	11/26/2018	1	Cost for 12 month subscription is \$19,500.00	At any time, after executed quote has terminated.
Nestle Waters	MOC, POC	Bottled Water Service	Maintenance/Ken Hern	12/13/05	12/12/2018	1	1 yr. contract renewals thru 2012 - Cost is currently \$4.99 per bottle delivered plus \$4.99 rental per unit or approx. \$3,000.00 per year. 12/12 w/o increase. 12/13 1 yr. renewal w/no increase. 2014, 2015, 2016 no increase. 2017 increase in btd. Water from \$4.99 to \$5.49. Current cost \$3,300 per year.	Port shall give Lessor a minimum of 30 days written notice to terminate.
Southern Motive Power LLC	Locomotive 92 Day Service and emergency repairs	Locomotive and inspection service. Keeps up with FRA compliance.	Maintenance/Ken Hern	08/20/11	12/21/2018	1	Orig. cost \$1,430.00. 7/12 (1) yr. cost are \$1,997.02 due to larger locomotive which requires more filters. 8/13 price increase of \$158.26 per every 92 days due to load meter and brake service. 2014/2015/2016/2017 \$2,155.28 per yr. with no increases per inspection (Every 3 months) Mechanic \$80.00 p/hr., Mechanic Helper \$30.00 p/hrs.	Cancellation at any time with written notice.
Southwest Engineers	MOC	Chiller Water Treatment Services	Maintenance/Ken Hern	01/01/07	12/31/2018	1	1 year renewal through 12/10. Cost is currently \$3,252.00 per year. 12/12 renewal w/o increase. 12/13 1 yr. renewal w/a 4% increase. Cost is \$3,382.08 per yr. 12/14 renewal w/a 4% increase. Cost per year \$3,517.32. This is a \$135.24 increase per yr. 2015: Annual cost \$3,660.00. This is a \$142.68 increase over the last year. 5% incr. 2016, annual cost is \$3880.00. No increase 2017.	Agreement can be terminated by either party by giving 30 days advance written notice.
Dunbar Armored, Inc.	MOC Office	Armored Car Service	Finance/Paul Zielinski	02/02/15	3/1/2019	1	Monthly rate of \$190.00, plus fuel charge/overage charges. 2016: 4.2% increase. \$215.41/month. 2016: Endorsement: \$230.00 p/m. 2017 - changed to 2 days/wk. new rate \$205 per mo. 2018 - \$226.15 per month	Written notice of termination is 90 days prior to any anniversary date.
AT&T	Port Wide	Local, long distance and internet	MIS/Richard Laird	03/17/08	3/23/2019		Local/long distance/internet combined agreement \$3,406.40 per month.	Either party may terminate upon 60 days written notice.
idSoftware	Security	Vischeck Visitor Management System for visitors and employees.	Security/Ken Hern	05/01/16	4/30/2019	1	\$4,188.00 per year. Covered under 2016 PSGP.	Cancellable at any time, with written notification of effective termination date.
Civic Plus	Web Site	Redesign service agreement plus notification system (integrates SMS, email and social media)	Bus. Development/Jarra Kaczvara	05/01/13	4/30/2019	1	1 year maintenance agreement and full site redesign. After 48 months the port receives a free site redesign. 2015 will renew with a 5% increase. Total will be \$4,775.40/2016: \$5,013.67/2017, \$5,264.35/2018, plus communication platform (\$1,990) and SSL certificate (\$100) annually.	60 day written notice.
Greyson Technologies	Server Room	Network Consulting Services	MIS/Richard Laird	05/15/17	5/14/2020	3	Rate \$175.00 per hour.	Cancellation at any time with written notice specifying effective termination date.
Netphone Communications	Port Wide	Low Voltage Computer Cabling and Fiber Optic Cabling Installation/Replacement Services	MIS/Richard Laird	06/14/17	6/13/2020	3	Rate: \$45.00	Cancellable at any time with written notice specifying effective termination date.
The Mariner Group, LLC	1301 Gervais Street, Suite 502, Columbia, SC 29201	Command Bridge cloud based software (remote access) which consolidates all the various security hardware and software.	Security/Ken Hern	07/31/15	07/30/20	5 Yrs.	May extend term by mutual agreement or extend the period of a particular task order. Pricing for individual task order will be issued will be established in each task order.	30 days written notice

**PORT OF PALM BEACH DISTRICT
CONTRACT REPORT**

VENDOR NAME	LOCATION/DEPT	DESCRIPTION	RESPON. DEPT./PARTY	ORIGINAL CONTRACT DATE	CURRENT END DATE	CONTRACT TERM (YRS)	HISTORY SUMMARY	COMMENTS/CANCELLATION TERM
IKON Office Solutions (Ricoh)	MOC, POC, Security	Port wide copier agreement - 4th floor - 1035, 2nd floor - 2018, POC - 3500.	Finance/Paul Zielinski	09/01/15	8/31/2020	5	Cost is \$234.00 per month, for all machines. 8/12 monthly increase to \$269.10 which is a \$35.10 month increase. 8/13 current monthly cost is \$269.10 with an increase of \$20.19 with the total cost of \$289.29. 8/14 current cost is \$289.29 for 3 copiers with an increase of \$43.40 totaling \$332.69 per month.2015 (Sept): Renewal cost \$1808.28 which is a \$164.40 increase over last year. 2015 (Nov) Entered into a 5yr agreement replacing old machines and old contract.	30 day written notice
Palm Beach County	Security	Interlocal Agreement - Direct Access to County's Public Safety Trunked Radio System (formerly 800 MHZ Public Safety Radio System). R-2005-1338 R-2009-1086 - R-2013-1017	Security/Ken Hern	07/12/05	7/11/2021	4	4 yr. renewals in 2009 and 2013. Renewal & repl. fee \$211.42/per unit and system maintenance is \$226/per unit. The Port owns 45 portable radios. Annual cost is \$19,683.90/annually 2017 - 2021.	Agreement can be terminated by either party with or w/o cause. Shall be effective only on Oct 1st of any yr. with a 6 mo. notice. At least 8mo. prior to expiration, port shall provide the County a request to renew.
Earth Systems, Inc.	Engineering	Environmental Services	Engineering/Jose Soler	02/27/17	02/26/22	5	Project Engineer \$94.00 per hour (see contract file for other personnel rates)	90 calendar days written notice
Bowman Consulting Group, LTD	Port Wide	Professional surveying & mapping	Engineering/Jose Soler	03/01/17	2/28/2022	5	Project manager \$150.00 per hour (see contract file for other personnel rates)	At any time with written notice specifying effective termination date.
Ricoh	MOC	Lease/service agreements - MPC4503 -6th Floor color copier/behind recept. and MP7502 - 6th floor copier/copy room.	Finance/ Paul Zielinski	09/01/11	9/1/2022	5	Bid out in 2014. MPC4503 - \$175.71 per mo. & MPC7502 - \$178.05 per mo. New 5 yr. lease agreements/2017 - Color \$227.13 p.m., B&W \$175.71 p.m.	30 days written notice.
O'Hara Landscape & Maintenance	MOC	Landscape Services	Maintenance/Ken Hern	09/21/15	9/30/2017	Monthly	Cost is \$9,000 annually. 2016/ 1-yr renewal, no incr.	60 days written notice, or 30 days - for non-performance. Issuing RFP. Month-to-month until RFP complete.
G&K Services	Maintenance	Uniform Services	Maintenance/Ken Hern	08/23/13	10/23/2017	Monthly	One yr. contract extensions 14 - 16. Current cost \$5,247.84 per yr.	Vendor has 60 days to correct non-performance issues. If not, 15 days written notice of cancellation shall be provided. 90 days written notice is required, for non-renewal of contract. Issuing RFP. Month-to-month until RFP complete.
G&K Services	Port Wide	Cleaning supplies (shop rags/mop heads)	Maintenance/Ken Hern	02/27/17	2/27/2018	Monthly	Annual cost is \$458.40	Cancellable at any time, with written notification of effective termination date. After initial year, agreement will renew for 3 yrs., unless written notify. 90 days prior. This service is included in the RFP for Uniform Services.
Southern National Track Services, Inc.	Railroad Track Repairs	Track Repairs	Maintenance/Ken Hern	10/24/13	10/23/2017	Monthly	10/14 upcoming renewal will increase 5% which will increase the amount to \$131,723.00 annually. 2015: 5% increase. \$138,309.15. 5% incr. 2016 - \$145,215 p/v	Can be terminated by either party for convenience. Issuing RFP. Month-to-month until RFP complete.
Wells Fargo (formerly Wachovia)	MOC	Banking Services	Finance/Paul Zielinski	02/01/06	4/30/2018	Monthly	Fees may vary. The Port exercised its one year renewal option No additional cost to the Port. 2 year extension in 2010, through 2013. 6 mo. ext. through 4/30/18.	Can be terminated with 90 days' written notice by either party.
Morpho Trust	TWIC Office	TWIC Enrollment Services	Security/Ken Hern	11/21/11	Until Terminated	Monthly	Port paid: \$7 per enrollment, \$5 per activation (2011) \$5 per applicant/HazPrint (2013)	Either party may terminate at any time, with 90 days written notice.
Jacobs (Formerly CH2M)	Port Wide	Consulting Engineers	Engineering/Jose Soler	03/11/08	Until Terminated	N/A	New contract 2008.	90 days written notice
Kimley Horn	Port Wide	Engineering Services/Work of a Specified Nature	Engineering/Jose Soler	03/15/18	Until Terminated	N/A	New contract 2018.	At any time for convenience.
Palm Beach Post	M.O.C.	Advertising Contract	Bus. Development/Jarra Kaczwarra	01/13/98	Until Terminated	N/A	N/A	30 days written notice

**PORT OF PALM BEACH DISTRICT
CONTRACT REPORT**

VENDOR NAME	LOCATION/DEPT	DESCRIPTION	RESPON. DEPT./PARTY	ORIGINAL CONTRACT DATE	CURRENT END DATE	CONTRACT TERM (YRS)	HISTORY SUMMARY	COMMENTS/CANCELLATION TERM
Sheriff of P.B.C.	Port Services	NICB Processing	Security/Ken Hern	06/17/99	No Exp. Date	N/A	Original contract 6/99.	30 days written notice
Spectrum Municipal Services	M.O.C.	Financial Advisor	Finance/Paul Zielinski	04/20/00	Until Terminated		N/A	60 days written notice
Waste Management	300 Middle Road	Dumpster Service	Maintenance/Ken Hern	01/11/05	Until Terminated		N/A	Franchise agreement with City of Riviera Bch
Waste Management	Cruise Terminal	Dumpster Service	Maintenance/Ken Hern	01/11/05	Until Terminated		N/A	Franchise agreement with City of Riviera Bch
Waste Management	M.O.B.	Dumpster Service	Maintenance/Ken Hern	01/11/05	Until Terminated		N/A	Franchise agreement with City of Riviera Bch
Waste Management	M.O.C.	Dumpster Service	Maintenance/Ken Hern	02/12/02	Until Terminated		N/A	Franchise agreement with City of Riviera Bch
Waste Management	Southgate Warehouse	Dumpster Service	Maintenance/Ken Hern	02/18/09	Until Terminated		N/A	Franchise agreement with City of Riviera Bch
Waste Management	MOC	Recycling Dumpster and Bin	Maintenance/Ken Hern	01/17/18	Until Terminated		N/A	Franchise agreement with City of Riviera Bch
AFLAC	1932 Wynnton Road Columbus, GA 31999	Provides voluntary, employee-paid, policies to Port staff	Beatrice Greffin/ Human Resources	???	4/1/2001	Open	Optional insurance for employees: cancer, hospitalization, etc.	N/A
AIG Valic Financial Advisors, Inc.	2929 Allen Parkway Houston, TX 77019	Provides voluntary, employee-paid, deferred compensation services	Beatrice Greffin/ Human Resources	05/01/06	1/1/1980	Open	457 plan deferred optional retirement plan	N/A
AXA Equitable	1290 Avenue of the Americas New York, NY 10104	Provides voluntary, employee-paid, deferred compensation services	Beatrice Greffin/ Human Resources	???	1/1/1980	Open	457 plan deferred optional retirement plan	N/A
Coach Comp America	400 N Congress Avenue, # 110 West Palm Beach, FL 33401	Provides screenings for on-the-job injuries (Workers' Compensation)	Beatrice Greffin/ Human Resources	05/01/06	5/1/2006	Open	Used for workers comp injury claims	N/A
Mobile Drug Testing	9910 Alt A1A, Suite 702- PMB107 Palm Beach Gardens, 33410	Provides pre-employment and post-accident drug screenings	Beatrice Greffin/ Human Resources	05/01/06	5/1/2006	Open	Drug free workplace provider	N/A
Manpower	1905 Broadway Riviera Beach, FL 33404	Temporary Employment Service	Beatrice Greffin/Human Resources	As-needed	As-needed	Open	Used for basic labor workers - bill rate \$15.39	N/A
Express	2540 Metrocentre Blvd. Ste. 3 WPB FL 33407	Temporary Employment Service	Beatrice Greffin/Human Resources	As-needed	As-needed	Open	Used for janitorial workers - bill rate \$19.15	N/A

**PORT OF PALM BEACH DISTRICT
REQUEST FOR DISCUSSION AND
COMMISSION ACTION**

**CONSENT AGENDA
ITEM F-7**

PREPARED BY: Jarra Kaczvara Sr. Director, Business Development/Communications
Venice Howard Deputy Clerk

April 9, 2018

SUBJECT: Business Development

BACKGROUND: The following items are presented for approval and/or ratification:

35th Annual Women in Leadership Awards Luncheon West Palm Beach April 18, 2018

Trade Events

Forum Club	Tickets & Events	April/May 2018
Economic Council	Tickets & Events	April/May 2018
Economic Forum	Tickets & Events	April/May 2018
Business Development Board (BDB)	Tickets & Events	April/May 2018
Convention & Visitors Bureau	Tickets & Events	April/May 2018
Member Chambers of Commerce	Tickets & Events	April/May 2018
Navy League	Tickets & Events	April/May 2018
International Business Council	Tickets & Events	April/May 2018
Women's Transportation Seminar (WTS)	Tickets & Events	April/May 2018

Seminars and Conferences

Caribbean Shipping Executives Conference Fort Lauderdale, FL May 13-16, 2018

Sponsorship

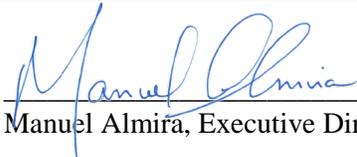
Palm Beach North Chamber of Commerce Gold Sponsor - \$2,200 May 24, 2018

FINANCIAL IMPACT: These items are funded from the FY18 Operating Budgets.

ADDITIONAL INFORMATION ATTACHED: No Yes

RECOMMENDATION: The Board of Commissioners is respectfully requested to approve and/or ratify the above listed trade events and seminars and conferences.

Respectfully Submitted By:


Manuel Almira, Executive Director

DATE ACTION TAKEN: _____
Approved: _____
Disapproved: _____
Deferred To: _____
Incorporated into Minutes: _____

Motion By: _____
Seconded By: _____
Unanimous: Yes _____ No _____
By: _____

SAVE THE DATE!

WEDNESDAY, APRIL 18, 2018



Empowering Women to Succeed and Lead

Featuring Keynote Speaker Marilu Henner

**Cohen Pavilion
Kravis Center for the Performing Arts
West Palm Beach, FL**

**SPONSORSHIP OPPORTUNITIES AVAILABLE
(See reverse side for details.)**

**Tickets and tables are on sale now at
www.ewpb.org**



- [Summary](#)
- [Agenda](#)
- [Directories](#)
- [Sponsorship](#)

CONFERENCE AGENDA	
SUNDAY MAY 13, 2018	
9:00 AM - 6:00 PM	CONFERENCE REGISTRATION
9:00 AM - 10:00 AM	BOARD OF TRUSTEES (Private) - Room 1
10:00 AM - 1:00 PM	PORT AWARD COMMITTEE (Private) - Room 2
10:00 AM - 11:00 AM	CSA'S SECURITY COUNCIL (Private) -Room 1
11:30 AM - 12:30 PM	CRUISE COMMITTEE (Private) - Room 1
1:00 PM - 2:00 PM	SILVER CLUB (Private) -Room 2
2:00 PM - 5:00 PM	CSA GENERAL COUNCIL (Private) - Room 1
7:00 PM - 9:00 PM	WELCOME COCKTAIL
MONDAY MAY 14, 2018	
8:00 AM - 4:00 PM	CONFERENCE REGISTRATION
8:30 AM - 10:00 AM	OPENING CEREMONY
	INVOCATION
	President's Address
	David Jean Marie
	President Caribbean Shipping Association
	Official Opening
	Vote of Thanks
	Juan Carlos Croston
	Vice President-Caribbean Shipping Association

	IDENTIFICATION OF DELEGATES
	CSA 48TH AGM HOST PRESENTATION
10:00 AM - 10:30 AM	COFFEE BREAK
10:30 AM - 11:30 PM	MAERSK/IBM BLOCKCHAIN INITIATIVE
	Speaker:
	Moderator:
11:30 AM - 12:15 PM	RAISING STANDARTS IN SHIPPING AGENCY WORLD
	Speaker: Albert Hoek-Executive Director Multiport Ship Agency Network
	Moderator:
12:15 PM - 1:45 PM	NETWORKING LUNCH
1:45 PM - 2:30 PM	INTERNATIONAL TRADE OUTLOOK FOR LATIN AMERICA AND CARIBBEAN
	Speaker: Ricardo J. Sanchez
	Moderator:
2:30 PM - 3:30 PM	CRUISE PRESENTATION
	Speaker:
	Moderator:
7:00 PM - 11:00 PM	NETWORKING CULTURAL EVENT
	TUESDAY MAY 15, 2018
8:00 AM - 4:00 PM	CONFERENCE REGISTRATION
8:30 AM - 9:30 AM	THE RISE OF e-COMMERCE AND HOW IS AFFECTING THE TRANSPORTATION
	INDUSTRY
	Speaker: Frank Diaz-VP Distribution & Logistics-Price Smart Inc.
	Moderator:
9:30AM - 10:30 AM	SHIPPING, A TECHNOLOGY BASED INDUSTRY? HOW SHHIPPING IS BECOMING DIGITAL
	Speakers: Luc Castera-Octopi, Gabriel Ruiz-Magaya-Carlos Gonzalez-Icontainers

Moderator:

10:30 AM - 11:00 AM **COFFEE BREAK**11:00 AM - 11:45 AM **CUBA: AN UPDATE AFTER LATER WITH PRESIDENT TRUMP IN****WHITE HOUSE****Speakers: Jennifer Diaz-Diaz Law Firm**

Moderator:

11:45 AM - 12:30 PM **OAS PRESENTATION****Speaker: Jorge Duran-Chief of Section-OAS Inter American Committee on Ports**

Moderator:

12:30 PM - 2:00 PM **NETWORKING LUNCH**2:00 PM - 3:00 PM **CARIBBEAN: LATAM AIR FREIGHT CHALLENGERS AND OPPORTUNITIES****Speaker: Brian Abbott-Board Member-Florida Customs Brokers and Forwarders**

Moderator:

4:00 PM - 5:30 PM **PORT TOUR**

7:00 PM - 11:00 PM

WEDNESDAY MAY 16, 20189:00 AM - 1:00 PM **DISASTER AWARENESS WORKSHOP-LESSONS LEARNED****Representative from:****USCG-PUERTO RICO-Capt. Espino-Confirmed****ROYAL NETHERLAND NAVY-Lieutenant Commander, M.E. van der Eerden****OAS-(CIP)-Jorge Duran-Chief of Section****PORT OF ST. MAARTEN-Alexander Gumbs-Buss. Dev. Officer****PORT OF DOMINICA-Pending****PORT OF BVI--Pending****PORT OF SAN JUAN-Pending****PORT OF BARBUDA-Pending****PORT OF USVI-Pending**

TROPICAL SHIPPING-Pending	
CROWLEY-Pending	
SEABOARD-Pending	
Moderator: Rick Murrell- Saltchuk	
1:00 PM - 2:00 PM	NETWORKING LUNCH

Select registrant type: **Member**

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Thursday, May 24, 2018
5:30 - 9:00 PM
PGA National Resort & Spa

The Annual Leadership Awards celebrates and honors outstanding individuals and businesses making an impact in the Palm Beach North community. This event is attended by more than 300 guests at the beautiful PGA National Resort and Spa in Palm Beach Gardens on Thursday, May 24, 2018. Several sponsorship opportunities are available in support of this special celebration of our community leaders.

To Sponsor the Leadership Awards, Please Contact:

Beth Kigel
President and CEO
beth@pbnchamber.com
561.746.7111

Palm Beach North
Chamber of Commerce
5520 PGA Boulevard, Suite 200
Palm Beach Gardens, FL 33418

SUPPORT & CELEBRATE OUR LEADERS

Presenting Sponsor | SOLD

- Premier reserved table of 10 guests located front and center with signage
- Opportunity to address audience for up to 5 minutes during dinner
- Company name and logo on all promotional materials including flyers, invitations and signage indicating presenting sponsorship
- Company logo on event website with hyperlink
- Full page ad in program with premier placement
- Company logo (GOBO) projected on wall at event

Platinum Sponsor | 3 of 4 SOLD | \$3,500

- Premier reserved table of 10 guests with signage
- Company name and logo on all promotional materials (including flyers, invitations and signage)
- Company logo on event website with hyperlink
- Full page ad in program
- Company logo (GOBO) projected on wall at event

Video & Entertainment Sponsor | SOLD

- Reserved seating for 10 at the event
- Company logo included in each award winner spotlight video (5 videos). Videos will be shown at the event and posted on social media outlets post-event with an overall exposure of 5,000+
- Company logo on all promotional materials
- Company logo on event website with hyperlink
- Full page ad in program

Gold Sponsor | \$2,200

- Reserved Table of 10 guests with preferred seating and signage
- Company name and logo on all promotional materials
- Company logo on event website with hyperlink
- Half page ad in program

Award Sponsor | 5 Available | \$1,500

- Reserved seating for 2 at the event
- Company name and logo on all promotional materials
- Company logo on event website with hyperlink
- Half page ad in program
- Opportunity to present one of the following awards to award winner on stage at the event: Business of the Year, Small Business of the Year, Community Leader of the Year, Non-Profit of the Year or Young Professional of the Year
- Company logo included in award winner spotlight video. Video will be shown at the event and posted on social media outlets post-event with an overall exposure of 5,000+

Valet Sponsor | \$1,500

- Reserved seating for 2 at the event
- Company name and logo on all promotional materials
- Company logo on event website with hyperlink
- Half page ad in program
- Company Logo on valet signage

Program Sponsor | \$550

- Reserved seating for 2 at the event
- Half page ad in program

**PORT OF PALM BEACH DISTRICT
REQUEST FOR DISCUSSION AND
COMMISSION ACTION**

**CONSENT AGENDA
ITEM F-8**

PREPARED BY: Aidy Alonzo PR & Media Specialist April 9, 2018

SUBJECT: **Public Relations & Marketing**

Meltwater Reports for March 2018

- Media: 152 mentions | 14,661,969 potential reach
- Social: 191 mentions, including 94 Tweets

Social Media Metrics for March 2018

- Facebook: 2,409 Total Likes | 27 New Likes
- Twitter: 19 Tweets | 21,400 Impressions | 822 Profile Visits | 1,715 Followers
- Instagram: 15 Posts | 833 Followers | 70 New Followers | 538 Engagement

Correspondence

- March 8 Email from Palm Beach North Chamber of Commerce
- March 19 Email from Navy League Palm Beach Council
- March 23 Email from ArtiGras Fine Art Experienced Festival

ADDITIONAL INFORMATION ATTACHED: No _____ Yes X

FINANCIAL IMPACT: n/a

RECOMMENDATION: For Information Only

Respectfully Submitted By:


Manuel Almira, Executive Director

DATE ACTION TAKEN: _____
Approved: _____
Disapproved: _____
Deferred To: _____
Incorporated into Minutes: _____

Motion By: _____
Seconded By: _____
Unanimous: Yes _____ No _____
By: _____

Meltwater Coverage Summary

TOTAL REACH & AD VALUE

POTENTIAL REACH	AD VALUE
14,661,969	\$135,623

TOTAL NEWS ITEMS BY MEDIA TYPE

Online	152
Social	191
Total	343

TOTAL NEWS BY MEDIA TYPE %

Online	44.31%
Social	55.69%
Total	100%

TOP ONLINE HIGHLIGHTS

Articles	Reach
The Palm Beach Post Mar 14 Cerabino: Sansbury's Way too colorful for Palm Beach County Commission	353,804
The Palm Beach Post Mar 16 What's that steel behemoth rising from the waterway near Mar-a-Lago?	234,798
WPEC-TV CBS 12 News Mar 5 Palm Beach cruise passengers diverted to Port Everglades	130,888

REACH & AD VALUE BREAKDOWN

Month	Reach	Ad Value
October 2017	20,721,934	\$191,678
November 2017	106,047,434	\$980,939
December 2017	171,290,153	\$1,584,434
January 2018	171,520,468	\$1,586,564
February 2018	21,444,214	\$198,359
March 2018	14,661,969	\$135,623
April 2018	-	-
May 2018	-	-
June 2018	-	-
July 2018	-	-
August 2018	-	-
September 2018	-	-
Total	505,686,172	\$4,677,597

MELTWATER REPORT - MARCH 2018

Date	Headline	URL	Publication	Country	Reach
5-Mar-2018	Dangerous swells force Palm Beach cruise passengers to board ships in Fort Lauderdale	http://cbs12.com/news/local/dangerous-swells-f	WPEC-TV CBS12 News	United States	64,506
5-Mar-2018	Dangerous swells force Palm Beach cruise passengers to board ships in Fort Lauderdale	http://cw34.com/news/local/dangerous-swells-f	CW34	United States	938
5-Mar-2018	High Seas Reroutes Grand Celebration From Palm Beach to Fort Lauderdale	https://www.cruisecritic.com/news/news.cfm?ID	Cruise Critic	United States	1,070,761
5-Mar-2018	Palm Beach cruise passengers diverted to Port Everglades	http://cbs12.com/news/local/palm-beach-cruise	WPEC-TV CBS12 News	United States	64,506
5-Mar-2018	Palm Beach cruise passengers diverted to Port Everglades	http://cw34.com/news/local/palm-beach-cruise-f	CW34	United States	938
5-Mar-2018	Bahamas Paradise Reveals Details on Second Ship	http://intravelreport.blogspot.jp/2018/03/bahama	IN Travel Report	Singapore	-
8-Mar-2018	Carnival Corporation Makes Surprise Ship Sale to CMV	https://www.maritime-executive.com/article/carn	The Maritime Executive	United States	75,235
8-Mar-2018	WHAT'S NEW IN THE ISLANDS OF THE BAHAMAS THIS SPRING	https://money.ca/news/2018/03/08/whats-new-in	Money	Canada	4,097
8-Mar-2018	WHAT'S NEW IN THE ISLANDS OF THE BAHAMAS THIS SPRING	http://www.wafb.com/story/37682035/whats-new	WAFB.com	United States	96,955
8-Mar-2018	WHAT'S NEW IN THE ISLANDS OF THE BAHAMAS THIS SPRING	http://www.wicz.com/story/37682035/whats-new	Fox 40 WICZ TV	United States	11,950
8-Mar-2018	WHAT'S NEW IN THE ISLANDS OF THE BAHAMAS THIS SPRING	http://www.kxxv.com/story/37682035/whats-new	KXXV-TV News Channel 25	United States	37,822
8-Mar-2018	WHAT'S NEW IN THE ISLANDS OF THE BAHAMAS THIS SPRING	https://www.moneyam.com/action/news/showAr	MoneyAM	United Kingdom	16,152
8-Mar-2018	WHAT'S NEW IN THE ISLANDS OF THE BAHAMAS THIS SPRING	http://www.kfvs12.com/story/37682035/whats-new	KFVS 12	United States	67,069
8-Mar-2018	WHAT'S NEW IN THE ISLANDS OF THE BAHAMAS THIS SPRING	http://www.wfmj.com/story/37682035/whats-new	WFMJ TV-21	United States	43,678
8-Mar-2018	WHAT'S NEW IN THE ISLANDS OF THE BAHAMAS THIS SPRING	http://www.kfmbfm.com/story/37682035/whats-new	Kfmbfm.com	United States	4,621
8-Mar-2018	WHAT'S NEW IN THE ISLANDS OF THE BAHAMAS THIS SPRING	http://www.wdam.com/story/37682035/whats-new	WDAM - Channel 7	United States	33,152
8-Mar-2018	WHAT'S NEW IN THE ISLANDS OF THE BAHAMAS THIS SPRING - CBS News	http://www.cbs8.com/story/37682035/whats-new	KFMB-TV CBS-8	United States	254,432
8-Mar-2018	WHAT'S NEW IN THE ISLANDS OF THE BAHAMAS THIS SPRING - Fox29 WFLX	http://www.wflx.com/story/37682035/whats-new	WFLX Fox 29-TV	United States	9,474
8-Mar-2018	WHAT'S NEW IN THE ISLANDS OF THE BAHAMAS THIS SPRING	http://www.fox8live.com/story/37682035/whats-new	FOX 8 WVUE	United States	83,171
8-Mar-2018	WHAT'S NEW IN THE ISLANDS OF THE BAHAMAS THIS SPRING	http://www.abc6.com/story/37682035/whats-new	ABC6 News	United States	17,133
8-Mar-2018	WHAT'S NEW IN THE ISLANDS OF THE BAHAMAS THIS SPRING	http://www.kptv.com/story/37682035/whats-new	KPTV FOX 12	United States	239,502
8-Mar-2018	WHAT'S NEW IN THE ISLANDS OF THE BAHAMAS THIS SPRING	http://www.wfxg.com/story/37682035/whats-new	WFXG FOX 54	United States	9,303
8-Mar-2018	WHAT'S NEW IN THE ISLANDS OF THE BAHAMAS THIS SPRING	http://www.ktvn.com/story/37682035/whats-new	KTVN Channel 2	United States	42,279
8-Mar-2018	WHAT'S NEW IN THE ISLANDS OF THE BAHAMAS THIS SPRING	http://www.abcfoxmontana.com/story/37682035	ABC FOX Montana	United States	9,820
8-Mar-2018	WHAT'S NEW IN THE ISLANDS OF THE BAHAMAS THIS SPRING	http://www.fox19.com/story/37682035/whats-new	FOX19-WXIX TV	United States	113,382
8-Mar-2018	WHAT'S NEW IN THE ISLANDS OF THE BAHAMAS THIS SPRING	http://www.walb.com/story/37682035/whats-new	WALB.com	United States	47,540
8-Mar-2018	WHAT'S NEW IN THE ISLANDS OF THE BAHAMAS THIS SPRING	http://www.newswest9.com/story/37682035/whats-new	NewsWest 9	United States	22,270
8-Mar-2018	WHAT'S NEW IN THE ISLANDS OF THE BAHAMAS THIS SPRING	http://www.newson6.com/story/37682035/whats-new	NewsOn6.com	United States	167,602
8-Mar-2018	WHAT'S NEW IN THE ISLANDS OF THE BAHAMAS THIS SPRING	http://www.nbc-2.com/story/37682035/whats-new	NBC-2.com	United States	185,273
8-Mar-2018	WHAT'S NEW IN THE ISLANDS OF THE BAHAMAS THIS SPRING	http://www.k5thetimeteam.com/story/37682035	KFVE The Home Team	United States	15,721
8-Mar-2018	WHAT'S NEW IN THE ISLANDS OF THE BAHAMAS THIS SPRING	http://www.wboc.com/story/37682035/whats-new	WBOC Tv 16	United States	49,178
8-Mar-2018	WHAT'S NEW IN THE ISLANDS OF THE BAHAMAS THIS SPRING	http://www.kctv5.com/story/37682035/whats-new	KCTV 5	United States	131,175
8-Mar-2018	WHAT'S NEW IN THE ISLANDS OF THE BAHAMAS THIS SPRING	http://www.wtol.com/story/37682035/whats-new	WTOL.com	United States	85,956
8-Mar-2018	WHAT'S NEW IN THE ISLANDS OF THE BAHAMAS THIS SPRING	http://www.kltv.com/story/37682035/whats-new	KLTV 7 News	United States	42,576
8-Mar-2018	WHAT'S NEW IN THE ISLANDS OF THE BAHAMAS THIS SPRING	http://www.live5news.com/story/37682035/whats-new	Live5News.com	United States	68,048
8-Mar-2018	WHAT'S NEW IN THE ISLANDS OF THE BAHAMAS THIS SPRING	http://www.wtvm.com/story/37682035/whats-new	WTVM.com	United States	35,616
8-Mar-2018	WHAT'S NEW IN THE ISLANDS OF THE BAHAMAS THIS SPRING	http://www.kmir.com/story/37682035/whats-new	KMIR News	United States	17,859
8-Mar-2018	WHAT'S NEW IN THE ISLANDS OF THE BAHAMAS THIS SPRING	http://www.erienewsnow.com/story/37682035/whats-new	Erie News Now	United States	54,640
8-Mar-2018	WHAT'S NEW IN THE ISLANDS OF THE BAHAMAS THIS SPRING	http://www.kulr8.com/story/37682035/whats-new	KULR-8	United States	17,487
8-Mar-2018	WHAT'S NEW IN THE ISLANDS OF THE BAHAMAS THIS SPRING	http://www.watchfox29.com/story/37682035/whats-new	FOX29 Lake Charles	United States	1,429
8-Mar-2018	WHAT'S NEW IN THE ISLANDS OF THE BAHAMAS THIS SPRING	http://www.wmbfnews.com/story/37682035/whats-new	WMBF News	United States	48,426
8-Mar-2018	WHAT'S NEW IN THE ISLANDS OF THE BAHAMAS THIS SPRING	http://www.760kfmb.com/story/37682035/whats-new	760 KFMB AM	United States	5,604
8-Mar-2018	WHAT'S NEW IN THE ISLANDS OF THE BAHAMAS THIS SPRING	http://www.noticiasetx.com/story/37682035/whats-new	NoticiasETX.com	United States	1,260
8-Mar-2018	WHAT'S NEW IN THE ISLANDS OF THE BAHAMAS THIS SPRING	http://www.wnky.com/story/37682035/whats-new	WNKY.com	United States	3,489
8-Mar-2018	WHAT'S NEW IN THE ISLANDS OF THE BAHAMAS THIS SPRING	http://www.kswo.com/story/37682035/whats-new	KSWO-TV 7	United States	24,851
8-Mar-2018	WHAT'S NEW IN THE ISLANDS OF THE BAHAMAS THIS SPRING	http://www.tucsonnewsnow.com/story/37682035/whats-new	Tucson News Now	United States	179,031
8-Mar-2018	WHAT'S NEW IN THE ISLANDS OF THE BAHAMAS THIS SPRING	http://www.newscenter1.tv/story/37682035/whats-new	News Center 1	United States	18,182
8-Mar-2018	WHAT'S NEW IN THE ISLANDS OF THE BAHAMAS THIS SPRING	http://www.telemundoamarillo.com/story/37682035	Telemundo Amarillo	United States	8,907
8-Mar-2018	WHAT'S NEW IN THE ISLANDS OF THE BAHAMAS THIS SPRING	http://www.sutelemundo20.com/story/37682035	Telemundo Midland/Odessa	United States	1,447
8-Mar-2018	WHAT'S NEW IN THE ISLANDS OF THE BAHAMAS THIS SPRING	http://www.thecwprov.com/story/37682035/whats-new	The CW Providence - WLWC	United States	828
8-Mar-2018	WHAT'S NEW IN THE ISLANDS OF THE BAHAMAS THIS SPRING	http://www.kasa.com/story/37682035/whats-new	KASA	United States	2,884
8-Mar-2018	WHAT'S NEW IN THE ISLANDS OF THE BAHAMAS THIS SPRING	http://www.kitv.com/story/37682035/whats-new	KITV 4 News	United States	83,820
8-Mar-2018	WHAT'S NEW IN THE ISLANDS OF THE BAHAMAS THIS SPRING	http://www.kcbd.com/story/37682035/whats-new	KCBD NewsChannel 11	United States	43,271
8-Mar-2018	WHAT'S NEW IN THE ISLANDS OF THE BAHAMAS THIS SPRING	http://www.swxrightnow.com/story/37682035/whats-new	SWX Right Now	United States	4,455

8-Mar-2018	WHAT'S NEW IN THE ISLANDS OF THE BAHAMAS THIS SPRING	http://www.magic1065.com/story/37682035/wha	Magic 106.5	United States	582
8-Mar-2018	WHAT'S NEW IN THE ISLANDS OF THE BAHAMAS THIS SPRING	http://www.lubbockcw.com/story/37682035/wha	The CW Lubbock	United States	665
8-Mar-2018	WHAT'S NEW IN THE ISLANDS OF THE BAHAMAS THIS SPRING	http://www.wmctionnews5.com/story/37682035/wha	WMC Action News 5	United States	166,059
8-Mar-2018	WHAT'S NEW IN THE ISLANDS OF THE BAHAMAS THIS SPRING	http://www.kplctv.com/story/37682035/whats-ne	KPLC 7 News	United States	30,582
8-Mar-2018	WHAT'S NEW IN THE ISLANDS OF THE BAHAMAS THIS SPRING	http://www.wect.com/story/37682035/whats-new	WECT TV6	United States	61,414
8-Mar-2018	WHAT'S NEW IN THE ISLANDS OF THE BAHAMAS THIS SPRING	http://www.fox5vegas.com/story/37682035/wha	FOX5Vegas.com	United States	129,245
8-Mar-2018	WHAT'S NEW IN THE ISLANDS OF THE BAHAMAS THIS SPRING	http://www.fox21delmarva.com/story/37682035/	Fox 21 Delmarva	United States	545
8-Mar-2018	WHAT'S NEW IN THE ISLANDS OF THE BAHAMAS THIS SPRING	http://markets.businessinsider.com/news/stocks	Markets Insider- Business Insider	United States	1,456,703
8-Mar-2018	WHAT'S NEW IN THE ISLANDS OF THE BAHAMAS THIS SPRING	http://www.keyc.com/story/37682035/whats-new	KEYC News 12	United States	19,644
8-Mar-2018	WHAT'S NEW IN THE ISLANDS OF THE BAHAMAS THIS SPRING	http://www.msnewsnow.com/story/37682035/wha	Mississippi News Now	United States	53,880
8-Mar-2018	WHAT'S NEW IN THE ISLANDS OF THE BAHAMAS THIS SPRING	http://www.lgbtv.com/story/37682035/whats-new	LGBTWeddings.com	United States	83
8-Mar-2018	WHAT'S NEW IN THE ISLANDS OF THE BAHAMAS THIS SPRING	http://www.newschannel10.com/story/37682035/	NewsChannel 10	United States	38,834
8-Mar-2018	WHAT'S NEW IN THE ISLANDS OF THE BAHAMAS THIS SPRING	http://www.wbrc.com/story/37682035/whats-new	WBRC FOX6 News	United States	99,297
8-Mar-2018	WHAT'S NEW IN THE ISLANDS OF THE BAHAMAS THIS SPRING	http://www.snitoday.com/story/37682035/whats	SNJ Today	United States	13,168
8-Mar-2018	WHAT'S NEW IN THE ISLANDS OF THE BAHAMAS THIS SPRING	http://www.wtoc.com/story/37682035/whats-new	WTOC.com	United States	38,799
8-Mar-2018	WHAT'S NEW IN THE ISLANDS OF THE BAHAMAS THIS SPRING	http://www.doublet973.com/story/37682035/wha	Double T 97.3	United States	293
8-Mar-2018	WHAT'S NEW IN THE ISLANDS OF THE BAHAMAS THIS SPRING	http://www.1077yesfm.com/story/37682035/wha	107.7 Yes FM	United States	626
8-Mar-2018	WHAT'S NEW IN THE ISLANDS OF THE BAHAMAS THIS SPRING	http://www.nbc12.com/story/37682035/whats-ne	NBC12 - WWBT	United States	183,923
8-Mar-2018	WHAT'S NEW IN THE ISLANDS OF THE BAHAMAS THIS SPRING	http://www.oldies977lubbock.com/story/37682035/	Oldies 97.7	United States	-
8-Mar-2018	WHAT'S NEW IN THE ISLANDS OF THE BAHAMAS THIS SPRING	http://www.wbtv.com/story/37682035/whats-new	WBTV 3 News	United States	131,888
8-Mar-2018	WHAT'S NEW IN THE ISLANDS OF THE BAHAMAS THIS SPRING	http://www.kmov.com/story/37682035/whats-ne	KMOV.com	United States	187,565
8-Mar-2018	WHAT'S NEW IN THE ISLANDS OF THE BAHAMAS THIS SPRING	http://www.krgv.com/story/37682035/whats-new	KRGV.com	United States	30,471
8-Mar-2018	WHAT'S NEW IN THE ISLANDS OF THE BAHAMAS THIS SPRING	http://www.telemundolubbock.com/story/37682035/	Telemundo Lubbock	United States	155
8-Mar-2018	WHAT'S NEW IN THE ISLANDS OF THE BAHAMAS THIS SPRING	http://www.wrcbtv.com/story/37682035/whats-ne	WRCB-TV 3	United States	80,132
8-Mar-2018	WHAT'S NEW IN THE ISLANDS OF THE BAHAMAS THIS SPRING	http://www.valleyvcw.com/story/37682035/whats	The Valley's CW	United States	503
8-Mar-2018	WHAT'S NEW IN THE ISLANDS OF THE BAHAMAS THIS SPRING	http://www.am9501007fm.com/story/37682035/	AM950 1007 FM	United States	-
8-Mar-2018	WHAT'S NEW IN THE ISLANDS OF THE BAHAMAS THIS SPRING	http://www.healthtechnologynet.com/articles/vie	HealthTechnologyNet	United States	319
8-Mar-2018	WHAT'S NEW IN THE ISLANDS OF THE BAHAMAS THIS SPRING	http://www.hawaiinewsnow.com/story/37682035/	Hawaii News Now	United States	320,080
8-Mar-2018	WHAT'S NEW IN THE ISLANDS OF THE BAHAMAS THIS SPRING	http://www.fox34.com/story/37682035/whats-ne	Fox 34	United States	7,717
8-Mar-2018	WHAT'S NEW IN THE ISLANDS OF THE BAHAMAS THIS SPRING	http://www.wandtv.com/story/37682035/whats-r	WandTV.com	United States	27,365
8-Mar-2018	WHAT'S NEW IN THE ISLANDS OF THE BAHAMAS THIS SPRING	http://www.cleveland19.com/story/37682035/wha	Cleveland 19 News	United States	196,396
8-Mar-2018	WHAT'S NEW IN THE ISLANDS OF THE BAHAMAS THIS SPRING	http://www.ksla.com/story/37682035/whats-new	KSLA News 12	United States	45,387
8-Mar-2018	WHAT'S NEW IN THE ISLANDS OF THE BAHAMAS THIS SPRING	http://www.wsiltv.com/story/37682035/whats-ne	WSIL-TV	United States	25,319
8-Mar-2018	WHAT'S NEW IN THE ISLANDS OF THE BAHAMAS THIS SPRING	http://www.nbcrightnow.com/story/37682035/wha	NBC Right Now - KNDO/KNDU	United States	22,528
8-Mar-2018	WHAT'S NEW IN THE ISLANDS OF THE BAHAMAS THIS SPRING	http://www.tulsacw.com/story/37682035/whats-r	TulsaCW.com	United States	2,020
8-Mar-2018	WHAT'S NEW IN THE ISLANDS OF THE BAHAMAS THIS SPRING	http://www.kuam.com/story/37682035/whats-ne	Kuam News	United States	24,500
8-Mar-2018	WHAT'S NEW IN THE ISLANDS OF THE BAHAMAS THIS SPRING	http://www.937theeagle.com/story/37682035/wha	93.7 The Eagle	United States	198
8-Mar-2018	WHAT'S NEW IN THE ISLANDS OF THE BAHAMAS THIS SPRING	http://www.14news.com/story/37682035/whats-ne	14 News	United States	53,905
8-Mar-2018	WHAT'S NEW IN THE ISLANDS OF THE BAHAMAS THIS SPRING	http://www.rfdtv.com/story/37682035/whats-new	RFD-TV	United States	23,696
8-Mar-2018	WHAT'S NEW IN THE ISLANDS OF THE BAHAMAS THIS SPRING	http://www.kait8.com/story/37682035/whats-new	KAIT ABC-8	United States	35,417
8-Mar-2018	WHAT'S NEW IN THE ISLANDS OF THE BAHAMAS THIS SPRING	https://www.globenewswire.com/news-release/2	GlobeNewswire	United States	636,261
8-Mar-2018	WHAT'S NEW IN THE ISLANDS OF THE BAHAMAS THIS SPRING	http://www.abc-7.com/story/37682035/whats-ne	ABC-7.com	United States	19,836
8-Mar-2018	WHAT'S NEW IN THE ISLANDS OF THE BAHAMAS THIS SPRING	http://www.kake.com/story/37682035/whats-new	Kake	United States	56,096
8-Mar-2018	WHAT'S NEW IN THE ISLANDS OF THE BAHAMAS THIS SPRING	https://financial.org/Pages/NewsDetails.aspx?i	Financial	United States	18,820
8-Mar-2018	WHAT'S NEW IN THE ISLANDS OF THE BAHAMAS THIS SPRING	http://www.crossroadstoday.com/story/37682035/	Crossroads Today	United States	34,109
8-Mar-2018	WHAT'S NEW IN THE ISLANDS OF THE BAHAMAS THIS SPRING	http://www.news9.com/story/37682035/whats-ne	Oklahoma's Own	United States	129,893
8-Mar-2018	WHAT'S NEW IN THE ISLANDS OF THE BAHAMAS THIS SPRING	http://hollywoodindustry.digitalmedianet.com/art	Hollywood Industry	United States	293
8-Mar-2018	WHAT'S NEW IN THE ISLANDS OF THE BAHAMAS THIS SPRING	http://www.ktre.com/story/37682035/whats-new	KTRE ABC-9	United States	21,429
8-Mar-2018	WHAT'S NEW IN THE ISLANDS OF THE BAHAMAS THIS SPRING	http://www.hometownstations.com/story/37682035/	Hometownstations.com	United States	10,814
8-Mar-2018	WHAT'S NEW IN THE ISLANDS OF THE BAHAMAS THIS SPRING	http://www.nbc29.com/story/37682035/whats-ne	NBC29 WVIR	United States	58,492
8-Mar-2018	WHAT'S NEW IN THE ISLANDS OF THE BAHAMAS THIS SPRING	http://www.waff.com/story/37682035/whats-new	WAFF 48 News	United States	64,304
8-Mar-2018	WHAT'S NEW IN THE ISLANDS OF THE BAHAMAS THIS SPRING	http://www.wsfa.com/story/37682035/whats-new	WSFA 12 News	United States	93,786
8-Mar-2018	WHAT'S NEW IN THE ISLANDS OF THE BAHAMAS THIS SPRING	http://www.wlox.com/story/37682035/whats-new	WLOX-TV	United States	52,904
8-Mar-2018	WHAT'S NEW IN THE ISLANDS OF THE BAHAMAS THIS SPRING	http://www.wistv.com/story/37682035/whats-ne	WIS News 10	United States	110,042
8-Mar-2018	WHAT'S NEW IN THE ISLANDS OF THE BAHAMAS THIS SPRING	http://www.wave3.com/story/37682035/whats-ne	WAVE 3 News	United States	90,478
8-Mar-2018	WHAT'S NEW IN THE ISLANDS OF THE BAHAMAS THIS SPRING	http://www.mylubbocktv.com/story/37682035/wha	My Lubbock TV	United States	-
8-Mar-2018	WHAT'S NEW IN THE ISLANDS OF THE BAHAMAS THIS SPRING	http://www.4-traders.com/news/WHAT-S-NEW-4	4 Traders	United States	20,160
8-Mar-2018	WHAT'S NEW IN THE ISLANDS OF THE BAHAMAS THIS SPRING	https://www.einpresswire.com/article/43588281	EIN Presswire	United States	15,973
8-Mar-2018	WHAT'S NEW IN THE ISLANDS OF THE BAHAMAS THIS SPRING	http://inpublic.globenewswire.com/2018/03/08/M	GlobeNewswire	United States	5,368

From: Whitney West
To: [Carl Baker](#); [Aidy Alonzo](#); [Jarra Kaczwarra](#)
Cc: [Sydney Dickinson](#); [Erika Larson](#)
Subject: Thank you!
Date: Thursday, March 08, 2018 12:39:21 PM
Attachments: [image001.png](#)

Carl, Aidy & Jarra,

Thank you so much for hosting the Chamber's Prosperity Leadership program. The group said they learned so much and thoroughly enjoyed the presentation and the bus tour. We are greatly appreciative of your time and support. Hope you have a wonderful day and we look forward to seeing all of you again soon.

Most sincerely,
Whitney

Whitney West

Membership Services Coordinator



Address 5520 PGA Blvd, Ste 200, Palm Beach Gardens, FL 33418
Tel 561.748.3954 **Fax** 561.366.2396
Email whitney@pbncchamber.com
Web www.pbncchamber.com



OWNER & CO-PRODUCER OF:

A promotional banner for "ARTFEST by the Sea at Juno Beach" celebrating its 30th Anniversary. The banner features a large, detailed illustration of a sea turtle swimming in the ocean. Text on the banner includes "Palm Beach Gardens Medical Center", "ARTFEST by the Sea at Juno Beach", "30th Anniversary", "MARCH 10 - 11 SAT./SUN. 10AM - 5PM", "On A1A between Donald Ross Rd. & Marcinski Rd. in Juno Beach", "CO-PRODUCED BY PALM BEACH NORTH CHAMBER OF COMMERCE", "Artfestival.com", "Festival Info: (561) 746-6615", "Sponsorships: (561) 746-7111", and "Free Admission" in a green banner. The Hanley Foundation logo is also present.

From: Wiggins, Steve [<mailto:Steve.Wiggins@edwardjones.com>]
Sent: Monday, March 19, 2018 12:00 PM
To: undisclosed.for.privacy <undisclosed.for.privacy@edwardjones.com>
Subject: Thank You

All,

I wanted to take another opportunity to thank each of you and your staffs on behalf of the Navy League Palm Beach Council, for the awesome event our members attended last week!

I have heard nothing but positive feedback and desires to conduct another event in the future. You each run a first rate organization and it showed not only the day of the event but in all efforts leading up to our luncheon.

Thanks again for all you did and we look forward to working with you in the future.

Thank you and best regards,

Steve Wiggins
Financial Advisor
Edward Jones
120 N. Federal Hwy
Lake Worth, FL 33460
561-202-0083 Bus
855-741-7446 Fax

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A HEARTFELT THANK YOU TO ALL THAT MADE ARTIGRAS 2018 A RESOUNDING SUCCESS

The warm temperatures and sunny skies over President's Day weekend brought in record crowds to this year's ArtiGras Fine Art Experienced Festival. Produced by the Palm Beach North Chamber of Commerce and presented by Palm Beach Gardens Medical Center, the 33rd edition of ArtiGras was enjoyed in Palm Beach North, Florida's Prosperity Coast, by both patrons and the 300 participating artists.

A heartfelt thank you to all those who made the festival possible. The Palm Beach North Chamber of Commerce could not produce this event without the support of the artists, patrons, sponsors, volunteers, vendors, and event committee.

"We at the Chamber enjoy creating events that benefit our whole community. ArtiGras brings in artists and patrons from all over the country who stay in our local hotels, eat at our local restaurants and buy gas at our local stations," said Beth Kigel, President and CEO of the Palm Beach North Chamber of Commerce. "In addition, our residents get to enjoy a first-class top-50 fine arts festival in their own backyard."

During the festival, artist Sebastian Coleman from Mount Vernon, Ohio, won Best in Show for his work in glass, while 66 finalists in the Hanley Foundation Youth Art Competition took home ribbons and prizes for their original works of art. Gabrielle Barton from Wellington High School took home best of show for high school entries, while Angelina Pribyl from Wellington Landings Middle School was the middle school honoree for best of show. Dane Martin from Tree Top Academy took home best of show for elementary school student submissions.

ARTIGRAS.ORG



GET THE 2018 COMMEMORATIVE POSTER

Didn't get a chance to get your copy of the 2018 ArtiGras Poster? It's not too late! Visit the [Palm Beach North Chamber of Commerce](#) to purchase one today! [Contact us](#) for more information.

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#ARTIGRAS

**PORT OF PALM BEACH DISTRICT
REQUEST FOR DISCUSSION AND
COMMISSION ACTION**

**CONSENT AGENDA
ITEM F-9**

PREPARED BY: Jarra Kaczwarra Sr. Director of Business Development April 6, 2018
Jackelin Machado Marketing Analyst

SUBJECT: Community Grants

BACKGROUND INFORMATION: The following items are presented for approval and/or ratification:

Donations/Sponsorships

Historical Society of Palm Beach County	Donation	\$100.00
Suncoast Community High School	Donation	\$100.00

Community Grant Events

These organizations have a completed W-9 on file and Port Staff have verified that they have the 501(c)(3) designation.

ADDITIONAL INFORMATION ATTACHED: No _____ Yes X

FINANCIAL IMPACT: These items are funded from the FY18 Operating Budget – Community Grants Line

RECOMMENDATION:

1. The Board is respectfully requested to approve donation of \$100.00 to the Historical Society of Palm Beach County to support free education programs/field trip tours at the Richard and Pat Johnson Palm Beach County.
 2. The Board is respectfully requested to approve donation of \$100.00 to Suncoast Community High School to support Project Graduation.
-

Respectfully Submitted By



Manuel Almira, Executive Director

DATE ACTION TAKEN: _____
Approved: _____
Disapproved: _____
Deferred to: _____
Incorporated into Minutes: _____

Motion by: _____
Seconded by: _____
Unanimous: Yes _____ No _____
By: _____



HISTORICAL SOCIETY of PALM BEACH COUNTY

March 7, 2018

Board of Commissioners
Port of Palm Beach
1 East 11th Street, Suite 600
Riviera Beach, FL 33404

Dear Commissioners,

Thank you for the opportunity to submit this request for a community grant for the Historical Society of Palm Beach County. A grant of \$500 will support field trips for two classes from a Title I public school to visit the Richard and Pat Johnson Palm Beach County History Museum.

Education programs and field-trip tours enhance the Florida history and civics lessons that are taught in our schools according to Florida Sunshine State Standards. Transportation funding for school and summer camp field trips is essential to provide access for all children to participate in a live experience at the Museum.

Field trip funding from the School District of Palm Beach County is typically depleted by mid-year, leaving teachers without resources for experiential learning field trips for the balance of the school year. The HSPBC Project oversees busing funds made available year-round for history/civics education field trips. In the year ending December 31, 2017, we brought 3,602 students and chaperones to the Museum.

Each request to the HSPBC Education Coordinator is reviewed and decided on a first-come, first-served basis. For public schools, a round-trip bus from the School District to the Museum averages about \$250. Any remaining funds will be allocated to bring low-income summer camps to the Museum as an educational indoor enrichment activity.

An investment of \$500 by the Port of Palm Beach will help broaden the horizons of disadvantaged children and share our county's unique 12,000-year history with future generations and the digital world.

For more information or a tour of the current annual exhibition, *Shipwreck: Discovering Lost Treasure*, contact me at 561-832-4164 ext. 106 | hfinch@hspbc.org.

With sincere thanks,

Holly Finca
Director of Advancement and Communications

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RICHARD AND PAT
JOHNSON
PALM BEACH COUNTY
HISTORY
MUSEUM



Suncoast Community High School *an IB World School*

1717 Avenue S, Riviera Beach, FL 33404 561.882.3400
http://www.edline.net/pages/Suncoast_High_School

Principal

Karen Whetsell, M.S.

Assistant Principals

Karen Blumner, Ed. S.

Aaron Keevey, M.Ed.

Amy McEachran-Todd, M.Ed.

Kevin Oates, M.Ed.

Lisa Ralford, Ed. D

Dear Port of Palm Beach Board of Commissioners,

Dr. Jean Landfair Enright

Peyton W. McArthur

Katherine M. Waldron

Blair J. Ciklin

Wayne M. Richards

Suncoast Community High School, located in Riviera Beach is ranked as one of the top public schools in the nation. Our school is a complete school of choice offering 4 magnet programs (Math-Science-Engineering, Computer Science, International Baccalaureate and Innovative Interactive Technology). We have a 100% graduation rate. We are currently working on the graduation celebration-Project Graduation which will be held after graduation on May 24, 2018.

The Project Graduation Committee is currently raising funds to make this event possible. Our goal is to continue to offer an evening of great food, fun and entertainment with the generous support of our community and corporate sponsors. With that in mind, the Suncoast Project Graduation committee would appreciate your consideration of a donation to help offset the cost of this event. All donations are tax deductible. Checks may be made out to Suncoast High School with "Project Graduation" written on the memo.

We thank you for your consideration of supporting our event as we hope to create a safe and enjoyable event celebrating the accomplishment of our graduates.

Sincerely,

Michelle Kepler
Project Graduation Committee 2018
561-722-5573

Federal EIN: 59-3201564



Suncoast Community High School

an IB World School

1717 Avenue S, Riviera Beach, FL 33404 561.882.3400
http://www.edline.net/pages/Suncoast_High_School

Principal
Karen Whetsell, M.S.

Assistant Principals
Karen Blumner, Ed. S.
Aaron Keevey, M.Ed.
Amy McEachran-Todd, M.Ed.

Kevin Oates, M.Ed.
Lisa Raiford, Ed. D

January 12, 2018

Dear Suncoast Families, Businesses and Community Supporters,

Suncoast Community High School's Class of 2018 is made up of 347 amazing graduating seniors. They have worked very hard and are ready to celebrate and take the next step in their life journey.

Statistically, graduation night is noted as one of the worst nights for teenage drug and alcohol-related tragedies. **Project Graduation** was started in Maine in 1980 and ever since has been implemented at many high schools throughout the country to protect the lives of the graduating seniors on graduation night.

Suncoast Community High School has a long-standing tradition of offering a wonderful substance-free celebration for our graduates on the night of graduation. This year we have a safe and fun event planned on May 24, 2018, parent volunteers are working very hard to ensure that this year's event will be an amazing success!

But we need your help...

We do lots of fundraising so that we can provide the celebration free of charge to the graduates. In addition to those funds, we need families, businesses and civic organizations to donate:

- **More Funds**
- **Large gifts for prize drawings**
- **Small gifts and gift cards for prize bags for each graduate who attends**
- **Food, snacks and drinks**

Checks may be made payable to Suncoast High School with "Project Graduation" written on the memo line. **Any amount is greatly appreciated! Businesses who donate \$250 or more and families who contribute \$100 or more will be recognized on the Project Graduation Banner, in school publications and social media (if desired).**

Thank you for your consideration. If you are ready to help or need more information, please contact us! We welcome your ideas.

Suncoast Project Graduation Committee

Michelle Kepler
Email: michellekristenskepler@gmail.com
Phone: 561-722-5573

Laura Smith
Email: laura.smith.pts@gmail.com
Phone: 561-870-7045



Suncoast Community High School

an IB World School

1717 Avenue S, Riviera Beach, FL 33404 561.882.3400
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Karen Blumner, Ed. S.
Aaron Keevey, M.Ed.
Amy McEachran-Todd, M.Ed.

Kevin Oates, M.Ed.
Lisa Raiford, Ed. D

Project Graduation Donation Form

Donations are tax-deductible to the extent allowed by law.

Please keep a copy of this form for your records.

For further details, contact Suncoast Bookkeeper Lynn Gold at 561-882-3400.

Suncoast Solicitor Name: _____

This item was donated by (circle one) The Business or The Suncoast Family

Business Name: _____

Donor or Contact Name: _____
(Please fill in the contact name and address for thank you notes)

Street Address: _____

City: _____ State: _____ Zip: _____

Telephone #: _____ Email: _____

Item: (Detailed description: size, color, dimensions, restrictions and expiration date)

Retail Value: \$ _____ Date Donated: _____

Pickup or Delivery Details: _____

Suncoast Project Graduation Committee

Michelle Kepler
Email: michellekristenskepler@gmail.com
Phone: 561-722-5573

Laura Smith
Email: laura.smith.ptsa@gmail.com
Phone: 561-870-7045

**PORT OF PALM BEACH DISTRICT
REQUEST FOR DISCUSSION AND
COMMISSION ACTION**

**DISTRICT REPORTS
ITEM G-1**

PREPARED BY: Manuel Almira Executive Director April 9, 2018

SUBJECT: **Executive Director's Report**

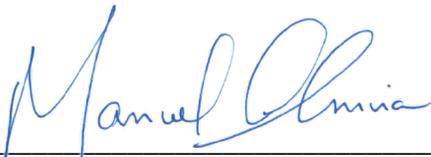
BACKGROUND: An outline of the topics to be reported on at the April 19, 2018 Regular Board Meeting is attached for your review.

ADDITIONAL INFORMATION ATTACHED: No _____ Yes X

FINANCIAL IMPACT: N/A

RECOMMENDATIONS: Informational Item Only.

Respectfully Submitted By:



Manuel Almira, Executive Director

DATE ACTION TAKEN: _____

Approved: _____

Disapproved: _____

Deferred To: _____

Incorporated into Minutes: _____

Motion By: _____

Seconded By: _____

Unanimous: Yes _____ No _____

By: _____

**PORT OF PALM BEACH DISTRICT
EXECUTIVE DIRECTOR'S REPORT
BOARD OF COMMISSIONERS MEETING
April 19, 2018**

Around the Port

- Grand Classica arrival – Inaugural sailing from the Port of Palm Beach on April 13. First time in the Port's history we have had two passenger vessels from the same company under contract.
- I attended the AAPA Spring Conference in Washington, DC on March 20-22. In addition to attending the Conference, I was also able to meet with Congressman Brian Mast and Congressman Alcee Hastings. Additionally, I was requested to join a delegation from other US Seaports to meet with Senator Patty Murray of Washington State to discuss Harbor Maintenance Tax.
- On April 5, the PoPB celebrated AAPA's 3rd Annual Ports Day recognizing port contributions to jobs and the economy. According to IHS Markit's World Trade Service, combined international sea trade moving through Western Hemisphere ports in 2016 totaled 3.49 billion metric tons in volume and US \$3.01 trillion in value. The association recognized the industry's role in creating jobs and propelling the economy in nations they serve across the Americas.
- Policy and Procedures Manual – Will provide an update.
- On March 26, Michael Viveiros of Mad V Studios production company, requested to film an interview with me regarding the history and the future of the JFK Bunker. His company is located in Pawtucket, Rhode Island.
- MPO/TPA – This organization agreed to our counter proposal of \$3,500 to their initial offer of \$5,661 per year for the next five years.

Events

- AAPA – Capital Projects Seminar – Norfolk, VA – May 8-9, 2018
- Florida Ports Council Summer Board Meeting – Orlando, FL – May 23, 2018
- AAPA – Commissioners Seminar – Montreal, Canada – June 19-21, 2018
- Florida Ports Council Annual Board Meeting – St. Petersburg, FL – September 5-6, 2018
- AAPA – 107th Annual Convention – Valparaiso, Chile – October 7-10, 2018

**Port of Palm Beach
Engineer's Report
Commission Meeting | April 19, 2018**

Berth 17 and Paving Project

Construction activity has progressed slowly since the March board meeting.

As the piles for the west and middle dolphin structures testing reports were approved by AECOM for construction of concrete cap, the contractor continued with the scheduled activities related to the construction of the dolphin structures. The contractor completed the steel forms and rebar installation for both structures. As indicated in the March Board Meeting oral presentation, the concrete pour for the middle and west (inner) dolphin structures were completed on March 5 & 6 respectively. The steel forms were removed a week after the pour, with no apparent problems. On March 16 the AECOM's field engineer inspector noticed the middle dolphin structure had chipped concrete areas at water elevation. The inspector managed to get on to a floating barge near the structure and capture underwater photos. The photos revealed that the middle dolphin structure had major concrete defects, with large voids where the reinforcing steel was exposed. Underwater photos of the west (inner) dolphin, showed missing concrete at the bottom of the structure, as well as voids at the lower wall, with both areas exposing rebar. Notices of Non-Conformance were issued by AECOM to LMH for both structures for action to be undertaken immediately.

LMH indicated that they contracted the services of a structural engineer to analyze and determine the action to be undertaken on both structures. No reports have been submitted by LMH, but the contractor submitted a demolition plan for the middle dolphin structure, and began the demolition on Monday, April 9. LMH has not provided any notification in relation to the structural analysis and actions to be taken regarding the west (inner) dolphin structure, as of the date of this report.

In relation to the east (outer) dolphin structure, the piles test results were evaluated by AECOM, determining that the actual capacity of the four driven piles did not meet the required designed requirements. AECOM provided a remediation structural design, which requires two additional piles to be driven in addition to the four already installed on the east dolphin structure location. The remediation drawings were provided to LMH, in order to proceed with the submittal and material procurement process. LMH submitted correspondence indicating that they are not responsible for the additional work required to the east dolphin structure, and that they are entitled for additional compensation for the related work. In the correspondence, they included a change order proposal for this additional work in the amount of \$372,885.83. LMH also indicated that they are currently performing a time impact analysis to determine the effect of this delay and other changes on the critical path of the Project completion. LMH also submitted a claim for additional work related to the pile driving activity. The claims for additional cost is in the amount of \$560,542.15, for cost incurred to fabricate pipe pile plugs, additional pile tests and for down time resulting from pipe piles not reaching capacities. Both claims for additional costs presented by LMH have been denied by the Engineer of Record (AECOM), as LMH is responsible to perform the work in accordance with the contract requirements, which specifically included achieving the design loading criteria for each pile regardless of the type of pile. LMH has not fulfilled its contractual responsibilities related to dolphin piles. (Attached copies of referenced communications).

Upland construction activities have begun with the site work subcontractor beginning working on the sub-base preparation for the asphalt and concrete pavements. LMH personnel are working on the construction of the storm trench drains on the upland side of the west bulkhead wall. All activities have been started, but not on a daily and continuous basis, with a final completion date unknown.

Regarding the substantial completion dates previously agreed by the Contractor for the delivery of the Berth, none of them have been accomplished. LMH has not submitted a revised schedule update incorporating the pending construction work or the issues related to the dolphin's concrete defects on middle and west structures, as well as the additional piles for the east dolphin.

The substantial completion date of the Berth by LMH is uncertain due to the issues previously mentioned. Port's staff has been evaluating all present and future damages, directly and indirectly caused by the project completion delay. The Port could exercise the terms of the Contract, and execute the entitlement to retain Liquidated Damages in order to mitigate present and future Losses related to the project completion delay.

As of the December 2017 pay application draft, LMH invoices indicate that approximately 90% (\$9,238,371.61 to date / \$1,059,934.48 balance of approved modified Contract amount) of the work is complete to date. The contractor has not submitted the final November 2017, December 2017, January 2018, February 2018 and March 2018 pay applications yet.

MOB Demolition and Cargo Area Improvement Project

CH2M submitted the final 100% Bid Ready completed package to the Port on April 9. Port's staff provided review and comments to CH2M for preparation of final document. FPL, AT&T and Fiber have also received the 100% design package to confirm design information regarding concrete vault locations and new infrastructure conduit location and sizes. CH2M has submitted all permit application processes for the Florida Department of Environmental Protection (FDEP) and Florida Department of Health – Storm Water and Water / Sanitary permits for the conversion of the MOB and adjacent parking area into a cargo laydown yard.

The project design and the contract documents are near completion. The permits have been submitted to the respective public agencies and tenant coordination meetings will be scheduled. Port staff was granted authorization by the Board during the March meeting to advertise the request for Bids to qualified construction companies as soon as the design, permitting and tenant coordination is complete. The project is expected to advertise for RFP in the third week of April.

Main Rail Spur Improvement Phase 1

At the October 2017 meeting, the Board of Commissioners approved the Port's Executive Director to execute the Contract Award for the On-Port Rail Facility Expansion Project Phase One construction project to González and Sons Equipment, Inc., lowest responsive and responsible bidder, in the amount of \$971,154.96.

- Contract Amount: \$975,154.96
- Contract Executed: December 15, 2017.
- Notice to Proceed: January 2, 2018.
- Construction Time: 220 days
- ORIGINAL Project Completion Date: August 2018.

- On Friday, January 19, 2018, Port staff submitted the Permit Letter and Application Form to the City Building Division Office. The City provided an invoice for permit related fees on the valuation of work being performed, to be paid by the Port in order to issue a Building Permit. The invoice for permit related fees is in the amount of \$18,137.42. On Friday, March 2, Port Staff submitted the payment for the permit fees. Permit issued by the City of Riviera Beach on Thursday, April 5, 2018.

The submittal and approval process has been completed. Procurement and delivery of materials is underway, with all the rail sections and concrete ties delivered to the construction staging area. Pending material delivery in order to begin the construction activities are the turnouts, which are expected to be delivered by April 13.

- Update: Project Completion Date: July 2018.

Maintenance Dredging of the Channel and Turning Basing - US Army Corps of Engineers

- US ARMY CE provided final hydrographic survey of the harbor on March 27, survey reflects some accumulation of sand (shoaling) on the channel due to the nor'easter weather received.
- Port's staff met with US ARMY CE engineer Bryan Merrill and the Palm Beach Pilots on Tuesday April 3, to discuss the impact of the shoaling on the Port's vessel traffic.
- Pilots expressed their concerns of the shoaling happening too soon after the maintenance dredging completion, and the future critical effects of the normal shoaling that will continue over time.
- Merrill indicated that the ACOE will initiate the coordination for the request for an emergency dredging of the channel.
- Port sent correspondence to the ACOE, COL Jason Kirk on April 10, requesting the emergency dredging, along with Pilots' letter. (Attached copies of referenced communications)

Berth 1 Bulkhead Improvement Project

- Permits:
 - FDEP permit has been approved and received.
 - US Army Corps of Engineers
 - Approved permit received. March 28, the US Army Corp of Engineers issued a letter for the authorization by Nationwide Permit (NWP) Number 3 for the *Berth 1 Bulkhead Reconstruction* project under the file number SAJ-1990-03372(NW-LCK).
 - As part of the special conditions for the verification, a coral relocation must be completed of all healthy stony corals greater than 10 centimeters in diameter through a mitigation process.
 - Based on the coral survey report prepared by Coastal Eco-Group Inc for CH2MHill, there is an estimated potential total of 313 colonies over 10 centimeters, which will be required to be relocated to a mitigation reef prior to the reconstruction of the Berth.
 - The Port and CH2M will identify the potential receiver sites for the coral relocation like the Town of Palm Beach's mitigation reef or to an alternate artificial reef receiver site, and the cost associated with this mitigation.



100 Hancock St. Suite 901
Quincy, MA 02171
Ph : 617-845-8000

a Cmc Company



Letter of Transmittal

To: Karen Brandon
AECOM
2090 Palm Beach Lakes Blvd
Suite 600
West Palm Beach, FL 33409
Ph: 561-515-3907 Fax: 561-689-8531

Transmittal #: 536
Date: 3/7/2018
Job: 16-00-004 Port of Palm Beach Berth 17

Subject: 1604 POPB Berth 17 - East Dolphin Additional Piles

WE ARE SENDING YOU Attached Under separate cover via None the following items:
 Shop drawings Prints Plans Samples
 Copy of letter Change order Specifications Other

Document Type	Copies	Date	No.	Description
Letter	1	3/7/18		East Dolphin Additional Piles

THESE ARE TRANSMITTED as checked below:

- For approval Approved as submitted Resubmit ___ copies for approval
- For your use Approved as noted Submit ___ copies for distribution
- As requested Returned for corrections Return ___ corrected prints
- For review and comment Other
- FOR BIDS DUE PRINTS RETURNED AFTER LOAN TO US

Remarks:

Copy To:

From: Andromda Scott (LM Heavy Civil Construcion)

Signature: _____



March 7, 2018

Port of Palm Beach District
301 Broadway
Riviera Beach, FL 33404

Attention: Ms. Karen Brandon, P.E.
AECOM Operations Manager

Reference: Port of Palm Beach District
Berth 17 Project

Subject: Pipe Pile Capacities
PCN 33 Additional Two Piles at East Dolphin No. 3

Dear Ms. Brandon,

LM Heavy Civil Construction, LLC (LMH) has attached to this letter a change order cost proposal to add piles to the East Dolphin. LMH received a revised design from AECOM on February 15, 2018 requesting that two additional piles be added to the East Dolphin. LMH cost for this additional work is Three hundred and Seventy-Two thousand Eight hundred and Eighty-Five dollars and Eighty-Three cents (\$372,885.83).

The Four East Dolphin piles driven, are well below the design expectations and do not provide the required Dolphin capacities. Consequently, AECOM added two additional piles to compensate for the low capacities. These two additional piles have been added to the scope of work to attain a design criterion that LMH has no responsibility or control of.

404 E Atlantic Boulevard, Suite 101 | Pompano Beach, FL 33060

P: 754-218-0200 | F: 754-218-0201 | Toll Free: 855-LMHEAVY | Estimating Fax: 754-218-0201

www.LMHeavyCivil.com | Email: info@lmheavycivil.com

An Equal Opportunity Employer



LMH is currently performing a time impact analysis to determine the effect of this delay and other changes on the critical path of Project completion and will share the results with Port of Palm Beach District as soon as the analysis is complete. As such, the extent of the delay is unknown at this time, LMH reserves its right to request additional time associated with this delay as well as to finalize any time-related cost resulting from this delay. Such costs and time requests will be submitted under separate cover.

We appreciate your reasonable indulgence in allowing us additional time to prepare and compile the proposal(s).

LMH has included all information available to it at this time. LMH hereby specifically reserves its right to supplement this Notice with any further information as it becomes available.

Should you have any questions, please do not hesitate to contact LMH at (754) 218-0200.

Sincerely,
LM Heavy Civil Construction, LLC

Philippe Hewes
Project Manager

Enc.



**RECAPITULATION
CHART**

Date: March 7, 2018

Est. #	PCN 033
Rev. #	1

East Dolphin Two Additional Pipe Pile

1	Labor (Direct Costs)		<u>\$79,714.90</u>
2	Materials		<u>\$42,122.00</u>
3	Equipment		<u>\$129,554.03</u>
3A	Subtotal (Labor + Materials + Equipment)		<u>\$251,390.93</u>
4	Overhead (0% of Line 3A)		
5	Insurance and Payroll Taxes		<u>9342.59</u>
5A	Workers Compensation		<u>\$4,655.35</u>
6	Health, Welfare & Benefits on Labor		<u>\$23,915.56</u>
6A	Subtotal (Lines 3A+4+5+5A+6)		<u>\$289,304.43</u>
7	Profit % of Line 6A	15.00%	<u>\$43,395.66</u>
7A	Subtotal (Lines 6A+7)		<u>\$332,700.09</u>
8	Subcontractor Total		<u>\$34,756.00</u>
9	5% of Line 8		<u>\$1,737.80</u>
9A.	Subtotal (Lines 7A+8+9)		<u>\$369,193.89</u>
10	Bond 1% of Line 9A		<u>\$3,691.94</u>
11	Grand Total		<u>\$372,885.83</u>

UNIT PRICE QTY LS



Insurance & Payroll Taxes	
Federal FICA	7.31%
Federal Unemployment (FUTA)	0.92%
State Unemployment (SUTA)	3.49%
State Health	
Workers Compensation	5.84%
TOTAL	17.56%

Health & Welfare and Other Benefits			
Trade	Hours	Rate	Total
FL - Laborer	268.00	\$6.19	\$1,658.92
MA - Laborer Z2		\$21.70	
MA - Laborer Z3		\$18.53	
MA-Pile Driver	242.00	\$34.38	\$8,319.96
FL - Iron Worker		\$12.09	
FL1809-Pile Dr/Carpe	1128.00	\$10.36	\$11,686.08
FL - Operator	242.00	\$9.30	\$2,250.60
MA - Operator		\$26.76	
MA - Operator O/T		\$1.50	
		\$10.36	
		\$26.43	
Equipment Hours	1720.00		
TOTAL	1880.00		\$23,915.56

CO # PCN 033
 Rev. # 1

PROJECT: POPB Berth 17
 OWNER: Port of Palm Beach Berth 17

Date: 3/7/2018

DESCRIPTION OF WORK: East Dolphin Two Additional Pipe Pile

K:\Jobs\LM1085\08-16-00-004 Port of Palm Beach Berth 17\Cost\Change Order\033 Pipe Pile Capacities\1404 PCN 033 2 Additional Pipe Pile Capacities 3.xls\Berap

Description	Labor		Total Qty.	Unit	Unit Price	Totals				
	No.	Hours				Labor	Equip.	Mat'ls	Subs.	Other
Revise WEAP Analysis for 36" Pipe Pile	1	1.00	1.00	LS	\$750.00				\$750.00	
Purchase Pipe Piles	1	1.00	1.00	LS	\$33,122.00			\$33,122.00		
Load and Offload False Work and Pipe Piles - Fab False Work and Pipe Piles										
SUPERINTENDENT	1	96.00	96.00	HR	\$100.00	\$9,600.00				
PILE DRIVER FOREMAN - MA	1	96.00	96.00	HR	\$48.70	\$4,675.20				
PILE DRIVER FOREMAN-MA-OT	1	12.00	12.00	HR	\$73.05	\$876.60				
PILE DRIVER FOREMAN-MA-DT				HR	\$73.05					
PILE DRIVER FOREMAN -FL	1	96.00	96.00	HR	\$33.00	\$3,168.00				
PILE DRIVER FOREMAN-FL-OT	1	12.00	12.00	HR	\$49.50	\$594.00				
PILE DRIVER FOREMAN-FL-DT				HR	\$37.80					
PILE DRIVER JOURNEYMAN	2	96.00	192.00	HR	\$25.20	\$4,838.40				
PILE DRIVER JOURNEYMAN-OT	2	12.00	24.00	HR	\$37.80	\$907.20				
PILE DRIVER JOURNEYMAN-DT				HR	\$37.95					
PILE DRIVER WELDER	2	96.00	192.00	HR	\$25.70	\$4,934.40				
PILE DRIVER WELDER-OT	2	12.00	24.00	HR	\$38.55	\$925.20				
PILE DRIVER WELDER-DT				HR	\$34.50					
OPERATOR CL-1	1	96.00	96.00	HR	\$33.58	\$3,223.68				
OPERATOR-FL-OT	1	12.00	12.00	HR	\$50.37	\$604.44				
OPERATOR-FL-DT				HR	\$50.37					
F250 Foreman Truck 2014	2	96.00	192.00	HR	\$29.79		\$5,719.68			
Link-Belt LS-248H	1	64.00	64.00	HR	\$249.99		\$15,999.36			
Mobro MB602	1	64.00	64.00	HR	\$105.68		\$6,763.64			
Mobro MB201	1	64.00	64.00	HR	\$93.35		\$5,974.55			
Roller Pipe Welding Table	1	12.00	12.00	DY	\$500.00		\$6,000.00			
Portable Welder 400amp	2	108.00	216.00	HR	\$8.36		\$1,805.76			
Weld Inspector	1	8.00	8.00	HR	\$95.00				\$760.00	
Paint Epoxy	1	1.00	1.00	LS	\$200.00		\$200.00			
Welding Supplies	1	1.00	1.00	LS	\$500.00		\$500.00			
Pipe Plugs Materials	1	1.00	1.00	LS	\$1,000.00		\$1,000.00			
Universal Eng Drill/Prep Pile for PDA	1	1.00	1.00	LS	\$550.00				\$550.00	
Tractor + Flat bed Trailer	1	16.00	16.00	LS	\$110.00				\$1,760.00	
Install False Work and Drive Piles										
SUPERINTENDENT	1	120.00	120.00	HR	\$100.00	\$12,000.00				
PILE DRIVER FOREMAN - MA	1	120.00	120.00	HR	\$48.70	\$5,844.00				
PILE DRIVER FOREMAN-MA-OT	1	14.00	14.00	HR	\$73.05	\$1,022.70				
PILE DRIVER FOREMAN-MA-DT				HR	\$73.05					
PILE DRIVER FOREMAN -FL	1	120.00	14.00	HR	\$33.00	\$462.00				
PILE DRIVER FOREMAN-FL-OT	1	14.00	14.00	HR	\$49.50	\$693.00				
PILE DRIVER FOREMAN-FL-DT				HR	\$37.80					
PILE DRIVER JOURNEYMAN	2	120.00	240.00	HR	\$25.20	\$6,048.00				
PILE DRIVER JOURNEYMAN-OT	2	14.00	28.00	HR	\$37.80	\$1,058.40				

CO #	PCN 033
Rev. #	1

PROJECT: POPB Berth 17
 OWNER: Port of Palm Beach Berth 17

Date: 3/7/2018

DESCRIPTION OF WORK: East Dolphin Two Additional Pipe Pile

K:\Jobs\LM1085\08-16-09-004 Port of Palm Beach Berth 17\Cost\Change Order\033 Pipe Pile Capacities\1404 PCN 033 2 Additional Pipe Pile Capacities 3.xls\Berap

Description	Labor		Total Qty.	Unit	Unit Price	Totals				
	No.	Hours				Labor	Equip.	Mat'ls	Subs.	Other
PILE DRIVER JOURNEYMAN-DT				HR	\$37.95					
PILE DRIVER WELDER	2	120.00	240.00	HR	\$25.70	\$6,168.00				
PILE DRIVER WELDER-OT	2	14.00	28.00	HR	\$38.55	\$1,079.40				
PILE DRIVER WELDER-DT				HR	\$34.50					
OPERATOR CL-1	1	120.00	120.00	HR	\$33.58	\$4,029.60				
OPERATOR-FL-OT	1	14.00	14.00	HR	\$50.37	\$705.18				
LABOR JOURNEYMAN	2	120.00	240.00	HR	\$15.75	\$3,780.00				
LABOR JOURNEYMAN OT	2	14.00	28.00	HR	\$23.63	\$661.50				
F250 Foreman Truck 2014	2	120.00	240.00	HR	\$29.79		\$7,149.60			
Link-Belt LS-248H	1	120.00	120.00	HR	\$249.99		\$29,998.80			
Mobro MB602	1	120.00	120.00	HR	\$105.68		\$12,681.82			
Mobro MB201	1	120.00	120.00	HR	\$93.35		\$11,202.27			
Portable Welder 400amp	2	120.00	240.00	HR	\$8.36		\$2,006.40			
HPSI 500 Hyd Vibratory Hammer	1	40.00	40.00	HR	\$141.89		\$5,675.60			
HPSI 500 Standby	1	88.00	88.00	HR	\$67.89		\$5,974.32			
Pileco D30-32	1	40.00	40.00	HR	\$119.30		\$4,772.00			
Pileco D30-32	1	88.00	88.00	HR	\$86.70		\$7,629.60			
Universal Eng Drill/Prep Pile for PDA	4	1.00	4.00	DY	\$1,500.00				\$6,000.00	
Universal Eng Drill PDA Report	1	1.00	1.00	EA	\$500.00				\$500.00	
Universal Foundation Certification	1	1.00	1.00	EA	\$1,000.00				\$1,000.00	
Manatee Observer	1	2.00	2.00	HR	\$750.00				\$1,500.00	
Divers Rough Cut Piles ST	1	16.00	16.00	HR	\$198.00				\$3,168.00	
Fabricate and Weld Additional Form Chairs										
PILE DRIVER FOREMAN -FL	1	8.00	8.00	HR	\$33.00	\$264.00				
PILE DRIVER WELDER	2	8.00	16.00	HR	\$25.70	\$411.20				
Portable Welder 400amp	1	8.00	8.00	HR	\$8.36		\$66.88			
Steel Plate Material	1	1.00	1.00	LS	\$1,000.00			\$1,000.00		
Divers Weld Additional Form Chairs ST	1	32.00	32.00	HR	\$198.00				\$6,336.00	
Divers Weld Additional Form Chairs ST OT	1	16.00	16.00	HR	\$256.00				\$4,096.00	
Purchase Rebar Tie Spiral and Fab Bottom Plate for Piles										
IRON WORKER FOREMAN	1	16.00	16.00	HR	\$25.30	\$404.80				
IRON WORKER JOURNEYMAN	2	16.00	32.00	HR	\$23.00	\$736.00				
Spiral Galvanized Rebar Cage	1	1.00	1.00	LS	\$2,000.00			\$2,000.00		
Steel Bottom Plate	1	1.00	1.00	LS	\$500.00			\$500.00		
Portable Welder 400amp	1	16.00	16.00	HR	\$8.36		\$133.76			
EFCO Redesign	1	1.00	1.00	LS	\$1,000.00			\$2,000.00		
FGG Redesign	1	1.00	1.00	LS	\$2,000.00				\$2,000.00	

CO #	PCN 033
Rev. #	1

PROJECT: POPB Berth 17
 OWNER: Port of Palm Beach Berth 17

Date: 3/7/2018

DESCRIPTION OF WORK: East Dolphin Two Additional Pipe Pile

K:\Jobs\LM1085\08-16-00-004 Port of Palm Beach Berth 17\Cost\Change Order\033 Pipe Pile Capacities\1604 PCN 033 2 Additional Pipe Pile Capacities 3.xls\Berap

Description	Labor		Total Qty.	Unit	Unit Price	Totals				
	No.	Hours				Labor	Equip.	Mat'ls	Subs.	Other
Repair Epoxy and Install Denso Tape and Sleeve 2 Piles										
Divers Wrap and Install Denso Tape	1	32.00	32.00	HR	\$198.00				\$6,336.00	
Denso Tape & Sleeve	1	1.00	1.00	LS	\$1,200.00			\$1,200.00		
Epoxy Coating Repair Material	1	1.00	1.00	LS	\$600.00			\$600.00		
TOTALS						\$79,714.90	\$129,554.03	\$42,122.00	\$34,756.00	



**RECAPITULATION
CHART**

Date: March 5, 2018

Est. #	PCN 033
Rev. #	

East Dolphin Two Additional Pipe Pile

1	Labor (Direct Costs)		<u>\$79,714.90</u>
2	Materials		<u>\$42,122.00</u>
3	Equipment		<u>\$105,502.51</u>
3A	Subtotal (Labor + Materials + Equipment)		<u>\$227,339.41</u>
4	Overhead (0% of Line 3A)		
5	Insurance and Payroll Taxes		<u>9342.59</u>
5A	Workers Compensation		<u>\$4,655.35</u>
6	Health, Welfare & Benefits on Labor		<u>\$23,915.56</u>
6A	Subtotal (Lines 3A+4+5+5A+6)		<u>\$265,252.91</u>
7	Profit % of Line 6A	15.00%	<u>\$39,787.94</u>
7A	Subtotal (Lines 6A+7)		<u>\$305,040.85</u>
8	Subcontractor Total		<u>\$34,756.00</u>
9	5% of Line 8		<u>\$1,737.80</u>
9A	Subtotal (Lines 7A+8+9)		<u>\$341,534.65</u>
10	Bond 1% of Line 9A		<u>\$3,415.35</u>
11	Grand Total		<u>\$344,949.99</u>

UNIT PRICE QTY LS



Insurance & Payroll Taxes	
Federal FICA	7.31%
Federal Unemployment (FUTA)	0.92%
State Unemployment (SUTA)	3.49%
State Health	
Workers Compensation	5.84%
TOTAL	17.56%

Health & Welfare and Other Benefits			
Trade	Hours	Rate	Total
FL - Laborer	268.00	\$6.19	\$1,658.92
MA - Laborer Z2		\$21.70	
MA - Laborer Z3		\$18.53	
MA-Pile Driver	242.00	\$34.38	\$8,319.96
FL - Iron Worker		\$12.09	
FL1809-Pile Dr/Carp	1128.00	\$10.36	\$11,686.08
FL - Operator	242.00	\$9.30	\$2,250.60
MA - Operator		\$26.76	
MA - Operator O/T		\$1.50	
		\$10.36	
		\$26.43	
Equipment Hours	1464.00		
TOTAL	1880.00		\$23,915.56

CO # PCN 033
 Rev. # 0

PROJECT: POPB Berth 17
 OWNER: Port of Palm Beach Berth 17

Date: 3/5/2018

DESCRIPTION OF WORK: East Dolphin Two Additional Pipe Pile

K:\0803\18-00-004 Port of Palm Beach Berth 17\Cost\Charge Orders\033 Pipe Pile Capacities\1604 PCN 033 2 Additional Pipe Pile Capacities 2.xls\Recap

Description	Labor		Total Qty.	Unit	Unit Price	Totals				
	No.	Hours				Labor	Equip.	Mat'ls	Subs.	Other
Revise WEAP Analysis for 36" Pipe Pile	1	1.00	1.00	LS	\$750.00				\$750.00	
Purchase Pipe Piles	1	1.00	1.00	LS	\$33,122.00			\$33,122.00		
Load and Offload False Work and Pipe Piles - Fab False Work and Pipe Piles										
SUPERINTENDENT	1	96.00	96.00	HR	\$100.00	\$9,600.00				
PILE DRIVER FOREMAN - MA	1	96.00	96.00	HR	\$48.70	\$4,675.20				
PILE DRIVER FOREMAN-MA-OT	1	12.00	12.00	HR	\$73.05	\$876.60				
PILE DRIVER FOREMAN-MA-DT				HR	\$73.05					
PILE DRIVER FOREMAN -FL	1	96.00	96.00	HR	\$33.00	\$3,168.00				
PILE DRIVER FOREMAN-FL-OT	1	12.00	12.00	HR	\$49.50	\$594.00				
PILE DRIVER FOREMAN-FL-DT				HR	\$37.80					
PILE DRIVER JOURNEYMAN	2	96.00	192.00	HR	\$25.20	\$4,838.40				
PILE DRIVER JOURNEYMAN-OT	2	12.00	24.00	HR	\$37.80	\$907.20				
PILE DRIVER JOURNEYMAN-DT				HR	\$37.95					
PILE DRIVER WELDER	2	96.00	192.00	HR	\$25.70	\$4,934.40				
PILE DRIVER WELDER-OT	2	12.00	24.00	HR	\$38.55	\$925.20				
PILE DRIVER WELDER-DT				HR	\$34.50					
OPERATOR CL-1	1	96.00	96.00	HR	\$33.58	\$3,223.68				
OPERATOR-FL-OT	1	12.00	12.00	HR	\$50.37	\$604.44				
OPERATOR-FL-DT				HR	\$50.37					
F250 Foreman Truck 2014	2	96.00	192.00	HR	\$29.79		\$5,719.68			
Link-Belt LS-248H	1	64.00	64.00	HR	\$249.99		\$15,999.36			
Mobro MB602	1	64.00	64.00	HR	\$105.68		\$6,763.64			
Mobro MB201	1	64.00	64.00	HR	\$93.35		\$5,974.55			
Roller Pipe Welding Table	1	12.00	12.00	DY	\$500.00		\$6,000.00			
Portable Welder 400amp	2	108.00	216.00	HR	\$8.36		\$1,805.76			
Weld Inspector	1	8.00	8.00	HR	\$95.00				\$760.00	
Paint Epoxy	1	1.00	1.00	LS	\$200.00		\$200.00			
Welding Supplies	1	1.00	1.00	LS	\$500.00		\$500.00			
Pipe Plugs Materials	1	1.00	1.00	LS	\$1,000.00		\$1,000.00			
Universal Eng Drill/Prep Pile for PDA	1	1.00	1.00	LS	\$550.00				\$550.00	
Tractor + Flat bed Trailer	1	16.00	16.00	LS	\$110.00				\$1,760.00	
Install False Work and Drive Piles										
SUPERINTENDENT	1	120.00	120.00	HR	\$100.00	\$12,000.00				
PILE DRIVER FOREMAN - MA	1	120.00	120.00	HR	\$48.70	\$5,844.00				
PILE DRIVER FOREMAN-MA-OT	1	14.00	14.00	HR	\$73.05	\$1,022.70				
PILE DRIVER FOREMAN-MA-DT				HR	\$73.05					
PILE DRIVER FOREMAN -FL	1	120.00	14.00	HR	\$33.00	\$462.00				
PILE DRIVER FOREMAN-FL-OT	1	14.00	14.00	HR	\$49.50	\$693.00				
PILE DRIVER FOREMAN-FL-DT				HR	\$37.80					

CO # PCN 033
 Rev. # 0

PROJECT: POPB Berth 17
 OWNER: Port of Palm Beach Berth 17

Date: 3/5/2018

DESCRIPTION OF WORK: East Dolphin Two Additional Pipe Pile

K:\Projects\14-000004 Port of Palm Beach Berth 17\Draw\Change Orders\033 Pipe Pile Capacities\1504 PCN 033 2 Additional Pipe Pile Capacities 2.tbl\Recap

Description	Labor		Total Qty.	Unit	Unit Price	Totals				
	No.	Hours				Labor	Equip.	Mat'ls	Subs.	Other
PILE DRIVER JOURNEYMAN	2	120.00	240.00	HR	\$25.20	\$6,048.00				
PILE DRIVER JOURNEYMAN-OT	2	14.00	28.00	HR	\$37.80	\$1,058.40				
PILE DRIVER JOURNEYMAN-DT				HR	\$37.95					
PILE DRIVER WELDER	2	120.00	240.00	HR	\$25.70	\$6,168.00				
PILE DRIVER WELDER-OT	2	14.00	28.00	HR	\$38.55	\$1,079.40				
PILE DRIVER WELDER-DT				HR	\$34.50					
OPERATOR CL-1	1	120.00	120.00	HR	\$33.58	\$4,029.60				
OPERATOR-FL-OT	1	14.00	14.00	HR	\$50.37	\$705.18				
LABOR JOURNEYMAN	2	120.00	240.00	HR	\$15.75	\$3,780.00				
LABOR JOURNEYMAN OT	2	14.00	28.00	HR	\$23.63	\$661.50				
F250 Foreman Truck 2014	2	120.00	240.00	HR	\$29.79		\$7,149.60			
Link-Belt LS-248H	1	120.00	120.00	HR	\$249.99		\$29,998.80			
Mobro MB602	1	120.00	120.00	HR	\$105.68		\$12,681.82			
Mobro MB201	1	120.00	120.00	HR	\$93.35		\$11,202.27			
Portable Welder 400amp	2	120.00	240.00	HR	\$8.36		\$2,006.40			
Universal Eng Drill/Prep Pile for PDA	4	1.00	4.00	DY	\$1,500.00				\$6,000.00	
Universal Eng Drill PDA Report	1	1.00	1.00	EA	\$500.00				\$500.00	
Universal Foundation Certification	1	1.00	1.00	EA	\$1,000.00				\$1,000.00	
Manatee Observer	1	2.00	2.00	HR	\$750.00				\$1,500.00	
Divers Rough Cut Piles ST	1	16.00	16.00	HR	\$198.00				\$3,168.00	
Fabricate and Weld Additional Form Chairs										
PILE DRIVER FOREMAN -FL	1	8.00	8.00	HR	\$33.00	\$264.00				
PILE DRIVER WELDER	2	8.00	16.00	HR	\$25.70	\$411.20				
Portable Welder 400amp	1	8.00	8.00	HR	\$8.36		\$66.88			
Steel Plate Material	1	1.00	1.00	LS	\$1,000.00			\$1,000.00		
Divers Weld Additional Form Chairs ST	1	32.00	32.00	HR	\$198.00				\$6,336.00	
Divers Weld Additional Form Chairs ST OT	1	16.00	16.00	HR	\$256.00				\$4,096.00	
Purchase Rebar Tie Spiral and Fab Bottom Plate for Piles										
IRON WORKER FOREMAN	1	16.00	16.00	HR	\$25.30	\$404.80				
IRON WORKER JOURNEYMAN	2	16.00	32.00	HR	\$23.00	\$736.00				
Spiral Galvanized Rebar Cage	1	1.00	1.00	LS	\$2,000.00			\$2,000.00		
Steel Bottom Plate	1	1.00	1.00	LS	\$500.00			\$500.00		
Portable Welder 400amp	1	16.00	16.00	HR	\$8.36		\$133.76			
EFCO Redesign	1	1.00	1.00	LS	\$1,000.00			\$2,000.00		
FGG Redesign	1	1.00	1.00	LS	\$2,000.00				\$2,000.00	

CO # PCN 033
 Rev. # 0

PROJECT: POPB Berth 17
 OWNER: Port of Palm Beach Berth 17

Date: 3/5/2018

DESCRIPTION OF WORK: East Dolphin Two Additional Pipe Pile

K:\Jobs\M_OB\08 18-00-004 Port of Palm Beach Berth 17\Cost\Change Orders\033 Pipe Pile Capacities\1604 PCN 033 2 Additional Pipe Pile Capacities 2.xls\Recap

Description	Labor		Total Qty.	Unit	Unit Price	Totals				
	No.	Hours				Labor	Equip.	Mat'ls	Subs.	Other
Repair Epoxy and Install Denso Tape and Sleeve 2 Piles										
Divers Wrap and Install Denso Tape	1	32.00	32.00	HR	\$198.00				\$6,336.00	
Denso Tape & Sleeve	1	1.00	1.00	LS	\$1,200.00			\$1,200.00		
Epoxy Coating Repair Material	1	1.00	1.00	LS	\$600.00			\$600.00		
TOTALS						\$79,714.90	\$105,502.51	\$42,122.00	\$34,756.00	

***** QUOTE ORDER *****

National Tool Supply
 a Division of Colony Hardware
 5725 W. Hallandale Beach Blvd
 West Park, FL 33023
 Phone: 954-963-7222 Fax: 954-987-1204

Quote #: 290869
 Quoted: 12/21/17
 Expires: 01/20/18
 Branch: 39

SOLD TO: N1974 LM HEAVY CIVIL CONST. LLC 100 HANCOCK ST. SUITE 901 QUINCY, MA 02171	SHIP TO: 2 LM HEAVY CIVIL CONST. LLC PORT OF PALM BCH-BERTH 17 270 MARTIN LUTHER KING DR RIVIERA BEACH, FL 33404
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Via: OUR TRUCK Taken By: JGC Cust PO#:
 Quoted To: PARICK / DAVIDE Sls Rep : 390 Terms : NET 30 DAYS
 Site Phone: Job No. : PORT OF PALM BEACH

LINE	ITEM / DESCRIPTION	CATALOG	QTY	UM	UNIT PRICE	PC	EXTENSION
001	SEASHIELD2000HD TEMPORARY		352	EA	17.99	EA	6332.48
002	FREIGHT COMMON CARRIER ABOVE SYSTEM INCLUDES: SEASHIELD MARINE TAPE (55% OVERLAP)- 5 CASES (6" X 33' 12ROLLS/CASE) SEASHIELD DENSO PASTES105 2 CASES (4 X 5.5 LB. TUBS/CASE) SEASHIELD 2000HD OUTERCOVERS (80 MIL HPDE):6 EA. 332' DIA. X 7' 2000HD 316SS BOLTS (60 EA),NUTS (60 EA),WASHERS (120 EA.)INCL 10% EXTRA		1	EA	375.00	EA	375.00
							NOTE: DELIVERY CHARGES (IF ANY) ARE NOT INCLUDED.
						SUB TOTAL	6707.48
						SALES TAX	443.27
						-----	-----
						TOTAL	7150.75

PRINTED: 12/21/17 3:47 PM USER ID: JGC

QUOTE EXPIRES: 01/20/18

PIPE DIAMETER 36"
 PIPE CIRCUMFERENCE = $113.10'' / 12 = 9.42 LF$
 $10' (9.42') = 94.20 SF.$
 ROLL = 16.50 SF.
 ACTUAL DUE TO OVERLAP = 7.43 SF.
 ROLLS # $94.20 / 7.43 = 12.68$ ROLLS
 20% WASTE $1.2(12.68) = 15$ ROLLS

$7150.75 / 6 = 1,191.79$



ECOLOGICAL ASSOCIATES, INC.
P.O. BOX 405
JENSEN BEACH, FLORIDA 34958

COST PROPOSAL – December 7, 2017

PROJECT NAME: Port of Palm Beach Manatee Observer
 (EAI Project No. 17-1512)

CLIENT: Mr. Ivey Spivey
 LM Heavy Civil Construction, LLC
 Phone: (863) 697-1646
 Email: iveyh66@gmail.com

PROJECT DESCRIPTION: Provision of an experienced manatee observer to meet permit requirements during construction of Berth #17 at the Port of Palm Beach in Palm Beach County, Florida. Based on information provided by LM Heavy Civil Construction, LLC repairs are ongoing and will continue five to six days per week, Monday-Saturday for approximately 1 to 2 months, barring weather or mechanical delays. EAI will provide one experienced manatee observer for up to 10 daylight hours each day while in or on-water operations are taking place. The observer will be positioned on either the vessel performing the repairs, a stationary land-based platform, or on another vessel stationed in the vicinity of the work area, as mutually agreed upon by LM Heavy Civil Construction, LLC and EAI. Costs for services without the use of an EAI observation vessel are presented below.

PROJECT DURATION: Up to two months, beginning on December 11, 2017.

MOBILIZATION: EAI has personnel available to commence manatee observing beginning December 11, 2017 if required and terms are acceptable.

PROJECT COSTS: All tasks shall be performed at the costs indicated below, inclusive of all labor, materials, and travel.

Task	Description	Charge
1	Manatee Observer without EAI vessel¹	
	Full Day (daily rate) ²	\$750.00
	Partial Day (daily rate) ³	\$500.00

¹Rates apply to each day that an observer must be available for the project. No charges will be assessed on days when EAI is advised at least 24 hours in advance that the construction crew will not be working and no observers will be needed.

²Full days include days when the manatee observer is on site for more than 4 hours, up to

December 7, 2017

10 hours.

³Partial days include days when the manatee observer is on site for less than 4 hours and days when EAI does not receive at least 24 hour advance notification that no observers will be needed.

PRICES FIRM: The prices quoted above are offered for a period of 30 days. Once an agreement is entered into with EAI for the services described herein, costs will remain fixed through project completion.

BILLING: Charges for services will be billed monthly for the duration of the project.

TERMS: Net 30 days.

EARLY TERMINATION: EAI's services may be terminated at any time by providing seven (7) days written notice. There is no penalty for early termination. Only charges accrued to the effective date of termination will be assessed.

LATE PAYMENT: Invoices shall be considered **PAST DUE** if payment is not received by EAI within 30 calendar days of the invoice date. Any unpaid balances for other than disputed charges will draw interest at the rate of one and one-half percent (1½ %) per month commencing 30 days after the date of invoice.

DISPUTED CHARGES: EAI shall be notified in writing of any disputed amount within 10 calendar days after receipt of invoice; otherwise all invoice charges will be considered acceptable and correct.

ENTITLEMENT: EAI is entitled to all reasonable costs, including attorney's fees, associated with the collection of past due charges.

Emailed 12/28/17

86078



B.M.J Towing

414 S. Parrott Avenue, Suite A
Okeechobee, Florida 34974
(863) 763-2845



AUTH. BY Ivy Spivy	START TIME	END TIME	AM PM	DATE 10/6/17
BREAKDOWN VEHICLE HAMMER/Power Puck	YEAR	COLOR		
UNIT PROBLEM Transport	MILEAGE	LOADED		
BREAKDOWN LOC. L-28 Canal	m/m 425			
FINAL DESTINATION Port of Balm Beach				
TOW TRUCK # 88	DRIVER Mitch			
ENDING MILEAGE	LICENSE NUMBER	STATE		
BEGINNING MILEAGE	V.I.N.			
TOTAL MILEAGE	PO#	RO#		
PAYER LMH Construction	Keys			
STREET				
CITY - ST - ZIP				Yes No

OWNER'S NAME

ADDRESS

CREDIT CARD EXP. DATE APPROVAL NO

# TOW VEHS	# MEN	# RECOVERY HRS
HOOKUP	STOR	@
MILES 8 HR @ 110.00	MISC	
ROAD SERVICE	ADMIN. FEE	
RECOVERY	PAID OUT	
LABOR	SUB TOTAL	➔
WAITING TIME	TAX	
2ND TOW	TOTAL	➔ 880.00

SPECIAL COMMENTS

754-202-7371

FLORIDA PIPE & STEEL, INC.

6903 VISTA PARKWAY NORTH SUITE 1
WEST PALM BEACH, FL. 33411
561 642-1811 Fax 561 642-7431

Quote 18988

2/21/2018

LMHCI MB (617) 845-8061

LM HEAVY CIVIL CONSTRUCTION, LLC
100 HANCOCK ST SUITE 901
QUINCY, MA
02171-

Ship VIA: Truck PO # Terms: TBD Sales Person: MB

FOB: Port of Palm Beach Job Name Port of Palm Beach

Quantity	Units	Description	Price	Amount
260	ft	36"OD x .625w Surplus steel Pipe x 65'	\$120.00	\$31,200.00

Sub Total \$31,200.00
Tax \$1,922.00
Total with Tax \$33,122.00

Comments:

Confirming to John-

This is for 4 pieces of 36"OD x .625w Surplus steel pipe fabricated into 65' lengths. Pipe will have a FBE / ARO coating on OD. 3-4 midwelds. All welds will be shop sub arch with full penetration weld on the ID and OD by certified welder.

Pipe will have a minimum yield of 70,000 ksi

Please allow 3 weeks to fabricate and deliver.

Price includes delivery to Riviera Beach, FL. Pipe is subject to prior sale.

Thank you for the opportunity to quote.....Matt Bower

A1604

JAN 08 2013



5561 Florida Mining Boulevard South, Jacksonville, FL 32257 • Phone: 904.296.0757 • Fax: 904.296.0748

INVOICE

Remit To: P.O. Box 25316, Tampa, FL 33622-5316

November 30, 2017

Project No: 0950.1700029.0000

Invoice No: 00283768

LM Heavy Civil Construction
100 Hancock Street
Suite 901
Quincy, MA 02171

Terms: Net 30 days
We accept American Express, Visa,
Master Card, Discover, and ACH

Project 0950.1700029.0000 Port of Palm Beach Berth 17 PDA - Rivier
Location:

Professional Services through November 30, 2017

Unit Billing

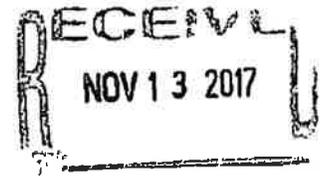
Foundation Certifications per Bent (Inner and Middle Dolphin)	2.0 Each @ 500.00	* 1,000.00	
PDA Data Analysis & Report per pile	12.0 Each @ 500.00	* 6,000.00	
PDA Testing Day Rate (10/31, 11/2, 11/3, 11/4, 11/5, 11/6, 11/7, 11/8, 11/9, 11/10, 11/11, 11/12, 11/13, 11/14, 11/15, 11/16, 11/17, 11/21)	13.0 Days @ 1,500.00	* 19,500.00	
Pile Inspector - (11/4, 11/5, 11/7, 11/8)	5.0 Days @ 1,500.00	7,500.00	
WEAP and Report New Hammer (9/13, 10/25)	4.0 ^{Day} hours @ 550.00	* 2,200.00	
	2.0 each @ 750.00	1,500.00	
Total Units		37,700.00	37,700.00
	Total this Invoice		\$37,700.00

Thank you for your business!

Please contact Josh Adams with any invoice questions - 904-296-0757



A-1017



Service Invoice

Bill To: LM Heavy Civil Construction, LLC
 100 Hancock Street, Suite 901
 Quincy, Massachusetts - 02171, United States

Invoice #	Service Period Date
10094	10/31/2017

Attention: Philippe Hewes (accounts payable@lmheavycivil.com)

Invoice Date
11/09/2017

Due Date
12/10/2017

P.O. Number	Terms	TSF Project / Job #	Project / Job Name
1604/PO 021946	Net 30	7112-16-203	Port of Palm Beach-Berth 17 and Paving

Testing

Report No	Report Date	Description	Quantity	Rate	Amount (\$)
<i>Port of Palm Beach-Berth 17 and Paving</i>					
307	10/02/2017	Senior Technician-Sample/Cylinders Pick-up - hour	1	65.00	65.00
308	10/03/2017	Concrete Compressive Strength Test - hour	2	50.00	100.00
309	10/04/2017	Senior Technician-Sample/Cylinders Pick-up - hour	1	65.00	65.00
310	10/06/2017	Nuclear Density Test - hour (minimum 2)	2	50.00	100.00
311	10/06/2017	Engineering Technician/Soils & Concrete - hour	2	65.00	130.00
312	10/06/2017	Nuclear Density Test - hour (minimum 2)	2	50.00	100.00
313	10/06/2017	Engineering Technician/Soils & Concrete - hour	0.5	65.00	32.50
314	10/09/2017	Nuclear Density Test - hour (minimum 2)	2	50.00	100.00
315	10/09/2017	Engineering Technician/Soils & Concrete - hour	1	65.00	65.00
316	10/13/2017	Mortar Compressive Strength Test - hour	2	50.00	100.00
317	10/14/2017	Mortar Compressive Strength Test - hour	2	50.00	100.00
318	10/16/2017	Mortar Compressive Strength Test - hour	2	50.00	100.00
319	10/17/2017	Mortar Compressive Strength Test - hour	2	50.00	100.00
321	10/19/2017	Ultrasonic Weld Testing - hour	5.5	95.00	522.50
322	10/20/2017	Ultrasonic Weld Testing - hour	5	* 95.00	475.00
323	10/21/2017	Ultrasonic Weld Testing - hour (OT)	4.5	142.50	641.25
324	10/23/2017	Ultrasonic Weld Testing - hour	4	95.00	380.00
325	10/28/2017	Concrete Compressive Strength Test - hour	2	50.00	100.00
326	10/28/2017	Concrete Compressive Strength Test - hour	2	50.00	100.00
327	10/28/2017	Concrete Compressive Strength Test - hour	2	50.00	100.00

Reports 332 are not existing in sequence and have been deleted from the system.

Work Performed By : Tierra South Florida, Inc. - West Palm Beach, Florida - Phone: (561) 687-8539

REMIT TO ADDRESS:
 Tierra South Florida, Inc.
 P.O. Box 1734
 Oldsmar, FL 34677



Service Invoice

Bill To: LM Heavy Civil Construction, LLC
 100 Hancock Street, Suite 901
 Quincy, Massachusetts - 02171, United States

Invoice #	Service Period Date
10094	10/31/2017

Attention: Philippe Hewes (accountspayable@lmheavycivil.com)

Invoice Date
11/09/2017

Due Date
12/10/2017

P.O. Number	Terms	TSF Project / Job #	Project / Job Name
1604/PO 021946	Net 30	7112-16-203	Port of Palm Beach-Berth 17 and Paving

Report No	Report Date	Description	Quantity	Rate	Amount (\$)
328	10/28/2017	Concrete Compressive Strength Test - hour	2	50.00	100.00
329	10/28/2017	Concrete Compressive Strength Test - hour	2	50.00	100.00
330	10/28/2017	Concrete Compressive Strength Test - hour	2	50.00	100.00
331	10/28/2017	Concrete Compressive Strength Test - hour	2	50.00	100.00
333	10/28/2017	Engineering Technician/Soils & Concrete - hour	8	65.00	520.00
334	10/28/2017	Engineering Technician/Soils & Concrete - hour	7.25	65.00	471.25
335	10/30/2017	Senior Technician-Sample/Cylinders Pick-up - hour	1	65.00	65.00
336	10/26/2017	Ultrasonic Weld Testing - hour	4.5	95.00	427.50
337	10/28/2017	Ultrasonic Weld Testing - hour (OT)	5	142.50	712.50
338	10/31/2017	Engineering Technician/Soils & Concrete - hour	7	65.00	455.00
339	10/31/2017	Concrete Compressive Strength Test - hour	2	50.00	100.00
340	10/31/2017	Concrete Compressive Strength Test - hour	2	50.00	100.00
341	10/31/2017	Concrete Compressive Strength Test - hour	2	50.00	100.00
342	10/31/2017	Concrete Compressive Strength Test - hour	2	50.00	100.00
344	10/31/2017	Ultrasonic Weld Testing - hour	4	95.00	380.00

Inspections

Reports 332 are not existing in sequence and have been deleted from the system.

Work Performed By : Tierra South Florida, Inc. - West Palm Beach, Florida - Phone: (561) 687-8539

REMIT TO ADDRESS:
 Tierra South Florida, Inc.
 P.O. Box 1734
 Oldsmar, FL 34677

Invoice

#1604

MOBRO Marine, Inc.

GREEN COVE SPRINGS
 MOBRO MARINE
 606 LEONARD C TAYLOR PKWY
 GREEN COVE SPRINGS, FL 32043
 904-284-9670

REMIT TO: MOBRO MARINE, INC.
 P.O. BOX 986
 GREEN COVE SPRINGS, FL 32043
 904-284-9670

INVOICE #	51030114
LOCATION	51
DATE	10/27/17 08:42:24
PAGE	1 OF 2

BILL TO

061990
 LM HEAVY CIVIL CONSTRUCTION
 100 HANCOCK STREET
 SUITE 901
 QUINCY, MA 021171

SHIP TO

LM HEAVY CIVIL CONSTRUCTION
 RIVIERA BEACH, FL
 786-590-1260

RECEIVED
 OCT 31 2017

MAKE		MODEL		SERIAL NUMBER	
ORDER NUMBER	ORDER DATE	SALES REP	CUSTOMER P/O NUMBER	PAYMENT TERMS	
51015347	09/27/17	555 /	1604-24810	NET 30	
JOB NUMBER	WRITTEN BY		CONTACT	SHIP VIA	
	TRICIA KRAMER		PAUL SENA	TUGBOAT	

PRODUCT / DESCRIPTION	QUANTITY OPEN	QUANTITY SHIPPED	QUANTITY BACKORDERED	PRICE	U/M	EXTENSION
BARG 128X32X9 RNT BARGE 128X32X9 From 10/26/17 To 11/25/17 Material Still On Rent 1 MO 12500.00 Rental Unit#: 100602 Serial #: MB 602 (2) 60' X 20" SPUDS (2) SPUD PINS (2) 32' X 7' STEEL RAMPS CONCRETE DECK / BINWALLS (6) SOLAR LIGHTS W/STANDS	1	1	0	12,500.00	MO	12,500.00
PULL H-25 RNT PULLMASTER H-25 WINCH SINGLE DRUM HYD From 10/26/17 To 11/25/17 Material Still On Rent 1 MO 2500.00 Rental Unit#: 3904094 Serial #: 114094	1	1	0	2,500.00	MO	2,500.00
PULL H-25 RNT PULLMASTER H-25 WINCH SINGLE DRUM HYD From 10/26/17 To 11/25/17	1	1	0	2,500.00	MO	2,500.00

Continued

Invoice

MOBRO Marine, Inc.

GREEN COVE SPRINGS
 MOBRO MARINE
 606 LEONARD C TAYLOR PKWY
 GREEN COVE SPRINGS, FL 32043
 904-284-9670

REMIT TO: MOBRO MARINE, INC.
 P.O. BOX 986
 GREEN COVE SPRINGS, FL 32043
 904-284-9670

INVOICE #	51030114
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 100 HANCOCK STREET
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 QUINCY, MA 021171

SHIP TO

LM HEAVY CIVIL CONSTRUCTION
 RIVIERA BEACH, FL
 786-590-1260

MAKE		MODEL		SERIAL NUMBER
ORDER NUMBER	ORDER DATE	SALES REP	CUSTOMER P/O NUMBER	PAYMENT TERMS
51015347	09/27/17	555 /	1604-24810	NET 30
JOB NUMBER	WRITTEN BY		CONTACT	SHIP VIA
	TRICIA KRAMER		PAUL SENA	TUGBOAT

PRODUCT / DESCRIPTION	QUANTITY OPEN	QUANTITY SHIPPED	QUANTITY BACKORDERED	PRICE	U/M	EXTENSION
-----------------------	---------------	------------------	----------------------	-------	-----	-----------

Material Still On Rent

1 MO 2500.00

Rental Unit#: 3903651 Serial #: 113651

DATE RECEIVED	12/13/17
PO NUMBER	024744
JOB NUMBER:	1604
COST CODE:	500010
APPROVED BY:	<i>Jeff Carson</i>

A SERVICE CHARGE 1-1/2% PER MONTH WILL BE CHARGED ON ALL PAST DUE ACCOUNTS.

MERCHANDISE TOTAL	HANDLING	MISC CHARGE	TAX	FREIGHT	DEPOSIT AMOUNT	DEPOSIT APPLIED	INVOICE TOTAL
17,500.00	0.00	0.00	1,100.00	IN 0.00 OUT 0.00	0.00	0.00	18,600.00

18,600 / 176 = 105.68

Invoice

A1604

MOBRO Marine, Inc.

GREEN COVE SPRINGS
 MOBRO MARINE
 606 LEONARD C TAYLOR PKWY
 GREEN COVE SPRINGS, FL 32043
 904-284-9670

REMIT TO: MOBRO MARINE, INC.
 P.O. BOX 986
 GREEN COVE SPRINGS, FL 32043
 904-284-9670

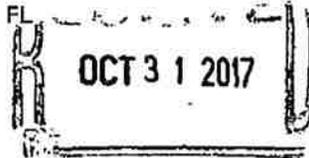
INVOICE #	51030113
LOCATION	51
DATE	10/27/17 08:42:24
PAGE	1 OF 2

BILL TO

061990
 LM HEAVY CIVIL CONSTRUCTION
 100 HANCOCK STREET
 SUITE 901
 QUINCY, MA 021171

SHIP TO

LM HEAVY CIVIL CONSTRUCTION
 RIVIERA BEACH, FL
 786-590-1260



MAKE			MODEL			SERIAL NUMBER		
ORDER NUMBER	ORDER DATE	SALES REP	CUSTOMER P/O NUMBER			PAYMENT TERMS		
51015346	09/27/17	555 /	1604-24810			NET 30		
JOB NUMBER	WRITTEN BY		CONTACT			SHIP VIA		
	TRICIA KRAMER		PAUL SENA			TUGBOAT		

PRODUCT / DESCRIPTION	QUANTITY OPEN	QUANTITY SHIPPED	QUANTITY BACKORDERED	PRICE	U/M	EXTENSION
-----------------------	---------------	------------------	----------------------	-------	-----	-----------

BARG 120X50X8 RNT	1	1	0	10,500.00	MO	10,500.00
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BARGE 120X50X8

From 10/26/17 To 11/25/17

Material Still On Rent

1 MO 10500.00

Rental Unit#: 100201 Serial #: MOBRO 201

(2) 60' SPUDS

(2) SPUD PINS

(22) 12' X 5' X 1' MATS

(6) SOLAR LIGHTS W/STANDS

AMER 9260 RNT	1	1	0	21,000.00	MO	21,000.00
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AMERICAN 9260

CRAWLER CRANE

From 10/26/17 To 11/25/17

Material Still On Rent

1 MO 21000.00

Rental Unit#: 3915794 Serial #: GS15794

(1) ANVIL BUCKET

(1) HEADACHE BALL

CLYDE FRAME 6 WINCH RNT	1	1	0	5,000.00	MO	5,000.00
--------------------------------	---	---	---	----------	----	----------

CLYDE FRAME 6 WINCH

From 10/26/17 To 11/25/17

Continued

Invoice

MOBRO Marine, Inc.

GREEN COVE SPRINGS
 MOBRO MARINE
 606 LEONARD C TAYLOR PKWY
 GREEN COVE SPRINGS, FL 32043
 904-284-9670

REMIT TO: MOBRO MARINE, INC.
 P.O. BOX 986
 GREEN COVE SPRINGS, FL 32043
 904-284-9670

INVOICE #	51030113
LOCATION	51
DATE	10/27/17 08:42:24
PAGE	2 OF 2

BILL TO

061990
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 100 HANCOCK STREET
 SUITE 901
 QUINCY, MA 021171

SHIP TO

LM HEAVY CIVIL CONSTRUCTION
 RIVIERA BEACH, FL
 786-590-1260

MAKE		MODEL		SERIAL NUMBER	
ORDER NUMBER	ORDER DATE	SALES REP	CUSTOMER P/O NUMBER	PAYMENT TERMS	
51015346	09/27/17	555 /	1604-24810	NET 30	
JOB NUMBER	WRITTEN BY		CONTACT	SHIP VIA	
	TRICIA KRAMER		PAUL SENA	TUGBOAT	

PRODUCT / DESCRIPTION	QUANTITY OPEN	QUANTITY SHIPPED	QUANTITY BACKORDERED	PRICE	U/M	EXTENSION
-----------------------	---------------	------------------	----------------------	-------	-----	-----------

Material Still On Rent

1 MO 5000.00
 Rental Unit#: 39983376 Serial #: 5183376

DATE RECEIVED:	12/13/17
PO NUMBER:	024744
JOB NUMBER:	1604
COST CODE:	500010
APPROVED BY:	<i>Jeff Conroy</i>

A SERVICE CHARGE 1-1/2% PER MONTH WILL BE CHARGED ON ALL PAST DUE ACCOUNTS.

MERCHANDISE TOTAL	HANDLING	MISC CHARGE	TAX	FREIGHT	DEPOSIT AMOUNT	DEPOSIT APPLIED	INVOICE TOTAL
36,500.00	0.00	0.00	2,240.00	IN 0.00 OUT 0.00	0.00	0.00	38,740.00
<i>15,500</i>			<i>930</i>				<i>16,430</i>
<i>16,430 / 176 = 93.35</i>							



Underwater Engineering Services, Inc.
UESI FCIM# 52-2405175

3306 Enterprise Road, Ste. 103
Fort Pierce, Florida 34982
Tel: (772) 337-3116
Fax: (772) 337-0294

Steve Harrington
LM Heavy Civil Construction, LLC
4440 PGA Boulevard
Suite 600
Palm Beach Gardens, FL 33410

January 10, 2018
Project No: COM-2017297.00
Invoice No: 7297-01
Due Date: February 9, 2018

Project COM-2017297.00 LM Heavy Civil Dive Support Port of Palm Beach

Provide underwater support as needed

Professional Services from December 20, 2017 to December 30, 2017

Reimbursable Expenses

Travel

12/20/2017	Suntrust Bankcard, N.A.	JL ExxonMobil Fuel	11.00
12/20/2017	Suntrust Bankcard, N.A.	JL ExxonMobil Fuel	25.00
12/21/2017	Suntrust Bankcard, N.A.	JL Cumberland Farms Fuel	46.00
12/22/2017	Suntrust Bankcard, N.A.	JL Pilot Fuel	27.20
12/22/2017	Suntrust Bankcard, N.A.	JL Pilot Fuel	8.55
12/22/2017	Suntrust Bankcard, N.A.	JL Travelodge 12/21-12/22	165.18
12/27/2017	Suntrust Bankcard, N.A.	JL RaceTrac Fuel	6.00
12/29/2017	Suntrust Bankcard, N.A.	JL RaceTrac Fuel	36.00
12/30/2017	Suntrust Bankcard, N.A.	JL Travelodge 12/26-12/29	330.36
1/4/2018	Suntrust Bankcard, N.A.	JL Marathon Petro Fuel 12/22	62.48

Materials and Supplies

12/20/2017	Materials From Stock	Oxygen (7 @ \$27.47 ea)	192.29
12/20/2017	Materials From Stock	Burning Rods (162 @ \$3.19 ea)	516.78
12/21/2017	Materials From Stock	Burning Rods (195 @ \$3.19 ea)	622.05
12/21/2017	Materials From Stock	Oxygen (4 @ \$27.47 ea)	109.88
12/22/2017	Materials From Stock	Oxygen (5 @ \$27.47 ea)	137.35
12/22/2017	Materials From Stock	Burning Rods (130 @ \$3.19 ea)	414.70
12/22/2017	Materials From Stock	Torch Collets	55.16
12/26/2017	Materials From Stock	Oxygen \$5 @ \$27.47 ea)	137.35
12/26/2017	Materials From Stock	Rods (110 @ \$2.43 ea)	267.30
12/27/2017	Douglas Pneumatics Co.	Chisel Jumbo	30.00
12/27/2017	Douglas Pneumatics Co.	Collar/Lower Sleeve	60.00
12/27/2017	Sunbelt Rentals	Jack Hammer/Rock Drill	157.00
12/27/2017	Suntrust Bankcard, N.A.	JL Home Depot Tool Oil	14.57
12/27/2017	Douglas Pneumatics Co.	Bushings/Bumper Orange	25.50
12/27/2017	Douglas Pneumatics Co.	Small Chisel Bit	18.00
12/28/2017	Douglas Pneumatics Co.	Chisel Round 18"	26.00
12/28/2017	Douglas Pneumatics Co.	Bumper Orange	25.50
12/28/2017	Douglas Pneumatics Co.	Chisel Jumbo 12"	31.90
12/28/2017	Douglas Pneumatics Co.	Lower Sleeve Split	29.00
12/29/2017	Douglas Pneumatics Co.	Bumper Orange	8.50
12/29/2017	Douglas Pneumatics Co.	Lower Sleeve	30.00
12/29/2017	Douglas Pneumatics Co.	Upper Sleeve	30.00
12/30/2017	Douglas Pneumatics Co.	Chisel Round 12"	18.00

Instructions to Remit Payment by Wire

For Credit To: Signature Bank (631) 962-7370 ABA# 026013576

For Further Credit To: Underwater Engineering Services, Inc.

Account No.: #1501829729

Please Reference Invoice Number

Project	COM-2017297.00	LM Heavy Civil Dive Support Port of Palm	Invoice	7297-01
12/30/2017	Materials From Stock	Large Spring	5.00	
12/30/2017	Douglas Pneumatics Co.	Bumper Orange	25.50	
12/30/2017	Douglas Pneumatics Co.	Lower Sleeve Split	29.00	
	Total Reimbursables	1.1 times	3,734.10	4,107.51

Unit Billing

12/20/2017	3-Man Team (Mon-Fri)	8.0 Hours @ 198.00	1,584.00
12/21/2017	3-Man Team (Mon-Fri)	8.0 Hours @ 198.00	1,584.00
12/22/2017	3-Man Team (Mon-Fri)	8.0 Hours @ 198.00	1,584.00
12/26/2017	3-Man Team (Mon-Fri)	16.0 Hours @ 198.00	3,168.00
12/27/2017	3-Man Team (Mon-Fri)	16.0 Hours @ 198.00	3,168.00
12/28/2017	3-Man Team (Mon-Fri)	16.0 Hours @ 198.00	3,168.00
12/29/2017	3-Man Team (Mon-Fri)	16.0 Hours @ 198.00	3,168.00
12/20/2017	3-Man Team OT (>8hrs, wknds, hol)	5.0 Hours @ 256.00	1,280.00
12/22/2017	3-Man Team OT (>8hrs, wknds, hol)	1.0 Hour @ 256.00	256.00
12/26/2017	3-Man Team OT (>8hrs, wknds, hol)	2.5 Hours @ 256.00	640.00
12/27/2017	3-Man Team OT (>8hrs, wknds, hol)	5.0 Hours @ 256.00	1,280.00
12/28/2017	3-Man Team OT (>8hrs, wknds, hol)	5.0 Hours @ 256.00	1,280.00
12/29/2017	3-Man Team OT (>8hrs, wknds, hol)	5.0 Hours @ 256.00	1,280.00
12/30/2017	3-Man Team OT (>8hrs, wknds, hol)	20.0 Hours @ 256.00	5,120.00
12/20/2017	Additional Supervisor - OT	1.0 Hour @ 85.00	85.00
12/21/2017	Additional Supervisor - OT	1.0 Hour @ 85.00	85.00
12/22/2017	Additional Supervisor - OT	1.0 Hour @ 85.00	85.00
12/20/2017	Mileage	122.0 Miles @ 0.65	79.30
12/21/2017	Mileage	244.0 Miles @ 0.65	158.60
12/22/2017	Mileage	244.0 Miles @ 0.65	158.60
12/26/2017	Mileage	366.0 Miles @ 0.65	237.90
12/27/2017	Mileage	244.0 Miles @ 0.65	158.60
12/28/2017	Mileage	374.0 Miles @ 0.65	243.10
12/29/2017	Mileage	244.0 Miles @ 0.65	158.60
12/30/2017	Mileage	244.0 Miles @ 0.65	158.60
12/20/2017	Mobilize	1.0 Each @ 400.00	400.00
12/26/2017	Mobilize	1.0 Each @ 400.00	400.00
12/20/2017	Travel (2-Man Crew)	1.0 Hour @ 98.00	98.00
12/21/2017	Travel (2-Man Crew)	3.0 Hours @ 98.00	294.00
12/22/2017	Travel (2-Man Crew)	1.0 Hour @ 98.00	98.00
12/26/2017	Travel (2-Man Crew)	2.0 Hours @ 98.00	196.00
12/27/2017	Travel (2-Man Crew)	4.0 Hours @ 98.00	392.00
12/28/2017	Travel (2-Man Crew)	4.0 Hours @ 98.00	392.00
12/29/2017	Travel (2-Man Crew)	4.0 Hours @ 98.00	392.00
12/30/2017	Travel (2-Man Crew)	2.0 Hours @ 98.00	196.00
12/21/2017	Per Diem per Man	1.0 Each @ 40.00	40.00
12/22/2017	Per Diem per Man	1.0 Each @ 40.00	40.00
12/26/2017	Per Diem per Man	2.0 Each @ 40.00	80.00
12/27/2017	Per Diem per Man	2.0 Each @ 40.00	80.00
12/28/2017	Per Diem per Man	2.0 Each @ 40.00	80.00
12/29/2017	Per Diem per Man	2.0 Each @ 40.00	80.00

Instructions to Remit Payment by Wire

For Credit To: Signature Bank (631) 962-7370 ABA# 026013576

**For Further Credit To: Underwater Engineering Services, Inc.
Account No.: #1501829729**

Please Reference Invoice Number

Project	COM-2017297.00	LM Heavy Civil Dive Support Port of Palm	Invoice	7297-01
12/22/2017	Travel (3-Man Crew)	1.0 Hour @ 147.00	147.00	
12/26/2017	Travel (3-Man Crew)	2.0 Hours @ 147.00	294.00	
12/30/2017	Travel (3-Man Crew)	2.0 Hours @ 147.00	294.00	
12/30/2017	#15 Chipper	9.0 Each @ 50.00	450.00	
12/30/2017	185 Air Compressor	4.0 Days @ 100.00	400.00	
12/30/2017	5000 psi Pressure Washer	4.0 Days @ 50.00	200.00	
12/30/2017	Rivet Buster	8.0 Each @ 65.00	520.00	
12/30/2017	Surface Supplied Dive Package	13.0 Days @ 75.00	975.00	
12/30/2017	UW Burning Package	4.0 Days @ 150.00	600.00	
12/30/2017	Work Truck	16.0 Each @ 75.00	1,200.00	
	Total Units	1.0 times	38,506.30	38,506.30

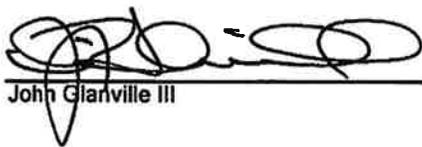
Retainage

Current Retainage	4,261.38 (10.00 % of 42,613.81)	-4,261.38
Retainage-To-Date	4,261.38	

Total this Invoice \$38,352.43

Billings to Date

	Current	Prior	Total
Expense	4,107.51	0.00	4,107.51
Unit	38,506.30	0.00	38,506.30
Totals	42,613.81	0.00	42,613.81

Authorized By: 
 John Glanville III

Date: 1/10/18

Instructions to Remit Payment by Wire
For Credit To: Signature Bank (631) 962-7370 ABA# 026013576
For Further Credit To: Underwater Engineering Services, Inc.
Account No.: #1501829729
Please Reference Invoice Number

Beyel Brothers Inc.
Post Office Box 236246
Cocoa, FL 32923-6246
(321) 632-2000 Ph.
(321) 631-0371 Fax

Invoice 234946
Invoice Date: November 12, 2017
Customer: LMH001
Job No : WW-114041
Salesperson: MIKE COGGINS
Ordered By: PHILLIP

LM HEAVY CIVIL CONSTRUCTION
100 HANCOCK STREET, SUITE #901
QUINCY, MA 02171
USA

Job Site :
Port of Palm Beach - Piles
West Palm Beach, FL

Terms: NET10

Customer P.O. No: 021566
Work Performed : BARE RENTAL OF 200 TON CRAWLER CRANE

Date	Description	Unit No	Qty Unit Meas	Rate	Extension
11/12/2017 to 12/11/2017	200 TON CRAWLER CRANE	320	1.00 Months	\$17,800.00 T	\$17,800.00

T=Taxable Taxable Amount: \$17,800.00

Subtotal:	\$17,800.00
FL Sales Tax-Palm Beach County:	\$1,118.00
Total Invoice:	\$18,918.00

Beyel Brothers, Inc. reports to Dun & Bradstreet. For immediate credit, please make sure to include your Beyel Customer number with payment.

OPERATING COST.

$$18,918 / 176 = 107.49 / HR$$
$$112.50 / HR$$

$$249.99$$

Beyel Brothers Inc.
Post Office Box 236246
Cocoa, FL 32923-6246
(321) 632-2000 Ph.
(321) 631-0371 Fax

Invoice 234946
Invoice Date: November 12, 2017
Customer: LMH001
Job No : WW-114041
Salesperson: MIKE COGGINS
Ordered By: PHILLIP

LM HEAVY CIVIL CONSTRUCTION
100 HANCOCK STREET, SUITE #901
QUINCY, MA 02171
USA

Job Site :
Port of Palm Beach - Piles
West Palm Beach, FL

Terms: NET10

Customer P.O. No: 021566
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11/12/2017 to 12/11/2017	200 TON CRAWLER CRANE	320	1.00	Months	\$17,800.00 T	\$17,800.00

T=Taxable Taxable Amount: \$17,800.00

Subtotal: \$17,800.00
FL Sales Tax-Palm Beach County: \$1,118.00
Total Invoice: \$18,918.00

Beyel Brothers, Inc. reports to Dun & Bradstreet. For immediate credit, please make sure to include your Beyel Customer number with payment.

Job 1604
PC 200200

D. Marinilli
13FEB18

Rental Rate Blue Book®

September 14, 2016

Link-Belt LS-248H SERIES II

Crawler Mounted Lattice Boom Cranes



Size Class:

150.0 - 200.9 MTons

Weight:

324,217 lbs.
Configuration for LS-248H SERIES II

Maximum Lift Capacity	181.4 mt	Boom Base Length	50 ft
Net Horsepower	266 hp	Power Mode	Diesel

Blue Book Rates

** FHWA Rate is equal to the monthly ownership cost divided by 176 plus the hourly estimated operating cost.

	Ownership Costs				Estimated Operating Costs Hourly	FHWA Rate** Hourly
	Monthly	Weekly	Daily	Hourly		
Published Rates	\$36,760.00	\$10,295.00	\$2,575.00	\$385.00	\$142.50	\$351.36
Adjustments						
Region (Florida: 97.4%)	(\$955.76)	(\$267.67)	(\$66.95)	(\$10.01)		
Model Year (1999: 93.3%)	(\$2,398.88)	(\$671.83)	(\$168.04)	(\$25.12)		
Ownership (100%)	-	-	-	-		
Operating (100%)						
Total:	\$33,405.36	\$9,355.50	\$2,340.01	\$349.87	\$142.50	\$332.30

Rate Element Allocation

Element	Percentage	Value
Depreciation (ownership)	29%	\$10,660.40/mo
Overhaul (ownership)	49%	\$18,012.40/mo
CFC (ownership)	10%	\$3,676.00/mo
Indirect (ownership)	12%	\$4,411.20/mo
Fuel (operating) @ 2.78	17%	\$24.40/hr

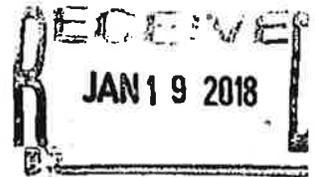
Revised Date: 1st Half 2016

Johnbro

A1604



INVOICE



Invoice No.: LMH001
Customer No: LMH
Date: 11/15/17

4316 New River Hills Parkway
Suite 8
Valrico, FL 33596
Tel: (813)-643-3459
Fax: (813)-643-6029

BILL TO

LM Heavy Civil Construction, LLC
4440 PGA Boulevard #600
Palm Beach Gardens FL 33410
Attn: Mr. Francesco Sidoti
Tel: 754-581-2074

QTY	QTY UM	DESCRIPTION	UNIT RATE	TOTAL
8 ✓	HR	Work on 10/16 and 10/20	\$ 950.00	\$ 7,600.00 ✓
17 ✓	HR	Work on 10/23, 10/24, 10/25, 10/26, 10/27	\$ 950.00	\$ 16,150.00 ✓
6 ✓	HR	Work on 11/1 and 11/3	\$ 950.00	\$ 5,700.00 ✓
8 ✓	HR	Work on 11/6, 11/7, 11/9, 11/10, 11/11	\$ 950.00	\$ 7,600.00
24 ✓	Days	Pipe Roller Rental 10/16 through 11/11	\$ 500.00	\$ 12,000.00
			\$ -	\$ -
			\$ -	\$ -

Subtotal \$ 49,050.00
 Taxable \$ -
 Tax rate Incl.
 Tax due \$ -
 Other \$ -
TOTAL Due \$ 49,050.00

OTHER COMMENTS

- Total payment due in 30 days
- Please include the invoice number on your check

Make all checks payable to
Johnson Bros. Corp

If you have any questions about this invoice, please contact
Kyle Humphreys, (727) 409-4209 Khumphreys@johnson-bros.com

Thank You For Your Business!



EQUIPMENT CORPORATION OF AMERICA
 P.O. Box 306, Coraopolis, PA 15108
 Phone: (412) 264-4480
 Fax: (412) 264-1158

DEC 04 2017

A1604

PHILADELPHIA
 PITTSBURGH
 WASHINGTON, D. C.
 BOSTON
 JACKSONVILLE

RENTAL INVOICE

Account# 2530	Order# 54354	Brc 5	S/s 502
	Date 11-27-2017	Invoice# 50004494	Page 1 of 1

Sold To:

1148 1 MB 0.423 E0432X I0696 D3071224885 S2 P4855225 0001:0001

Ship To:



LM HEAVY CIVIL CONSTRUCTION
 100 HANCOCK ST FL 9
 QUINCY MA 02171-1745

LM HEAVY CIVIL CONSTRUCTION
 PORT OF PALM BEACH-BERTH 17
 270 MARTIN LUTHER KING JR BLVD.
 RIVIERA BEACH, FL 33404

Ship via CUST ARRANGED

Entered by noemik	Customer Purchase Order 021417/LMH JOB 16-00-004	Customer Contact F.SIDOTWP.HEWES	Ord date 11-24-2017
Model	Serial Number	Equip ID	Customer Job number
			Customer Phone # 617-845-8000
Ord	Ship	B/O Part Number	Description
			Unit Price UM Extended

1		Id# H230-500030 Model - D30-32 DELMAG D30-32 HAMMER	From: 11-24-17 Serial#: 7557	Thru: 12-21-17			mtr out	3,450.00
1		Id# H012-500705 Model - HPH-1200 POWER PACK FOR DAWSON VIBRO HPH1200	From: 11-24-17 Serial#: ABI/DAWS	Thru: 12-21-17			mtr out	3,365.00
1		Id# H6FP-501692 Model - PIPE PILECO 16IN-36IN PIPE INSERT	From: 11-24-17 Serial#: OH42-016	Thru: 12-21-17			mtr out	1,185.00
2x		PILECO U42 LEAD, 40FT TOP (40T-031)			1,680.0			1,680.00
1		PILECO U42 LEAD, 20FT MID (20I-030)			840.0			840.00
1		PILECO U42 LEAD, 15FT MID (15I-002)			630.0			630.00
1		PILECO U42 LEAD, 5FT STAB (05S-002) FROM 11-24-17 THRU 12-21-17			210.0			210.00

80' 120' ON SITE

Sub Total

11,360.00

FL

FLORIDA SALES TAX

731.59

HAMMER + LEADS. 12,091.59 + 1680 (1.06) = 13,872.39 / 160 = 86.70
 OPERATING COST 32.60
 119.30

PLEASE REMIT PAYMENT WITHIN TERMS TO AVOID 1.5 SERVICE CHARGE, WE REPORT TO ALL CREDIT AGENCIES AVOID BEING REPORTED BY PAYING PROMPTLY!

Amount Due	12,091.59
Due By:	12/27/17



CONSTRUCTION & MINING / SALES . SERVICE . RENTAL

TO VIEW ONLINE	http://ecanet.billtrust.com
ENROLLMENT TOKEN	DFS DKV FKF



EQUIPMENT CORPORATION OF AMERICA
 P.O. Box 308, Coraopolis, PA 15108
 Phone: (412) 264-4480
 Fax: (412) 264-1158

DEC 04 2017

A1604

PHILADELPHIA
 PITTSBURGH
 WASHINGTON, D. C.
 BOSTON
 JACKSONVILLE

RENTAL INVOICE

Account# 2530	Order# 54354	Brn 5	S/s 502
	Date 11-27-2017	Invoice# 50004494	Page 1 of 1

Sold To:

1148 1 MB 0.423 E0432X I0696 D3071224885 S2 P4855225 0001:0001

Ship To:



LM HEAVY CIVIL CONSTRUCTION
 100 HANCOCK ST FL 9
 QUINCY MA 02171-1745

LM HEAVY CIVIL CONSTRUCTION
 PORT OF PALM BEACH-BERTH 17
 270 MARTIN LUTHER KING JR BLVD.
 RIVIERA BEACH, FL 33404

Ship via CUST ARRANGED

Entered by noemik	Customer Purchase Order 021417/LMH JOB 16-00-004	Customer Contact F.SIDOTVP.HEWES	Ord date 11-24-2017
Model	Serial Number	Equip ID	Customer Job number
			Customer Phone # 617-845-8000

Ord	Ship	B/O Part Number	Description	Unit Price	UM	Extended
1		Id# H230-500030 Model - D30-32 DELMAG D30-32 HAMMER	From: 11-24-17 Serial#: 7557 mtr out			3,450.00
1		Id# H012-500705 Model - HPH-1200 POWER PACK FOR DAWSON VIBRO HPH1200	From: 11-24-17 Serial#: ABI/DAWS mtr out			3,365.00
1		Id# H6FP-501692 Model - PIPE PILECO 16IN-36IN PIPE INSERT	From: 11-24-17 Serial#: OH42-016 mtr out			1,185.00
1		PILECO U42 LEAD, 40FT TOP (40T-031)		1,680.0		1,680.00
1		PILECO U42 LEAD, 20FT MID (20I-030)		840.0		840.00
1		PILECO U42 LEAD, 15FT MID (15I-002)		630.0		630.00
1		PILECO U42 LEAD, 5FT STAB (05S-002) FROM 11-24-17 THRU 12-21-17		210.0		210.00

Sub Total

FL FLORIDA SALES TAX

DATE RECEIVED	3-2-18
PO NUMBER	026048
JOB NUMBER:	1604
COST CODE:	980202
APPROVED BY:	<i>Nickerson</i>

11,360.00

731.59

Amount Due

12,091.59

Due By:

12/27/17



CONSTRUCTION & MINING / SALES . SERVICE . RENTAL

TO VIEW ONLINE	http://ecanet.billtrust.com
ENROLLMENT TOKEN	DFS DKV FKF

Rental Rate Blue Book®

February 8, 2018

American Piledriving D30-32

Diesel Hammers

 Size Class:
50,000 - 74,999 lb
 Weight:
15,950 lbs.

Configuration for D30-32

Maximum Rated Energy	69898 ft-lb	Hammer Type	Single Acting
Power Mode	Diesel	Horsepower	84

Blue Book Rates

** FHWA Rate is equal to the monthly ownership cost divided by 176 plus the hourly estimated operating cost.

	Ownership Costs				Estimated Operating Costs Hourly	FHWA Rate** Hourly
	Monthly	Weekly	Daily	Hourly		
Published Rates	\$7,515.00	\$2,105.00	\$525.00	\$79.00	\$32.60	\$75.30
Adjustments						
Region (Florida DOT: 98.9%)	(\$82.66)	(\$23.15)	(\$5.77)	(\$0.87)		
Model Year (2017: 99.8%)	(\$14.86)	(\$4.16)	(\$1.04)	(\$0.16)		
Ownership (100%)	-	-	-	-		
Operating (100%)	-	-	-	-		
Total:	\$7,417.48	\$2,077.69	\$518.19	\$77.97	\$32.60	\$74.74

Non-Active Use Rates

	Hourly
Standby Rate	\$21.07
Idling Rate	\$50.47

Rate Element Allocation

Element	Percentage	Value
Depreciation (ownership)	31%	\$2,329.65/mo
Overhaul (ownership)	53%	\$3,982.95/mo
CFC (ownership)	6%	\$450.90/mo
Indirect (ownership)	10%	\$751.50/mo
Fuel (operating) @ 2.57	26%	\$8.33/hr

Revised Date: 1st Half 2018

These are the most accurate rates for the selected Revision Date(s). However, due to more frequent online updates, these rates may not match Rental Rate Blue Book Print. Visit the Cost Recovery Product Guide on our Help page for more information.

The equipment represented in this report has been exclusively prepared for PHIL HEWES (phewes@lmheavycivil.com)



EQUIPMENT CORPORATION OF AMERICA
 P.O. Box 306, Coraopolis, PA 15108
 Phone: (412) 264-4480
 Fax: (412) 264-1158

A1604
 NOV 15 2017

PHILADELPHIA
 PITTSBURGH
 WASHINGTON, D. C.
 BOSTON
 JACKSONVILLE

RENTAL INVOICE

Account# 2530	Order# 54295	Brn 5	Sls 502
	Date 11-10-2017	Invoice# 50004431	Page 1 of 1

Sold To:

56 1 MB 0.423 E0445X I0725 D3026841367 S2 P4818457 0001:0001

Ship To:



LM HEAVY CIVIL CONSTRUCTION
 100 HANCOCK ST FL 9
 QUINCY MA 02171-1745

LM HEAVY CIVIL CONSTRUCTION
 PORT OF PALM BEACH-BERTH 17
 270 MARTIN LUTHER KING JR BLVD.
 RIVIERA BEACH, FL 33404

Ship-via CUST-ARRANGED

Entered by noemik	Customer Purchase Order 025255/LMH JOB 16-00-004	Customer Contact F.SIDOT/P.HEWES	Ord date 11-09-2017
Model	Serial Number	Equip ID	Customer Job number
			Customer Phone # 617-845-8000

Ord	Ship	B/O Part Number	Description	Unit Price	UM	Extended
1		Id# H430-759091 Model - 500 HPSI 500 VIBRATORY HAMMER W PWR PK	From: 11-09-17 Serial#: 2975/2976 mtr out			8,600.00
1		Id# H4CB-500984 Model - BEAM HPSI 9FT CAISSON BEAM	From: 11-09-17 Serial#: HPH-1464 mtr out			580.00
1		Id# H4CB-501708 Model - CLAMP HPSI 125 TON CAISSON CLAMP	From: 11-09-17 Serial#: 2585 mtr out			510.00
1		Id# H4CC-501408 Model - CLAMP HPSI 125 TON CAISSON CLAMP	From: 11-09-17 Serial#: HPS-2143 mtr out			510.00
			Sub Total			10,200.00
	FL		FLORIDA SALES TAX			661.99

20 DAY RENT PERIOD -
 RENT. $10,861.99 / 160 = 67.89$
 OP COST. 74.00
141.89

PLEASE REMIT PAYMENT WITHIN TERMS TO AVOID 1.5 SERVICE CHARGE, WE REPORT TO ALL CREDIT AGENCIES AVOID BEING REPORTED BY PAYING PROMPTLY!

Amount Due 10,861.99
 Due By: 12/10/17



CONSTRUCTION & MINING / SALES . SERVICE . RENTAL

TO VIEW ONLINE	http://ecanet.billtrust.com
ENROLLMENT TOKEN	DFS DKV FKE

Rental Rate Blue Book®

February 8, 2018

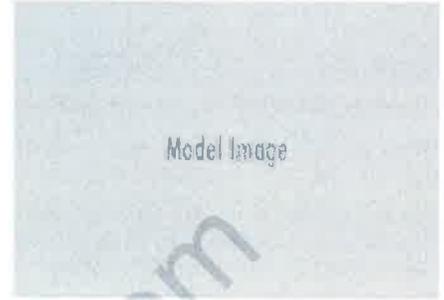
Hydraulic Power Sys. 450

Vibratory Hammers/Extractors

Size Class:

150.0 - 199.9 Tons

Weight:

32,750 lbs.

Configuration for 450

Horsepower	540 hp	Power Mode	Diesel
Maximum Driving Force	164 t		

Blue Book Rates

** FHWA Rate is equal to the monthly ownership cost divided by 176 plus the hourly estimated operating cost.

	Ownership Costs				Estimated Operating Costs Hourly	FHWA Rate** Hourly
	Monthly	Weekly	Daily	Hourly		
Published Rates	\$10,670.00	\$2,990.00	\$750.00	\$115.00	\$74.00	\$134.63
Adjustments						
Region (Florida DOT: 98.9%)	(\$117.37)	(\$32.89)	(\$8.25)	(\$1.26)		
Model Year (2018: 100%)	-	-	-	-		
Ownership (100%)	-	-	-	-		
Operating (100%)					-	
Total:	\$10,552.63	\$2,957.11	\$741.75	\$113.74	\$74.00	\$133.96

Non-Active Use Rates

	Hourly
Standby Rate	\$29.98
Idling Rate	\$108.67

Rate Element Allocation

Element	Percentage	Value
Depreciation (ownership)	48%	\$5,121.60/mo
Overhaul (ownership)	34%	\$3,627.80/mo
CFC (ownership)	7%	\$746.90/mo
Indirect (ownership)	11%	\$1,173.70/mo
Fuel (operating) @ 2.57	66%	\$48.71/hr

Revised Date: 1st Half 2018

These are the most accurate rates for the selected Revision Date(s). However, due to more frequent online updates, these rates may not match Rental Rate Blue Book Print. Visit the Cost Recovery Product Guide on our Help page for more information.

The equipment represented in this report has been exclusively prepared for PHIL HEWES (phewes@lmheavycivil.com)



100 Hancock St. Suite 901
Quincy, MA 02171
Ph : 617-845-8000

a Cmc Company



Letter of Transmittal

To: Karen Brandon
AECOM
2090 Palm Beach Lakes Blvd
Suite 600
West Palm Beach, FL 33409
Ph: 561-515-3907 Fax: 561-689-8531

Transmittal #: 542
Date: 3/12/2018
Job: 16-00-004 Port of Palm Beach Berth 17

Subject: Dolphin 2 Add Work Plugs PDA Down

- WE ARE SENDING YOU**
- Attached
 - Under separate cover via None the following items:
 - Shop drawings
 - Prints
 - Plans
 - Samples
 - Copy of letter
 - Change order
 - Specifications
 - Other

Document Type	Copies	Date	No.	Description
Letter	1	3/12/18		Letter - Dolphin 2 Add Work Plugs PDA Down Time-signed

THESE ARE TRANSMITTED as checked below:

- For approval
- For your use
- As requested
- For review and comment
- FOR BIDS DUE
- Approved as submitted
- Approved as noted
- Returned for corrections
- Other
- PRINTS RETURNED AFTER LOAN TO US
- Resubmit ___ copies for approval
- Submit ___ copies for distribution
- Return ___ corrected prints

Remarks:

Copy To: Jose Soler

From: Andromda Scott (LM Heavy Civil Construcion)

Signature: _____



LM HEAVY CIVIL CONSTRUCTION, LLC

1604-088-W

March 12, 2018

Port of Palm Beach District
301 Broadway
Riviera Beach, FL 33404

Attention: Ms. Karen Brandon, P.E.
AECOM Operations Manager

Reference: Port of Palm Beach District
Berth 17 Project

Subject: Pipe Pile Capacities
PCN 33 PDA Plugs and Down Time Due to Piles Not Reaching Capacities

Dear Ms. Brandon,

LM Heavy Civil Construction, LLC (LMH) has attached to this letter a change order for cost incurred to fabricate pipe pile plugs, for ten additional PDA test of pipe piles and for down time resulting from pipe pile not reaching capacities. LMH cost for this additional work is Five hundred and Sixty thousand Five hundred and Forty Two dollars and Fifteen cents (\$560,542.15)

All piles were driven to design tip elevations. Not a single pile of the twelve driven reached design capacities. Because of this AECOM requested that pipe pile plugs be installed, that each pile be PDA tested with multiple restrikes of two days, five days, and seven days. During this requested work, equipment and crews were on standby.

404 E Atlantic Boulevard, Suite 101 | Pompano Beach, FL 33060

P: 754-218-0200 | F: 754-218-0201 | Toll Free: 855-LMHEAVY | Estimating Fax: 754-218-0201

www.LMHeavyCivil.com | Email: info@lmheavycivil.com

An Equal Opportunity Employer



LMH is currently performing a time impact analysis to determine the effect of this delay and other changes on the critical path of Project completion and will share the results with Port of Palm Beach District as soon as the analysis is complete. As such, the extent of the delay is unknown at this time, LMH reserves its right to request additional time associated with this delay as well as to finalize any time-related cost resulting from this delay. Such costs and time requests will be submitted under separate cover.

We appreciate your reasonable indulgence in allowing us additional time to prepare and compile the proposal(s).

LMH has included all information available to it at this time. LMH hereby specifically reserves its right to supplement this Notice with any further information as it becomes available.

Should you have any questions, please do not hesitate to contact LMH at (754) 218-0200.

Sincerely,
LM Heavy Civil Construction, LLC

Philippe Hewes
Project Manager

Enc.



**RECAPITULATION
CHART**

Date: March 12, 2018

Est. #	PCN 033
Rev. #	

Pipe Pile Not Attaining Design Capacities

1	Labor (Direct Costs)		<u>\$25,767.20</u>
2	Materials		<u> </u>
3	Equipment		<u>\$401,291.69</u>
3A	Subtotal (Labor + Materials + Equipment)		<u>\$427,058.90</u>
4	Overhead (0% of Line 3A)		<u> </u>
5	Insurance and Payroll Taxes		<u>3019.92</u>
5A	Workers Compensation		<u>\$1,504.80</u>
6	Health, Welfare & Benefits on Labor		<u>\$9,073.10</u>
6A	Subtotal (Lines 3A+4+5+5A+6)		<u>\$440,656.72</u>
7	Profit % of Line 6A	15.00%	<u>\$66,098.51</u>
7A	Subtotal (Lines 6A+7)		<u>\$506,755.22</u>
8	Subcontractor Total		<u>\$45,940.00</u>
9	5% of Line 8		<u>\$2,297.00</u>
9A.	Subtotal (Lines 7A+8+9)		<u>\$554,992.22</u>
10	Bond 1% of Line 9A		<u>\$5,549.92</u>
11	Grand Total		<u>\$560,542.15</u>

UNIT PRICE QTY 1 LS



Insurance & Payroll Taxes	
Federal FICA	7.31%
Federal Unemployment (FUTA)	0.92%
State Unemployment (SUTA)	3.49%
State Health	
Workers Compensation	5.84%
TOTAL	17.56%

Health & Welfare and Other Benefits			
Trade	Hours	Rate	Total
FL - Laborer		\$6.19	
MA - Laborer Z2		\$21.70	
MA - Laborer Z3		\$18.53	
MA-Pile Driver	86.50	\$34.38	\$2,973.87
FL - Iron Worker		\$12.09	
FL1809-Pile Dr/Carpe	431.00	\$10.36	\$4,465.16
FL - Operator	80.00	\$9.30	\$744.00
MA - Operator	32.00	\$26.76	\$856.32
MA - Operator O/T	22.50	\$1.50	\$33.75
		\$10.36	
		\$26.43	
Equipment Hours	3562.50		
TOTAL	652.00		\$9,073.10

CO # PCN 033
 Rev. # 0

PROJECT: POPB Berth 17
 OWNER: Port of Palm Beach Berth 17

Date: 3/12/2018

DESCRIPTION OF WORK: Pipe Pile Not Attaining Design Capacities

K:\Jobs\LM1085\08-16-09-004 Port of Palm Beach Berth 17\Cost\033 Pipe Pile Capacities\1604 PCN 033 Pipe Pile Capacities 1.xls Labor Hours

Description	Labor		Total Qty.	Unit	Unit Price	Totals				
	No.	Hours				Labor	Equip.	Mat'ls	Subs.	Other
Delays caused by Testing All Piles and Pipe Plugs										
PILE DRIVER FOREMAN - MA	1	48.00	48.00	HR	\$48.70	\$2,337.60				
PILE DRIVER FOREMAN-MA-OT	1	15.00	15.00	HR	\$73.05	\$1,095.75				
PILE DRIVER FOREMAN-MA-DT	1	23.50	23.50	HR	\$73.05	\$1,716.68				
PILE DRIVER FOREMAN -FL	1			HR	\$33.00					
PILE DRIVER FOREMAN-FL-OT	1			HR	\$49.50					
PILE DRIVER FOREMAN-FL-DT	4			HR	\$37.80					
PILE DRIVER JOURNEYMAN	1	75.00	75.00	HR	\$25.20	\$1,890.00				
PILE DRIVER JOURNEYMAN-OT	1	16.00	16.00	HR	\$37.80	\$604.80				
PILE DRIVER JOURNEYMAN-DT	1	18.00	18.00	HR	\$37.95	\$683.10				
PILE DRIVER WELDER	1	48.00	48.00	HR	\$25.70	\$1,233.60				
PILE DRIVER WELDER-OT	1	16.00	16.00	HR	\$38.55	\$616.80				
PILE DRIVER WELDER-DT	1	10.50	10.50	HR	\$34.50	\$362.25				
PILE DRIVER APPRENDICE 1	1	16.00	16.00	HR	\$15.12	\$241.92				
PILE DRIVER APPRENDICE 1OT	1	4.00	4.00	HR	\$22.68	\$90.72				
PILE DRIVER APPRENDICE 1	1			HR	\$15.12					
PILE DRIVER APPRENDICE 2	1	24.00	24.00	HR	\$16.00	\$384.00				
PILE DRIVER APPRENDICE 2 OT	1	4.50	4.50	HR	\$24.00	\$108.00				
PILE DRIVER APPRENDICE 2-DT	1		2.00	HR	\$37.80	\$75.60				
PILE DRIVER APPRENDICE 3	1	32.00	32.00	HR	\$22.68	\$725.76				
PILE DRIVER APPRENDICE 3 OT	1	6.50	6.50	HR	\$34.02	\$221.13				
PILE DRIVER APPRENDICE 3-DT	1			HR	\$55.38					
Operator Cl-1	1	32.00	32.00	HR	\$54.11	\$1,731.52				
OPERATOR-MA-OT	1	10.00	10.00	HR	\$81.17	\$811.65				
OPERATOR-MA-DT	1	12.50	12.50	HR	\$81.17	\$1,014.56				
OPERATOR CL-1	1	48.00	48.00	HR	\$33.58	\$1,611.84				
OPERATOR-FL-OT	1	11.00	11.00	HR	\$50.37	\$554.07				
OPERATOR-FL-DT	1	21.00	21.00	HR	\$50.37	\$1,057.77				
LABORER FOREMAN	1			HR	\$23.00					
LABORER FOREMAN OT	1			HR	\$34.50					
LABORER FOREMAN DT	1			HR	\$34.50					
LABOR CONCRETE	1			HR	\$17.75					
LABOR CONCRETE OT	1			HR	\$26.63					
LABOR CONCRETE DT	1			HR	\$26.63					
LABOR JOURNEYMAN	1			HR	\$15.75					
LABOR JOURNEYMAN OT	1			HR	\$23.63					
LABOR JOURNEYMAN DT	1			HR	\$23.63					
OPERATOR NON UNION 1	1	17.50	17.50	HR	\$26.89	\$470.58				
OPERATOR NON UNION 1 OT	1			HR	\$40.34					
OPERATOR NON UNION 2	1	25.50	25.50	HR	\$25.44	\$648.72				
OPERATOR NON UNION 2 OT	1	4.00	4.00	HR	\$38.16	\$152.64				
LABORER NON UNION	1	8.00	8.00	HR	\$22.00	\$176.00				
LABORER NON UNION OT				HR	\$33.00					
F250 Foreman Truck 2014	2	86.50	173.00	HR	\$29.79		\$5,153.67			
Link-Belt LS-248H	1.0	74.50	74.50	HR	\$260.74		\$19,425.13			

CO # PCN 033
 Rev. # 0

PROJECT: POPB Berth 17
 OWNER: Port of Palm Beach Berth 17

Date: 3/12/2018

DESCRIPTION OF WORK: Pipe Pile Not Attaining Design Capacities

K:\Jobs\LM1085\08-16-00-004 Port of Palm Beach Berth 17\Cost\Change Order\033 Pipe Pile Capacities\1604 PCN 033 Pipe Pile Capacities 1.xls\LaborHours

Description	Labor		Total Qty.	Unit	Unit Price	Totals				
	No.	Hours				Labor	Equip.	Mat'ls	Subs.	Other
Mobro MB602	1	74.50	74.50	HR	\$105.68		\$7,873.30			
Mobro MB201	1	74.50	74.50	HR	\$93.35		\$6,954.74			
HPSI 300 Hyd Vibratory Standby	1	74.50	74.50	HR	\$61.26		\$4,563.87			
Pileco D30-32	1	74.50	74.50	HR	\$119.30		\$8,887.85			
Portable Welder 400amp	1	50.00	50.00	HR	\$8.36		\$418.00			
WORK BOAT	2	74.50	149.00	HR	\$47.49		\$7,076.01			
	1	9.00	9.00							
Johnson Brothers Crane Support	1	6.00	6.00	HR	\$990.00				\$5,940.00	
Johnson Brothers Pipe Roller	1	9.00	9.00	DY	\$500.00				\$4,500.00	
Coast to Coast Logistics	1	1.00	1.00	LS	\$3,700.00				\$3,700.00	
Universal Engineering	1	1.00	1.00	LS	\$28,200.00				\$28,200.00	
Manatee Consultant	1	6.00	6.00	DY	\$600.00				\$3,600.00	

Pipe Plugs Fabrication

PILE DRIVER FOREMAN -FL	1	32.00	32.00	HR	\$33.00	\$1,056.00				
PILE DRIVER FOREMAN-FL-OT	1	10.50	10.50	HR	\$49.50	\$519.75				
PILE DRIVER FOREMAN-FL-DT	1	19.00	19.00	HR	\$37.80	\$718.20				
PILE DRIVER WELDER	1	64.00	64.00	HR	\$25.70	\$1,644.80				
PILE DRIVER WELDER-OT	1	18.00	18.00	HR	\$38.55	\$693.90				
PILE DRIVER WELDER-DT	1	15.00	15.00	HR	\$34.50	\$517.50				
Portable Welder 400amp	2	48.50	97.00	HR	\$8.36		\$810.92			
Pipe Roller	1	9.00	9.00	DY	\$500.00		\$4,500.00			
Steel Materials	1	1.00	1.00	LS	\$2,438.00					
Misc Welding Supplies	1	1.00	1.00	LS	\$2,000.00					

Equipment Standby November 15, 2017 thru December 13, 2017 20 days

Link-Belt LS-248H	1	160.00	160.00	HR	\$260.74		\$41,718.40			
Mobro MB201	1	160.00	160.00	HR	\$93.35		\$14,936.36			
Mantis 140010	1	(160.00)	(160.00)	HR	\$100.74		(\$16,118.40)			
Poseidon Barge	1	160.00	160.00	HR	\$85.20		\$13,632.00			
HPSI 500 Hyd Vibratory Standby	1	160.00	160.00	HR	\$67.89		\$10,862.40			
HPSI 300 Hyd Vibratory Standby	1	160.00	160.00	HR	\$61.26		\$9,801.60			
Pileco D30-32	1	160.00	160.00	HR	\$119.30		\$19,088.00			
Flying Leads	1	160.00	160.00	HR	\$21.85		\$3,496.00			

Equipment Standby December 16, 2017 thru January 31, 2018 33 days

Link-Belt LS-248H	1	264.00	264.00	HR	\$260.74		\$68,835.36			
Mantis 140010	1	(264.00)	(264.00)	HR	\$100.74		(\$26,595.36)			

CO # PCN 033
 Rev. # 0

PROJECT: POPB Berth 17
 OWNER: Port of Palm Beach Berth 17

Date: 3/12/2018

DESCRIPTION OF WORK: Pipe Pile Not Attaining Design Capacities

K:\Jobs\LM\DRS\08-16-00-004 Port of Palm Beach Berth 17\Cost\033 Pipe Pile Capacities\1604 PCN 033 Pipe Pile Capacities 1.xls\Labor Hours

Description	Labor		Total Qty.	Unit	Unit Price	Totals				
	No.	Hours				Labor	Equip.	Mat'ls	Subs.	Other
Poseidon Barge	1	264.00	264.00	HR	\$85.20		\$22,492.80			
HPSI 300 Hyd Vibratory Standby	1	264.00	264.00	HR	\$61.26		\$16,172.64			
Pileco D30-32	1	264.00	264.00	HR	\$119.30		\$31,495.20			
Equipment Standby February 1, 2018 thru February 28, 2018 28 Days										
Link-Belt LS-248H	1	160.00	160.00	HR	\$260.74		\$41,718.40			
Mantis 140010	1	(160.00)	(160.00)	HR	\$100.74		(\$16,118.40)			
Poseidon Barge	1	160.00	160.00	HR	\$85.20		\$13,632.00			
HPSI 300 Hyd Vibratory Standby	1	160.00	160.00	HR	\$61.26		\$9,801.60			
Pileco D30-32 Standby	1	160.00	160.00	HR	\$86.70		\$13,872.00			
Equipment Standby March 1 Through March 28, 2018										
Link-Belt LS-248H	1	160.00	160.00	HR	\$260.74		\$41,718.40			
Mantis 140010	1	(160.00)	(160.00)	HR	\$100.74		(\$16,118.40)			
Poseidon Barge	1	160.00	160.00	HR	\$85.20		\$13,632.00			
HPSI 300 Hyd Vibratory Standby	1	160.00	160.00	HR	\$61.26		\$9,801.60			
Pileco D30-32 Standby	1	160.00	160.00	HR	\$86.70		\$13,872.00			
TOTALS							\$25,767.20	\$401,291.69		\$45,940.00

Short Form Scope and Fee/Contract

ESA Scheda
 204 Dixie Boulevard
 Delray Beach, FL 33444
 561-865-7749

PROPOSAL SUBMITTED TO:			PHONE:	DATE:
LM Heavy Civil			(941) 379-3404	12/5/17
STREET:			CLIENT CONTACT:	
1100 Park Central Blvd, Suite 3800			Ivey Spivey	
CITY:	STATE:	ZIP:	CLIENT EMAIL ADDRESS:	
Pompano Beach	FL	33064	ispivey@lmheavycivil.com	
PROJECT MANAGER/DPM:		Email:	PHONE:	FAX:
Thomas Ries/Nick Gadbois		tries@esassoc.com	(561) 865-7749	

SCOPE OF WORK: ESA Scheda Proposal Number : P171166.00

- Provide certified manatee watch biologists for ten hours per day/five days per week for up to three months.
- Monitoring will be conducted from the land and ESA Scheda scientists will submit the corresponding reports to U.S. Fish and Wildlife Service (FWS) and Florida Fish and Wildlife Conservation Commission (FWC).
- The per day rate is based on an environmental technician conducting the surveys. If the Florida Department of Environmental Protection requires a higher level certification, the rate will reflect the cost of a senior scientist (\$80/ hour).

WE PROPOSE TO FURNISH THE ABOVE SCOPE OF WORK FOR A SUM OF:

\$600/per ten-hour day

Payable as follows: Lump Sum.

ESA Scheda Authorized Signer: 

ACCEPTANCE OF SCOPE AND FEE/CONTRACT

The above price, specifications and conditions are satisfactory and hereby accepted. You are authorized to do work as specified. Payment will be made as outlined above

Signature

Thomas Ries Const. Mgr

Date

December 08/2017

Beyel Brothers Inc.
Post Office Box 236246
Cocoa, FL 32923-6246
(321) 632-2000 Ph.
(321) 631-0371 Fax

Invoice 234946
Invoice Date: November 12, 2017
Customer: LMH001
Job No : WW-114041
Salesperson: MIKE COGGINS
Ordered By: PHILLIP

LM HEAVY CIVIL CONSTRUCTION
100 HANCOCK STREET, SUITE #901
QUINCY, MA 02171
USA

Job Site :
Port of Palm Beach - Piles
West Palm Beach, FL

Terms: NET10

Customer P.O. No: 021566
Work Performed : BARE RENTAL OF 200 TON CRAWLER CRANE

Date	Description	Unit No	Qty Unit Meas	Rate	Extension
11/12/2017 to 12/11/2017	200 TON CRAWLER CRANE	320	1.00 Months	\$17,800.00 T	\$17,800.00

T=Taxable Taxable Amount: \$17,800.00

Subtotal:	\$17,800.00
FL Sales Tax-Palm Beach County:	\$1,118.00
Total Invoice:	\$18,918.00

Beyel Brothers, Inc. reports to Dun & Bradstreet. For immediate credit, please make sure to include your Beyel Customer number with payment.

RENT
OPERATING

$$18,918 / 160 = 118.24 \text{ HR}$$
$$142.50 \text{ HR.}$$

$$260.74 \text{ HR.}$$

A1604

JAN 08 2013

UNIVERSAL ENGINEERING SCIENCES

5561 Florida Mining Boulevard South, Jacksonville, FL 32257 • Phone: 904.296.0757 • Fax: 904.296.0748

INVOICE
Remit To: P.O. Box 25316, Tampa, FL 33622-5316

December 29, 2017
Project No: 0950.1700029.0000
Invoice No: 00286965

LM Heavy Civil Construction
100 Hancock Street
Suite 901
Quincy, MA 02171

Terms: Net 30 days
We accept American Express, Visa,
Master Card, Discover, and ACH

Project 0950.1700029.0000 Port of Palm Beach Berth 17 PDA - Rivier
Location:

Professional Services through December 31, 2017

Unit Billing

PDA Testing Day Rate			
(12/11, 12/12, 12/13, 12/14, 12/15)	5.0 Days @ 1,500.00	7,500.00	
Total Units		7,500.00	7,500.00
	Total this Invoice		\$7,500.00

Thank you for your business!

Please contact Josh Adams with any invoice questions - 904-296-0757

A1604

JAN 08 2013

UNIVERSAL ENGINEERING SCIENCES

5561 Florida Mining Boulevard South, Jacksonville, FL 32257 • Phone: 904.296.0757 • Fax: 904.296.0748

INVOICE

Remit To: P.O. Box 25316, Tampa, FL 33622-5316

November 30, 2017

Project No: 0950.1700029.0000

Invoice No: 00283768

LM Heavy Civil Construction
100 Hancock Street
Suite 901
Quincy, MA 02171

Terms: Net 30 days
We accept American Express, Visa,
Master Card, Discover, and ACH

Project 0950.1700029.0000 Port of Palm Beach Berth 17 PDA - Rivier
Location:

Professional Services through November 30, 2017

Unit Billing

Foundation Certifications per Bent (Inner and Middle Dolphin)	2.0 Each @ 500.00	1,000.00	
PDA Data Analysis & Report per pile	⑩ 12.0 Each @ 500.00	6,000.00	5,000
PDA Testing Day Rate (10/31, 11/2, 11/3, 11/4, 11/5, 11/6, 11/7, 11/8, 11/9, 11/10, 11/11, 11/12, 11/13, 11/14, 11/15, 11/16, 11/17, 11/21)	⑨ 13.0 Days @ 1,500.00	19,500.00	13,500
Pile Inspector - (11/4, 11/5, 11/7, 11/8)	4.0 hours @ 550.00	2,200.00	2,200
WEAP and Report New Hammer (9/13, 10/25)	2.0 each @ 750.00	1,500.00	2,200 \$20,700
Total Units		37,700.00	37,700.00
	Total this Invoice		\$37,700.00

Thank you for your business!

Please contact Josh Adams with any invoice questions - 904-296-0757

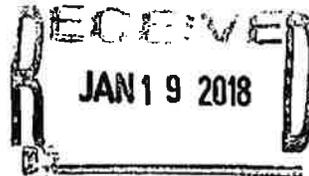
① 2 PDA PER CONTRACT OR 4 DAYS.

Johnbro

A1604



INVOICE



Invoice No.: LMH001
Customer No: LMH
Date: 11/15/17

4316 New River Hills Parkway
Suite 8
Valrico, FL 33596
Tel: (813)-643-3459
Fax: (813)-643-6029

BILL TO

LM Heavy Civil Construction, LLC
4440 PGA Boulevard #600
Palm Beach Gardens FL 33410
Attn: Mr. Francesco Sidoti
Tel: 754-581-2074

QTY	QTY UM	DESCRIPTION	UNIT RATE	TOTAL
8	HR	Work on 10/16 and 10/20	\$ 950.00	\$ 7,600.00
17	HR	Work on 10/23, 10/24, 10/25, 10/26, 10/27	\$ 950.00	\$ 16,150.00
6	HR	Work on 11/1 and 11/3	\$ 950.00	\$ 5,700.00
8	HR	Work on 11/6, 11/7, 11/9, 11/10, 11/11	\$ 950.00	\$ 7,600.00
24	Days	Pipe Roller Rental 10/16 through 11/11	\$ 500.00	\$ 12,000.00
			\$ -	\$ -
			\$ -	\$ -

Subtotal	\$ 49,050.00
Taxable	\$ -
Tax rate	Incl.
Tax due	\$ -
Other	\$ -
TOTAL Due	\$ 49,050.00

OTHER COMMENTS

- Total payment due in 30 days
- Please include the invoice number on your check

Make all checks payable to Johnson Bros. Corp

If you have any questions about this invoice, please contact Kyle Humphreys, (727) 409-4209 Khumphreys@johnson-bros.com

Thank You For Your Business!

0 DAYS WELUANG PLUGS.

Job Work Order

DATE OF ORDER

CUSTOMER'S ORDER NO.	PHONE	MECHANIC	HELPER	STARTING DATE 10/16/17
BILL TO LM HEAVY CIVIL			ORDER TAKEN BY	
ADDRESS PORT OF PALM BEACH			<input type="checkbox"/> DAY WORK	
CITY			<input type="checkbox"/> CONTRACT	
JOB NAME AND LOCATION BSPH 14			<input type="checkbox"/> EXTRA	
JOB PHONE				

DESCRIPTION OF WORK			
10-16-17			
- OFFLOAD 2 TRUCKS PIPE + 2 HRS			
- SURVEY ROLLERS + 2 HRS			
/ TOTAL 4 HRS			
10-20-17			
- MOVE PIPES AND LIFT PIPES + 1 HR			
- PUT TWO MORE PIPES ON ROLLERS + 1 HR			
- PULL 2 PIPES TO CENTER + 0.5 HR			
- TAKE 1 PIPE OFF WHEELS AND PUT TWO MORE PIPES ON ROLLERS + 1 HR			
- PUT TWO PIPES TOGETHER + 0.5 HR			
/ 4 HR			
		TOTAL MATERIALS	
		TOTAL LABOR	
		TAX	
DATE COMPLETED	WORK ORDERED BY	TOTAL AMOUNT	
/ /	LM HEAVY CIVIL		

I hereby acknowledge the satisfactory completion of the above described work.

SIGNATURE: _____

- NO ONE HOME
- TOTAL AMOUNT DUE FOR ABOVE WORK; OR
- TOTAL BILLING TO BE MAILED WHEN JOB FINISHED.

3868 job work order

CTOPS

carbonless • 3-part

Job Work Order

DATE OF ORDER

CUSTOMER'S ORDER NO.	PHONE	MECHANIC	HELPER	STARTING DATE 10/23/17
BILL TO LM HEAVY CIVIL				ORDER TAKEN BY
ADDRESS PORT OF PALM BEACH				<input type="checkbox"/> DAY WORK
CITY				<input type="checkbox"/> CONTRACT
JOB NAME AND LOCATION 36P1114				<input type="checkbox"/> EXTRA
				JOB PHONE

DESCRIPTION OF WORK			
10-23-17	- MOVE PIPE W/ TRAILER AND LOADER → 2 HRS		
	- UNLOAD PIPE OFF ROLLERS → 30 MINUTES		
	- UNLOAD PIPE ON ROLLERS → 30 MINUTES		
	- MOVE PIPE TOGETHER TO BE LOADED → 30 MINUTES		
10-24-17	- REMOVE PIPE FROM ROLLERS, PUT PIPE ON ROLLERS	TOTAL 3.5 HRS	
		TOTAL 1 HR	
10-25-17	- REMOVE AND REPLACE PIPE TO BE TESTED → 1 HR		
	- REMOVE AND REPLACE PIPE TO BE TESTED → 1 HR		
	- UNLOAD 36A 5 FT PIPE OFF TRUCK → 1 HR		
		TOTAL 3 HRS	
10-26-17	- LOAD 4 PIPES ON BARGE AND PUT TWO BOTTOM HALF IN ROLLERS → 2 HR		
		TOTAL 2 HR	
		TOTAL MATERIALS	
		TOTAL LABOR	
		TAX	
DATE COMPLETED	WORK ORDERED BY LM HEAVY CIVIL	TOTAL AMOUNT	

I hereby acknowledge the satisfactory completion of the above described work.

SIGNATURE: _____

CTOPS 2008

ORIGINAL

- NO ONE HOME
- TOTAL AMOUNT DUE FOR ABOVE WORK; OR
- TOTAL BILLING TO BE MAILED WHEN JOB FINISHED.

3868 job work order

TOPS

carbonless • 3-part

Job Work Order

DATE OF ORDER

CUSTOMER'S ORDER NO.	PHONE	MECHANIC	HELPER	STARTING DATE
BILL TO				ORDER TAKEN BY
ADDRESS Continued from week starting 10-23-17				<input type="checkbox"/> DAY WORK
CITY				<input type="checkbox"/> CONTRACT
JOB NAME AND LOCATION				<input type="checkbox"/> EXTRA
JOB PHONE				

DESCRIPTION OF WORK			
10-27-17			
- MOVE PSE W/ TRAILER AND LOADER			
1 st LOAD - 3 @ 9 FT → 2.5 HRS			
2 nd LOAD - 3 @ 63.5 FT → 2 HRS			
3 rd LOAD - 3 @ 63.5 FT → 1.5 HRS			
4 th LOAD - 2 @ 63.5 FT → 1.5 HRS			
TOTAL 7.5 HRS			
WEEKLY TOTAL: 17 HRS			
		TOTAL MATERIALS	
		TOTAL LABOR	
		TAX	
DATE COMPLETED	WORK ORDERED BY	TOTAL AMOUNT	
10 / 27 / 17			

I hereby acknowledge the satisfactory completion of the above described work.

- NO ONE HOME
- TOTAL AMOUNT DUE FOR ABOVE WORK; OR
- TOTAL BILLING TO BE MAILED WHEN JOB FINISHED.

SIGNATURE: _____

TOPS 3868

ORIGINAL

01-14

3868 job work order

CTOPS

carbonless • 3-part

Job Work Order

DATE OF ORDER

CUSTOMER'S ORDER NO.	PHONE	MECHANIC	HELPER	STARTING DATE 10 / 30 / 17
BILL TO LM HEAVY CONVE			ORDER TAKEN BY	
ADDRESS PORT OF PALM BEACH			<input type="checkbox"/> DAY WORK	
CITY			<input type="checkbox"/> CONTRACT	
JOB NAME AND LOCATION BERTH 14			<input type="checkbox"/> EXTRA	
JOB PHONE				

DESCRIPTION OF WORK	
11-1-17	
- REMOVED 2EA 102 FT PIPE OFF ROLLERS → 1 HR	
- PLACED 2EA 51 FT PIPE ON ROLLERS AND PUT TOGETHER → 0.5 HR	
- PLACED 2EA 63.5 FT PIPE ON ROLLERS AND PUT TOGETHER → 0.5 HR	
- LOAD CRANE MATS ON BARGE → 1 HR	
/ TOTAL 3 HRS	
* 11-3-17	
- REMOVE 102 FT PIPE OFF ROLLERS, REPLACE W/ 2-63.5 FT PIPE → 1 HR	
- REMOVE 127 FT PIPE OFF ROLLERS, REPLACE W/ 2-63.5 FT PIPE → 1 HR	
- PUT HALVES TOGETHER TO BE WELDED → 1 HR	
/ TOTAL 3 HRS	
WEEKLY TOTAL - 6 HRS	
	TOTAL MATERIALS
	TOTAL LABOR
	TAX
DATE COMPLETED	WORK ORDERED BY LM HEAVY CONVE
	TOTAL AMOUNT

I hereby acknowledge the satisfactory completion of the above described work.

- NO ONE HOME
- TOTAL AMOUNT DUE FOR ABOVE WORK, OR
- TOTAL BILLING TO BE MAILED WHEN JOB FINISHED.

SIGNATURE: _____

CTOPS 0868

ORIGINAL

01-14

3868 job work order

TOPS

carbonless • 3-part

Job Work Order

DATE OF ORDER

CUSTOMER'S ORDER NO.	PHONE	MECHANIC	HELPER	STARTING DATE 11/06/17
BILL TO LM HEAVY CIVIL				ORDER TAKEN BY CLAY
ADDRESS PORT OF PALM BEACH				<input checked="" type="checkbox"/> DAY WORK
CITY				<input type="checkbox"/> CONTRACT
JOB NAME AND LOCATION BERTH 17 14				<input type="checkbox"/> EXTRA
			JOB PHONE	

DESCRIPTION OF WORK		TOTAL MATERIALS	TOTAL LABOR	TAX	TOTAL AMOUNT
* 11-06-17	- MOVE 2EA 127 FT PIPES OFF ROLLERS → 1 HR - PUT 2EA 102 FT PIPE ON ROLLERS → 1 HR TOTAL 2 HRS				
* 11-07-17	- PUT 102 FT PIPE ON BARGE → 1 HR TOTAL 1 HR				
11-09-17	- PUT 102 FT PIPE ON BARGE AND PUT 2EA 127 FT PIPE IN ROLLERS → 1 HR TOTAL 1 HR				
* 11-10-17 HPS = 500	- UNLOAD HPSI VIBRO AND POWER UNIT → 1 HR TOTAL 1 HR				
11-11-17	- LOAD 3 PIPE ON SECTIONAL BARGE - SET 2 PIPE IN SPICE ROLLERS / TOTAL 3 HR				
WEEKLY TOTAL: 8 HR					
DATE COMPLETED 11/11/17	WORK ORDERED BY LM HEAVY CIVIL				

I hereby acknowledge the satisfactory completion of the above described work.

SIGNATURE: _____

TOPS 3868

ORIGINAL

- NO ONE HOME
- TOTAL AMOUNT DUE FOR ABOVE WORK; OR
- TOTAL BILLING TO BE MAILED WHEN JOB FINISHED.



EQUIPMENT CORPORATION OF AMERICA
 P.O. Box 306, Coraopolis, PA 15108
 Phone: (412) 264-4480
 Fax: (412) 264-1158

A1604
 NOV 15 2017

PHILADELPHIA
 PITTSBURGH
 WASHINGTON, D. C.
 BOSTON
 JACKSONVILLE

RENTAL INVOICE

Account# 2530	Order# 54295	Brc 5	Sls 502
Date 11-10-2017		Invoice# 50004431	Page 1 of 1

Sold To:

561 MB 0.423 E0445X 10725 D3026841367 S2 P4818457 0001:0001

Ship To:



LM HEAVY CIVIL CONSTRUCTION
 100 HANCOCK ST FL 9
 QUINCY MA 02171-1745

LM HEAVY CIVIL CONSTRUCTION
 PORT OF PALM BEACH-BERTH 17
 270 MARTIN LUTHER KING JR BLVD.
 RIVIERA BEACH, FL 33404

Ship-via CUST-ARRANGED

Entered by noernik	Customer Purchase Order 025255/LMH JOB 16-00-004		Customer Contact F.SIDOT/P.HEWES		Ord date 11-09-2017
Model	Serial Number	Equip ID	Customer Job number	Customer Phone # 617-845-8000	

Ord	Ship	B/O Part Number	Description	Unit Price	UM	Extended
1		Id# H430-759091 Model - 500 HPSI 500 VIBRATORY HAMMER W PWR PK	From: 11-09-17 Serial#: 2975/2976 mtr out			8,600.00
1		Id# H4CB-500984 Model - BEAM HPSI 9FT CAISSON BEAM	From: 11-09-17 Serial#: HPH-1464 mtr out			580.00
1		Id# H4CB-501708 Model - CLAMP HPSI 125 TON CAISSON CLAMP	From: 11-09-17 Serial#: 2585 mtr out			510.00
1		Id# H4CC-501408 Model - CLAMP HPSI 125 TON CAISSON CLAMP	From: 11-09-17 Serial#: HPS-2143 mtr out			510.00
Sub Total						10,200.00
FL FLORIDA SALES TAX						661.99

20 DAY RENT PERIOD -
RENT. 10,861.99 / 160 = 67.87
OP COST. 74.00
141.87

PLEASE REMIT PAYMENT WITHIN TERMS TO AVOID 1.5 SERVICE CHARGE, WE REPORT TO ALL CREDIT AGENCIES AVOID BEING REPORTED BY PAYING PROMPTLY!

Amount Due 10,861.99
 Due By: 12/10/17



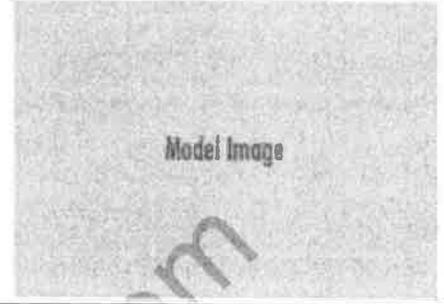
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ENROLLMENT TOKEN	DFS DKV FKE

Rental Rate Blue Book®

February 8, 2018

Hydraulic Power Sys. 450
 Vibratory Hammers/Extractors

 Size Class:
150.0 - 199.9 Tons
 Weight:
32,750 lbs.

Configuration for 450

Horsepower	540 hp	Power Mode	Diesel
Maximum Driving Force	164 t		

Blue Book Rates

** FHWA Rate is equal to the monthly ownership cost divided by 176 plus the hourly estimated operating cost.

	Ownership Costs				Estimated Operating Costs Hourly	FHWA Rate** Hourly
	Monthly	Weekly	Daily	Hourly		
Published Rates	\$10,670.00	\$2,990.00	\$750.00	\$115.00	\$74.00	\$134.63
Adjustments						
Region (Florida DOT: 98.9%)	(\$117.37)	(\$32.89)	(\$8.25)	(\$1.26)		
Model Year (2018:100%)	-	-	-	-		
Ownership (100%)	-	-	-	-		
Operating (100%)					-	
Total:	\$10,552.63	\$2,957.11	\$741.75	\$113.74	\$74.00	\$133.96

Non-Active Use Rates

	Hourly
Standby Rate	\$29.98
Idling Rate	\$108.67

Rate Element Allocation

Element	Percentage	Value
Depreciation (ownership)	48%	\$5,121.60/mo
Overhaul (ownership)	34%	\$3,627.80/mo
CFC (ownership)	7%	\$746.90/mo
Indirect (ownership)	11%	\$1,173.70/mo
Fuel (operating) @ 2.57	66%	\$48.71/hr

Revised Date: 1st Half 2018

These are the most accurate rates for the selected Revision Date(s). However, due to more frequent online updates, these rates may not match Rental Rate Blue Book Print. Visit the Cost Recovery Product Guide on our Help page for more information.

The equipment represented in this report has been exclusively prepared for PHIL HEWES (phewes@lmheavycivil.com)



EQUIPMENT CORPORATION OF AMERICA
 P.O. Box 306, Coraopolis, PA 15108
 Phone: (412) 264-4480
 Fax: (412) 264-1158

DEC 04 2017

A1604
 PHILADELPHIA
 PITTSBURGH
 WASHINGTON, D. C.
 BOSTON
 JACKSONVILLE

RENTAL INVOICE

Account# 2530	Order# 54354	Brc 5	Sls 502
Date 11-27-2017		Invoice# 50004494	Page 1 of 1

Sold To:

1148 1 MB 0.423 E0432X 10696 03071224985 S2 P4855225 0001:0001

Ship To:



LM HEAVY CIVIL CONSTRUCTION
 100 HANCOCK ST FL 9
 QUINCY MA 02171-1745

LM HEAVY CIVIL CONSTRUCTION
 PORT OF PALM BEACH-BERTH 17
 270 MARTIN LUTHER KING JR BLVD.
 RIVIERA BEACH, FL 33404

Ship via CUST ARRANGED

Entered by noemik	Customer Purchase Order 021417/LMH JOB 16-00-004	Customer Contact F.SIDOT/P.HEWES	Ord date 11-24-2017
Model	Serial Number	Equip ID	Customer Job number
			Customer Phone # 617-845-8000

Ord	Ship	B/O	Part Number	Description	Unit Price	UM	Extended
1			Id# H230-500030 Model - D30-32 DELMAG D30-32 HAMMER	From: 11-24-17 Serial#: 7557 mtr out			3,450.00
1			Id# H012-500705 Model - HPH-1200 POWER PACK FOR DAWSON VIBRO HPH1200	From: 11-24-17 Serial#: ABI/DAWS mtr out			3,365.00
1			Id# H6FP-501692 Model - PIPE PILECO 16IN-36IN PIPE INSERT	From: 11-24-17 Serial#: OH42-016 mtr out			1,185.00
2X			PILECO U42 LEAD, 40FT TOP (40T-031)		1,680.0		1,680.00
1			PILECO U42 LEAD, 20FT MID (20I-030)	} 80' 120' ON SITE	840.0		840.00
1			PILECO U42 LEAD, 15FT MID (15I-002)		630.0		630.00
1			PILECO U42 LEAD, 5FT STAB (05S-002) FROM 11-24-17 THRU 12-21-17		210.0		210.00
Sub Total							11,360.00
FL	FLORIDA SALES TAX						731.59

HAMMER + LEADS. 12,091.59 + 1680(1106) = 13,872.39 / 160 = 86.70
 OPERATING COST 32.60
 119.30

PLEASE REMIT PAYMENT WITHIN TERMS TO AVOID 1.5 SERVICE CHARGE, WE REPORT TO ALL CREDIT AGENCIES AVOID BEING REPORTED BY PAYING PROMPTLY!

Amount Due 12,091.59
 Due By: 12/27/17



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TO VIEW ONLINE	http://ecanet.billtrust.com
ENROLLMENT TOKEN	DFS DKV FKF

Rental Rate Blue Book®

February 8, 2018

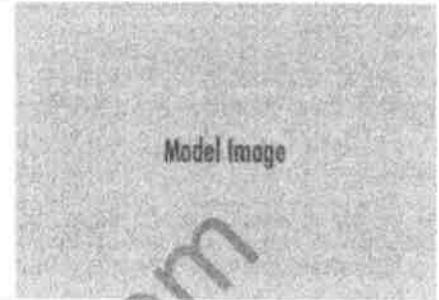
American Piledriving D30-32

Diesel Hammers

Size Class:

50,000 - 74,999 lb

Weight:

15,950 lbs.

Configuration for D30-32

Maximum Rated Energy Power Mode	69898 ft-lb Diesel	Hammer Type Horsepower	Single Acting 84
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Blue Book Rates

** FHWA Rate is equal to the monthly ownership cost divided by 176 plus the hourly estimated operating cost.

	Ownership Costs				Estimated Operating Costs Hourly	FHWA Rate** Hourly
	Monthly	Weekly	Daily	Hourly		
Published Rates	\$7,515.00	\$2,105.00	\$525.00	\$79.00	\$32.60	\$75.30
Adjustments						
Region (Florida DOT: 98.9%)	(\$82.66)	(\$23.15)	(\$5.77)	(\$0.87)		
Model Year (2017: 99.8%)	(\$14.86)	(\$4.16)	(\$1.04)	(\$0.16)		
Ownership (100%)	-	-	-	-		
Operating (100%)	-	-	-	-		
Total:	\$7,417.48	\$2,077.69	\$518.19	\$77.97	\$32.60	\$74.74

Non-Active Use Rates

	Hourly
Standby Rate	\$21.07
Idling Rate	\$50.47

Rate Element Allocation

Element	Percentage	Value
Depreciation (ownership)	31%	\$2,329.65/mo
Overhaul (ownership)	53%	\$3,982.95/mo
CFC (ownership)	6%	\$450.90/mo
Indirect (ownership)	10%	\$751.50/mo
Fuel (operating) @ 2.57	26%	\$8.33/hr

Revised Date: 1st Half 2018

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EQUIPMENT CORPORATION OF AMERICA
 P.O. Box 306, Coraopolis, PA 15108
 Phone: (412) 264-4480
 Fax: (412) 264-1158

A 1604

PHILADELPHIA
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RENTAL INVOICE

Account# 2530	Order# 54280	Brc 5	Sls 502
	Date 11-21-2017	Invoice# 50004479	Page 1 of 1

Sold To:

181 1 AB 0.403 E0237 10405 D3080296815 S2 P4843165 0004:0004

Ship To:



LM HEAVY CIVIL CONSTRUCTION
 100 HANCOCK ST FL 9
 QUINCY MA 02171-1745

LM HEAVY CIVIL CONSTRUCTION
 PORT OF PALM BEACH-BERTH 17
 270 MARTIN LUTHER KING JR BLVD.
 RIVIERA BEACH, FL 33404

NOV 28 2017

Ship via CUST ARRANGED

Entered by noemik	Customer Purchase Order 021417/LMH JOB 16-00-004	Customer Contact F.SIDOT/P.HEWES	Ord date 10-24-2017
Model	Serial Number	Equip ID	Customer Job number
			Customer Phone # 617-845-8000
Ord	Ship	B/O Part Number	Description
			Unit Price UM Extended

1	Id# H420-501483	From: 11-21-17	Thru: 12-18-17		
	Model - 300		Serial#: 1188/PP1189		
	HPSI 300 VIBRATORY HAMMER W PWR PK				
			mtr out		7,640.00
1	Id# H4CB-500494	From: 11-21-17	Thru: 12-18-17		
	Model - BEAM		Serial#: HPS-0801		
	HPSI 6FT CAISSON BEAM				
			mtr out		380.00
1	Id# H4CB-501707	From: 11-21-17	Thru: 12-18-17		
	Model - CLAMP		Serial#: 2004		
	HPSI 125 TON CAISSON CLAMP				
			mtr out		590.00
1	Id# H4CC-500036	From: 11-21-17	Thru: 12-18-17		
	Model - CLAMP		Serial#: 1768		
	HPSI 125 TON CAISSON CLAMP				
			mtr out		590.00

Sub Total 9,200.00

FL FLORIDA SALES TAX 602.01

9,802.01 / 160 = 61.26 / HR.

OPERATING COST = 63.70 / HR.

124.96 / HR.

PLEASE REMIT PAYMENT WITHIN TERMS TO AVOID 1.5 SERVICE CHARGE, WE REPORT TO ALL CREDIT AGENCIES AVOID BEING REPORTED BY PAYING PROMPTLY!

Amount Due 9,802.01
 Due By: 12/21/17



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TO VIEW ONLINE	http://ecanet.billtrust.com
ENROLLMENT TOKEN	DFS DKV FKE

Rental Rate Blue Book®

February 8, 2018

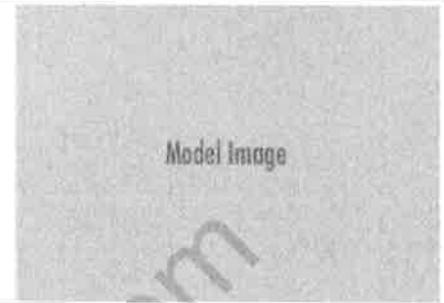
Hydraulic Power Sys. 300

Vibratory Hammers/Extractors

Size Class:

100.0 - 149.9 Tons

Weight:

23,500 lbs.

Configuration for 300

Maximum Driving Force	109 t	Horsepower	420 hp
Power Mode	Diesel		

Blue Book Rates

** FHWA Rate is equal to the monthly ownership cost divided by 176 plus the hourly estimated operating cost.

	Ownership Costs				Estimated Operating Costs Hourly	FHWA Rate** Hourly
	Monthly	Weekly	Daily	Hourly		
Published Rates	\$8,765.00	\$2,455.00	\$615.00	\$92.00	\$63.70	\$113.50
Adjustments						
Region (Florida DOT: 98.9%)	(\$96.41)	(\$27.00)	(\$6.76)	(\$1.01)		
Model Year (2018: 100%)	-	-	-	-		
Ownership (100%)	-	-	-	-		
Operating (100%)					-	
Total:	\$8,668.59	\$2,428.00	\$608.24	\$90.99	\$63.70	\$112.95

Non-Active Use Rates

	Hourly
Standby Rate	\$24.63
Idling Rate	\$87.14

Rate Element Allocation

Element	Percentage	Value
Depreciation (ownership)	48%	\$4,207.20/mo
Overhaul (ownership)	34%	\$2,980.10/mo
CFC (ownership)	7%	\$613.55/mo
Indirect (ownership)	11%	\$964.15/mo
Fuel (operating) @ 2.57	59%	\$37.89/hr

Revised Date: 1st Half 2018

These are the most accurate rates for the selected Revision Date(s). However, due to more frequent online updates, these rates may not match Rental Rate Blue Book Print. Visit the Cost Recovery Product Guide on our Help page for more information.

The equipment represented in this report has been exclusively prepared for PHIL HEWES (phewes@lmheavycivil.com)



EquipmentWatch™

Custom Rates

6190 Powers Ferry Rd, NW-Suite 320
Atlanta, GA, 30339

TO: Patrick Frew LM Heavy Civil Construction, LLC

FROM: Myles Harper

Date: 10/14/2016

RE: Blue Book Rental Rates

As per your request, EquipmentWatch has calculated the Custom Blue Book Rates for the following equipment. The outlined Custom Blue Book rates are as follows:

Equipment: Mantis 14010; Cost: \$625,000.00					
Ownership Rates				Operating Rate	
Monthly	Weekly	Daily	Hourly	Hourly Op. Cost	FHWA Rates
\$10,224.30 <i>176 = 58.09</i>	\$2,864.88	\$747.36	\$114.18	\$42.65	\$100.74 ✓

The above rates are based on standard Blue Book methodology and calculations using an acquisition cost and survey data. No adjustment for age is necessary as the above rates are indexed to the acquisition cost. Regional adjustments for Massachusetts have been applied.

If we can be of further assistance please don't hesitate to call us at 800-669-3282.

Sincerely,

Myles Harper
 Industry Analyst
 EquipmentWatch
 Tel. No.: 770-618-0191
 E-mail: myles.harper@penton.com

Date
March 29, 2018

Philippe Hewes
LM Heavy Civil Construction, LLC
404 E. Atlantic Blvd., Suite 101
Pompano Beach, FL 33060

Ref: Berth 17 and Paving Project - Pipe Pile Capacities
PCN 33 Additional Two Piles at East Dolphin No. 3

Gentlemen:

We are in receipt of your letter dated March 7, 2018 concerning PCN 33 Additional Two Piles at Dolphin No. 3 requesting an additional \$372,888.83 to drive an additional two (2) pipe piles on the Port of Palm Beach District Berth 17 Project. This request for additional compensation and time is denied.

The dolphin piles which were originally designed and included in the contract were to be 18" PCPS piles typically as detailed on drawings W-9 and W-14 and in Specification Section 31 62 13.23. Thirty (30) piles were to be installed as either vertical or battered piles. LMH's lump sum bid for these piles was to be based on 90 foot long piles as specified on drawing W-1 R1, Note 5 Concrete Piles under the Materials section.

Specification Section 31 62 13.23 Prestressed Concrete Piles identifies the contract requirements with respect to the acceptability of the driven piles and the measurement and payment terms. In part, Paragraph C Measurement and Payment states:

"1. There is no separate payment item for the work of this section. Base the Contract Sum on number, size, capacity and dimensions of piles indicated from tip to cutoff, plus not less than 12 inches of overlength for cutting piles at cutoff elevations....

a. Should the total length of piles vary from the lengths shown on the Contract Drawings, The contract price will be adjusted on the basis of the unit price bid/contracted for adjustment of pile length as specified in Section 01 22 00, "Unit Prices".

b. The contract price for piling shall include the cost of all necessary equipment.... If, in re-driving, it is found that any pile is not of sufficient length to provide the capacity specified, notify the

ENGINEER, who reserves the right to increase or decrease the total length of piles to be furnished and installed by changing the pile locations or elevations, requiring the installation of additional piles, or directing the omission of piles from the requirements shown and specified. **Payment for piles will be based on successfully installing piles to both the minimum tip elevation and satisfying the acceptance criteria identified herein....**
(Emphasis added)

Further, Paragraph 1.3 Design and Performance Requirements subparagraph A.1 provides the loading capacity requirement for these piles:

“1. Design Loads: 80 Tons (compression) and 40 Tons (tension) working loads.”

Specification Section 01 22 00 Unit Prices includes an adjustment for the length of the piles if the work shown and required by the Construction Documents is increased or decreased beyond the specified 90 foot length. Specifically, the following agreed unit prices are listed relative to these piles:

“Unit Price No. 1: PCPS Concrete Pile Longer than Indicated

1. Description: Unit price added in accordance with Section 31 62 13.23, “Prestressed Concrete Piles” if longer piles are determined to be required based on load test and ordered by the ENGINEER.
2. Unit of Measurement: Linear Foot

Unit Price No. 2: PCPS Concrete Pile Shorter than Indicated

1. Description: Unit price deducted in accordance with Section 31 62 13.23, “Prestressed Concrete Piles” if shorter piles are determined to be sufficient based on load test and ordered by the ENGINEER.
2. Unit of Measurement: Linear Foot

Unit Price No. 3: Additional PCPS Concrete Piles

1. Description: Unit price added in accordance with Section 31 62 13.23, “Prestressed Concrete Piles” if additional piles are determined to be required and ordered by the ENGINEER. Price to be based on lengths indicated. If this item is elected and piles are longer or shorter the unit prices above shall also apply.
2. Unit of Measurement: Each

Unit Price No. 4: Dynamic Pile Load Test

1. Description: Unit Price added or Deducted in accordance with Section 31 62 01, "Pile Testing" if determined to be required or ordered by ENGINEER.
2. Unit of Measurement: Each"

Section 00 52 00 Paragraph 7.1 states, in part, the following:

"7.1 The District shall pay, and the Contractor shall accept, as full and complete payment for the Contractor's timely performance of its obligations hereunder the following fixed price of **ten million four hundred eighteen thousand five hundred and sixty seven Dollars (\$10,418,567.00)**. The prices set forth in this subparagraph 7.1 shall constitute the Concrete Price, which shall not be modified except by Change Order as provided in this Contract....

7.1.2 For additions to or deductions from the Work, the following unit prices shall be used in adjusting the above prices, as described in Section 01 22 00.

Item No. 1 PCPS Concrete Piles Longer than Indicated (Add)
\$80 / LF

Item No. 2 PCPS Concrete Piles Shorter than Indicated (Deduct)
\$50 / LF

Item No. 3 Additional PCPS Concrete Piles at indicated Length
\$7,200.00 /Each

Item No. 4 Dynamic Pile Load Test
\$2.00 /Each

...."

The terms of the original contract are clear and the final depth of the piles is determined by the pile capacity achieved by LMH when driving the piles. The final compensation for the final pile lengths installed would be the amount included in lump sum contract amount adjusted by the actual pile lengths as compared to the 90 foot base length. If the actual pile lengths were longer than 90 feet there would be an additional amount. If shorter, there would be a reduction in contract value.

LMH approached the Port with essentially a value engineering proposal to change the number of piles, the size of the piles, and the material of the dolphin piles from concrete to steel to facilitate its construction means and methods. As an incentive, and guarantee, to the Port, LMH stated that no functionality would be lost and that steel piles would be a safer, faster, and a more cost effective alternative to PCPS piles. As a result, a financial incentive would be offered to the Port to allow this change to the contract and LMH agreed to pay for the new design and provide the Port with a credit to its lump sum bid. Notwithstanding that LMH never signed a change order to

incorporate this change into the contract, it is clear that there was an agreement between LMH and the Port and each proceeded as if there was agreement.

LMH letter to the Port of Palm Beach District dated March 15, 2017 states:

“LM Heavy Civil Construction (LMH) has proposed to substitute the dolphin-precast piles for steel piles. LMH has agreed to have AECOM design the steel piles. To expedite the design it has been agreed between LMH, AECOM, and The Port of Palm Beach District that the design cost will be charged to the Port of Palm Beach District (LMH has attached to this letter the estimated cost for this design). LMH will then provide a credit to the Port of Palm Beach District for the AECOM design cost charged to the Port of Palm Beach District.”

The Port directed AECOM to re-design the dolphin piles and change the PCPS piles to steel pipe piles and the Port issued an amendment to AECOM to provide the additional engineering services for a not to exceed price of \$22,558.00. This redesign was provided and consisted of new drawing W-9 R4 Dolphins Plan and Sections and a new specification section 31 62 16 Steel Pipe Piles for Dolphins. This design was provided to LMH for review and resolution of the agreement with the Port.

The overall design intent and the basic philosophy of acceptance of the piles did not change. Drawing W-9 R4 provided LMH the layout of the piles, the number of piles required, and defined the piles as being 32” diameter pipe piles. The total number of piles was reduced from 30 piles to 12 piles; however, the size of the piles was larger. The drawing specifies the minimum tip elevation to be elevation -93 for the inner dolphins and elevation -118 for the outer dolphin. The Allowable Compression Capacity required for the inner dolphin is defined as 120 tons and for the outer dolphin as 200 tons. The Allowable Tension Capacity is specified as 65 tons for the inner dolphin and 150 tons for the outer dolphin.

Specification Section 31 62 16, paragraph 3.7 Unacceptable Piles states:

“A. Unacceptable piles are defined as piles that **fail penetration requirements, capacity requirements**, are placed or cut off in positions beyond specified tolerances, or are damaged.

B. **Replace unacceptable piles with piles that conform to specific requirements at no additional cost to the DISTRICT or alternatively, in lieu of replacing unacceptable piles, additional piles may be placed** in locations other than those shown on the Contract Documents. This alternative may be used only with prior approval of the ENGINEER for each individual location of use. **All costs for design, analysis and construction of such alternative designs shall be at the expense of the CONTRACTOR.** (Emphasis added)

The contract requires LMH to achieve both the minimum tip elevation and the capacity requirement for each pile. This requirement did not change between the original contract with the PDPS piles and the revised steel pipe piles. However, LMH apparently stopped driving the piles at the minimum tip elevation knowing that it had not achieved the required capacities for each pile.

The piles as installed are therefore classified as unacceptable piles. LMH has two options. LMH can drive the piles deeper to achieve the capacity or LMH can place additional piles. In either event, all costs for design, analysis and construction are at the expense of LMH. LMH owes the Port for the costs the Port has incurred to perform an analysis and in part, to provide an additional option to LMH to drive two (2) additional piles to achieve the minimum capacity requirements for the dolphins. This additional cost will be provided to LMH at the appropriate time after LMH has completed its contractual requirements for the installation of these piles and after any additional analysis has been performed to assure that they are acceptable to the Port. At that time the total design costs can be quantified.

In order to ensure that the Port was not going to incur additional cost directly related to this change in pile type, the value engineering proposal from LMH would have included a unit price cost to replace the unit price costs for the PCPS piles as defined in the contract specification Sections 00 52 00 and 01 22 00 or LMH accepted the same unit prices as stated for the PCPS piles in direct substitution of the steel pipe piles. It is not reasonable or anticipated that the Port would incur any additional costs beyond what it would have incurred in the original contract using PCPS piles and that was the basis for the Port accepting LMH's proposal to change the pile type.

LMH was fully aware of the risks associated with the substitution of steel pipe piles for the PCPS piles and assured the Port that this was feasible. LMH was fully in control of the means and methods of installation. Finally, LMH is responsible to perform the work in accordance with the contract requirements, which specifically included achieving the design loading criteria for each pile regardless of the type of pile. LMH has not fulfilled its contractual responsibilities related to the dolphin piles.

We request that you advise us as soon as possible on how and when LMH intends to complete its contract related to the dolphin piles. All delays in completion are the responsibility of LMH and the Port will not accept any additional cost or provide any time extension for LMH's failure to perform in accordance with the contract documents. No change to the contract is warranted and compensation for the installation of these piles will be made based on the contract terms upon completion of the contract work.

The Port will consider a reasonable adjustment to the lump sum amount based on the contract unit price adjustments as originally intended in accordance with Section 00 52 00 subparagraph 7.1.2. Any adjustment will first be offset by the design and analysis costs incurred or to be incurred by the Port.

This claim for additional costs of \$372,885.83 as presented is denied.



Sincerely,

A handwritten signature in blue ink that reads 'Karen D. Brandon'. The signature is fluid and cursive.

Karen D. Brandon, PE

KDB/dw

cc: Manuel Almira
Jose Soler
Diana Lopez
John Carel

Date
March 29, 2018

Philippe Hewes
LM Heavy Civil Construction, Inc.
1100 Park Central Blvd., Suite 3800
Pompano Beach, FL 33064

Subject: Port of Palm Beach District – Berth 17 and Paving Project
Pipe Pile Capacities - PCN 33 PDA, Plugs and Down Time Due to Piles Not Reaching Capacities

Gentlemen:

We are in receipt of your letter dated March 12, 2018 concerning PCN 33 PDA, Plugs and Down Time Due to Piles Not Reaching Capacities requesting an additional \$560,542.15 on the Port of Palm Beach District Berth 17 Project. This request for additional compensation and time is denied.

Similar to our response to LMH's claim for additional compensation for two (2) additional dolphin piles, LMH has failed to recognize that LMH has not performed this work in accordance with the contract requirements and it was LMH that approached the Port with essentially a value engineering proposal to change the number of piles, the size of the piles, and the material of the dolphin piles from concrete to steel to facilitate construction means and methods. As an incentive, and guarantee, to the Port, LMH stated that no functionality would be lost and that steel piles would be safer, faster, and a more cost effective alternative to PCPS piles. As a result, a financial incentive would be offered to the Port to allow this change to the contract and LMH agreed to pay for the new design and provide the Port with a credit to its lump sum bid. Notwithstanding that LMH never signed a change order to incorporate this change into the contract, it is clear that there was an agreement between LMH and the Port and each proceeded as if there was agreement.

Specification Section 31 62 13.23 Prestressed Concrete Piles identifies the contract requirements with respect to the acceptability of the driven piles and the measurement and payment terms. In part, Paragraph C Measurement and Payment states:

“1. There is no separate payment item for the work of this section. Base the Contract Sum on number, size, capacity and dimensions of piles indicated from tip to cutoff, plus not less than 12 inches of overlength for cutting piles at cutoff elevations....

a. Should the total length of piles vary from the lengths shown on the Contract Drawings,.... The contract price will be adjusted on the basis of the unit price bid/contracted for adjustment of pile length as specified in Section 01 22 00, “Unit Prices”.

b. The contract price for piling shall include the cost of all necessary equipment.... If, in re-driving, it is found that any pile is not of sufficient length to provide the capacity specified, notify the ENGINEER, who reserves the right to increase or decrease the total length of piles to be furnished and installed by changing the pile locations or elevations, requiring the installation of additional piles, or directing the omission of piles from the requirements shown and specified. **Payment for piles will be based on successfully installing piles to both the minimum tip elevation and satisfying the acceptance criteria identified herein....** (Emphasis added)

The terms of the original contract are clear and the final depth of the piles is determined by the pile capacity achieved by LMH when driving the piles.

LMH letter to the Port of Palm Beach District dated March 15, 2017 states:

“LM Heavy Civil Construction (LMH) has proposed to substitute the dolphin-precast piles for steel piles. LMH has agreed to have AECOM design the steel piles. To expedite the design it has been agreed between LMH, AECOM, and The Port of Palm Beach District that the design cost will be charged to the Port of Palm Beach District (LMH has attached to this letter the estimated cost for this design). LMH will then provide a credit to the Port of Palm Beach District for the AECOM design cost charged to the Port of Palm Beach District.”

The Port directed AECOM to re-design the dolphin piles and change the PCPS piles to steel pipe piles and the Port issued an amendment to AECOM to provide the additional engineering services for a not to exceed price of \$22,558.00. This redesign was provided and consisted of new drawing W-9 R4 Dolphins Plan and Sections and a new specification section 31 62 16 Steel Pipe Piles for Dolphins. This design was provided to LMH for review and resolution of the agreement with the Port.

The overall design intent and the basic philosophy of acceptance of the piles did not change. Drawing W-9 R4 provided LMH the layout of the piles, the number of piles required, and defined the piles as being 32” diameter pipe piles. The total number of piles was reduced from 30 piles to 12 piles; however, the size of the piles was larger. The drawing specifies the minimum tip elevation to be elevation -93 for the inner dolphins and elevation -118 for the outer dolphin. The Allowable Compression Capacity required for the inner dolphin is defined as 120 tons and for the outer dolphin as 200 tons. The Allowable Tension Capacity is specified as 65 tons for the inner dolphin and 150 tons for the outer dolphin.

Specification Section 31 62 16 paragraph 1.6 Quality Assurance, subparagraph B states:

“B. In accordance with the provisions of *Section 31 62 01, “Pile Testing”* and *Section 01 40 00, “Quality Requirements”*, engage the services of a Professional Engineer (CONTRACTOR’s Engineer) licensed in the State of Florida, who will be present on the site at all times during pile installations to ensure and certify the piles are installed in accordance with design and code

requirement. The CONTRACTOR's Engineer shall prepare and submit a report of the pile driving and fulfill all other requirements specified elsewhere in this specification."

Further, in subparagraph D:

"D. Selection of pile driving equipment and installation of piles shall be under the direction of the CONTRACTOR's Engineer."

Section 3.5 Test Piles, Paragraph A Dynamic Pile Test, subparagraph 3 states:

"3. Prior to driving test piles, the CONTRACTOR's Engineer shall submit a wave equation analysis using the proposed driving system. Based on this analysis, the CONTRACTOR shall determine order lengths and proposed driving criteria for the test piles."

In fact, the CONTRACTOR's Engineer, Universal Engineering Sciences, Inc. did prepare and submit its Preliminary Wave Equation Analyses in a letter dated October 25, 2017. Within this report, Universal identified the driving system, the pile information, the subsurface information it used and then performed the required wave equation analysis. Universal concluded the following:

"Based on our examination of the wave equation analyses, the proposed Pileco D30 open ended diesel hammer is capable of installing the 32-inch steel open-ended pipe to the ultimate capacities without overstressing the piles and in accordance with the limits defined in **Florida Department of Transportation (FDOT) Standard Specifications for Road and Bridge Construction Section 455 Item B: Piling**. Note however, in a fully plugged condition, that practical refusal may be achieved prior to obtaining the minimum tip elevation. Note that final acceptance of this hammer will be performance based during the test pile program." (Emphasis in original letter.)

Per the contract requirements, the installation of the piles is under the direction of LMH's engineer, which very specifically performed analyses for open ended piles and plugged condition and made its recommendations to LMH. It is noted that this is a condition specific to steel pipe piles and would not have been a consideration for the specified PCPS concrete piles and a condition that LMH must have considered when suggesting this change as a value engineering proposal. LMH and the CONTRACTOR's Engineer made the determination as to whether the piles should be driven as open ended or plugged to meet the design criteria as required by the contract. This is not a change to the contract or a changed condition, but was a known condition by LMH and a risk considered that it accepted when suggesting the change to steel pipe piles.

LMH stated in its March 12, 2018 letter:

"All piles were driven to design tip elevations. Not a single pile of the twelve driven reached design capacities."

We agree, however that is not what was required to be done by the contract and LMH did not meet the contract requirements to meet the minimum tip elevation and the design capacity. Specification Section 31 62 16, paragraph 3.7 Unacceptable Piles states:

“A. Unacceptable piles are defined as piles that **fail penetration requirements, capacity requirements,** are placed or cut off in positions beyond specified tolerances, or are damaged.

B. **Replace unacceptable piles with piles that conform to specific requirements at no additional cost to the DISTRICT or alternatively, in lieu of replacing unacceptable piles, additional piles may be placed** in locations other than those shown on the Contract Documents. This alternative may be used only with prior approval of the ENGINEER for each individual location of use. **All costs for design, analysis and construction of such alternative designs shall be at the expense of the CONTRACTOR.**” (Emphasis added)

The contract requires LMH to achieve both the minimum tip elevation and the capacity requirement for each pile. This requirement did not change between the original contract with the PCPS piles and the revised steel pipe piles. However, LMH apparently stopped driving the piles at the minimum tip elevation knowing that it had not achieved the required capacities for each pile.

Section 3.8 Corrections of Deficiencies specifies the requirements in the contract:

“A. General:

1. Notify the ENGINEER immediately, in writing, of the failure of a pile to meet any requirement of this Section. Include with such written notification **all information required for the evaluation of remedial measures, including all information required for redesign.**

2. If it is determined that a pile does not meet the requirement of this Section, perform all remedial work associated with the deficient pile....

.B Pile Analysis and Redesign

1. If a pile fails to comply with the alignment or location requirements of this Section, the CONTRACTOR's Engineer shall calculate and submit to the ENGINEER for approval, the load capacity requirements of that pile based on the actual, “as-driven” alignment and location....

2. In the case of a pile with some deficiency that affects load capacity, the CONTRACTOR's Engineer shall calculate the load capacity requirements of that pile, based on its actual “as-driven” location and alignment. If the calculation indicates that the loading on the pile exceeds some reduced allowable loading less than the design load, including zero loading, as determined in the sole

judgement of the ENGINEER, then the CONTRACTOR shall perform such remedial work as the ENGINEER may approve, including, but not limited to re-driving piles, furnishing and driving additional piles at locations approved by the ENGINEER and modifying pile caps and/or superstructure.

3. If a pile fails to comply with any other requirement of this Section and the ENGINEER determines that modifications to pile caps or superstructure, or the driving of additional piles is necessary, the CONTRACTOR's Engineer shall perform all required redesign and detailing and submit to the ENGINEER for approval.

C. The CONTRACTOR at their option and at any time they determine that a pile will not satisfy the requirements of this Section, including encountering an underground obstruction, may, subject to the notification provisions hereinbefore, abandon such pile and replace it with a new pile or piles rather than await direction or approval from the ENGINEER...."

As admitted by LMH the piles "as-driven" piles did not meet the capacity requirements of the contract. In fact, the alignment and location were also incorrect in addition to the piles not meeting the design capacities. These deficiencies directly affect the remedial work required and are the sole responsibility of LMH. The installation of the pipe pile plugs was a decision by the CONTRACTOR's Engineer and LMH in an attempt to meet the design requirements of the contract as was indicated by the CONTRACTOR's Engineer analyses and is the responsibility of LMH.

The additional PDA tests served two purposes. First, they helped fulfill LMH's requirement to provide to the ENGINEER the CONTRACTOR's Engineer calculation and submission of the load capacity requirements of that pile based on the actual, "as-driven" alignment and location. Second, by performing individual testing on each pile, more information is available to the design engineer and the code required safety factors in the design process can be reduced, which allowed the inner dolphin piles to be determined to be acceptable as-driven. This additional testing was to the benefit of LMH and the CONTRACTOR'S Engineer in their evaluation. It is our opinion that this is a necessary part of the cost necessary to evaluate the "as-driven" installation by the CONTRACTOR's Engineer. However, referring to Section 00 52 00 Paragraph 7 Fixed Price and Contract Payment, the agreed upon unit price for Dynamic Pile Load Tests in the contract is \$2.00 each. Ten (10) additional PDA tests therefore have a total value of \$20.00 if determined to be directed by the ENGINEER.

LMH also states that in addition to the pipe pile plugs being installed, that each PDA test requires multiple strikes requiring the equipment and crews to be placed on standby. The delays are the responsibility of LMH, not the Port. The installation of the pipe pile plugs was a decision by LMH and the CONTRACTOR's Engineer to meet the design pile capacity requirements. The delay due to the restriking required by the PDA tests is strictly a function of the test. This cost and delay was required by the deficiencies of LMH in installing the piles not in accordance with the contract and therefore LMH's responsibility. With respect to standby time, LMH was responsible for the time and cost for the installation, re-design, and remedial work for these piles. As noted above, LMH had the option to proceed at any time LMH determined that a pile did not satisfy the requirements of the Steel Pipe Piles of Dolphins Section. Specifically,

LMH could have abandoned such pile and replaced it with a new pile or piles rather than wait for direction or approval from the ENGINEER. Again this is the responsibility of LMH, not the Port.

Specification Section 31 62 16, paragraph 3.8 Correction of Deficiencies, subparagraph F. Cost of Analysis, Redesign and Remedial Measures states:

“1. The ENGINEER will determine if pile deficiency is due to unavoidable field conditions, such as obstructions, or due to CONTRACTOR operations.

2. Deficiencies due to CONTRACTOR's Operations: It is the intent of the Contract that the cost of the entire analysis, whether or not it results in the determination of the necessity for corrective measures and remedial measures including additional piles, modification to pile caps and superstructure, spudding natural or man-made obstructions, work associated with abandonment of piles whether necessary or for the CONTRACTOR's convenience shall be borne by the CONTRACTOR. The CONTRACTOR shall also bear the cost of redesign necessitated by damaged piles and piles installed in misdriven locations.”

The pile deficiencies are not due to unavoidable field conditions. They are due to LMH operations. LMH is responsible to bear the costs and time related to resolving the pile deficiencies. Further, the Port is also entitled to recover all costs incurred by AECOM related to the analysis and redesign necessitated by the unacceptable dolphin pile installation.

This claim for additional costs of \$560,542.15 as presented is denied.

Sincerely,



Karen D. Brandon, PE
Senior Project Manager

KDB/dw

cc: Manuel Almira
Jose Soler
Diana Lopez
John Carel



Board of Commissioners

Blair J. Ciklin
Jean L. Enright
Peyton W. McArthur
Wayne M. Richards
Katherine M. Waldron

Executive Director
Manuel Almira, PPM®

April 10, 2018

COL Jason A. Kirk
U.S. Army Corps of Engineers Commander
Jacksonville District
701 San Marco Blvd
Jacksonville, FL 32207

Subject: Port of Palm Beach Emergency Dredging

Dear Colonel Kirk,

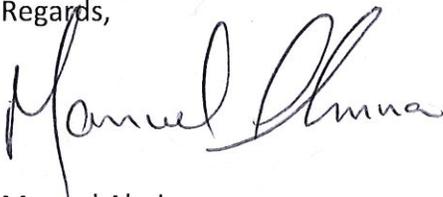
In February 2018, the U.S. Army Corp of Engineers successfully completed the maintenance dredging for the Palm Beach Harbor. The Palm Beach Harbor Maintenance Dredge project included the removal of shoal material from the Entrance Channel, Southern and Northern Turning Basins, as well as the Settling Basin, Expanded and Extended Basins. A total volume of 237,923 cubic yards were dredged and placed on the designated beach area south of the Lake Worth inlet south jetty. Post-dredging hydrographic survey data indicated that the dredge has been performed to the required depths within the over dredge allowance.

During the first week of March 2018, the Palm Beach Harbor was impacted by hazardous weather conditions as a result of the effects of a Nor'easter moving through the area. The Nor'easter created high swells and strong winds, which impeded the cruise and vessel traffic in accessing the Port. A post-storm survey performed by the ACOE revealed severe shoaling at the entrance channel as a result of the direct impact from the passing storm. Due to the impact of the accumulated material in the channel, the Palm Beach Pilots Association had issued Draft Restrictions for the Lake Worth Inlet for vessels calling on the Port of Palm Beach. Within a short time of the completion of the annual maintenance dredge, the shoaling depth will be aggravated as the normal material accumulation continues to take place. This is a critical situation for the Port of Palm Beach and its users. Of particular importance is the new vessel activities planned for our Port. As an example, Tropical Shipping is scheduled to receive its first of five new ships in a few months from now. These five container vessels that are being built are wider than the largest ship currently in their fleet by at least five feet. Additionally, our cruise company will commence sailing two passenger vessels on Friday, April 13, 2018 instead of just one. Essentially the Port of Palm Beach will have a passenger vessel crossing the inlet every day.

The Port of Palm Beach recognizes the urgent compelling need to address this critical situation and understands the need for immediate action. The Port respectfully requests the ACOE to begin the necessary coordination for the execution of an emergency relief dredge to an unrestricted depth at the Palm Beach Harbor entrance channel.

Thank you for your attention to this important matter. If you have any questions, please contact me at (561) 383-4131.

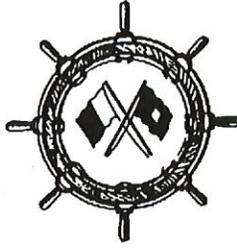
Regards,

A handwritten signature in black ink, appearing to read "Manuel Almira". The signature is fluid and cursive, with the first name "Manuel" being larger and more prominent than the last name "Almira".

Manuel Almira
Port Executive Director

Attachment

cc: Jerry T. Murphy, USARMY CE Deputy District Engineer
Bryan Merrill, USARMY CE Project Manager
Kenneth L. Hern, PoPB Senior Director of Port Operations
José Soler, PoPB Port Engineer



Gregory G. Turner
William G. Roden, Jr.

William D. Messer
Matthew L. Rigby
Reid R. Hansen

Palm Beach Harbor Pilots' Association

200 E. 13th Street, Suite B
Riviera Beach, Florida 33404-6930
Office: (561) 845-2628
Email: PBPilots@aol.com

March 31th, 2018

To: Vessel Operators, Ships Agents, Port Users, & Port Officials

Subject: Draft Restrictions for Lake Worth Inlet

Recent soundings approved by the Army Corps of Engineers show moderate shoaling on the north quarter of the entrance channel from passing storms. All vessels are restricted to a maximum operating draft of 32' feet at high water slack and 29' feet at low water slack. Vessels arriving within 3 feet of the maximum allowable draft for the Port of Palm Beach will be restricted to transiting at High Water Slack. All drafts are for salt water.

Vessels carrying petroleum products are reduced to 31' feet at high water slack and 28' feet at low water slack.

Slip 1 has a maximum operating draft of 29' feet . Slip 2 and 3 have a maximum operating draft of 32' feet except for molasses tankers which can load and sail at 33' HWS from berth 16.

Please contact us if you have any further questions.

Sincerely,

Palm Beach Harbor Pilots' Association

**PORT OF PALM BEACH DISTRICT
REQUEST FOR DISCUSSION AND
COMMISSION ACTION**

**DISTRICT REPORTS
ITEM G-3**

PREPARED BY: Venice Howard Deputy Clerk April 9, 2018

SUBJECT: **GOVERNMENTAL AFFAIRS REPORT**

BACKGROUND: For your review and discussion, attached is a copy of the Governmental Affairs Report provided by Mr. Richard Pinsky.

ADDITIONAL INFORMATION ATTACHED: No _____ Yes X

FINANCIAL IMPACT: N/A

RECOMMENDATION: None. Informational Item Only.

Respectfully Submitted By:



Manuel Almira, Executive Director

DATE ACTION TAKEN: _____

Approved: _____

Disapproved: _____

Deferred To: _____

Incorporated into Minutes: _____

Motion By: _____

Seconded By: _____

Unanimous: Yes _____ No _____

By: _____

Port of Palm Beach Governmental Affairs Report

April 19, 2018

2018 Session

Following the March 14th Port of Palm Beach Commission Meeting, Governor Rick Scott released his 2018 Line Item Veto List of projects, eliminating them from the budget adopted by the legislature.

The following items impacting Palm Beach County, were vetoed:

- \$150,000 for the City of Riviera Beach Summer Youth Employment Program.
- \$250,000 for Palm Beach Zoo and Conservation Society
- \$500,000 for the City of Palm Beach Gardens City Hall expansion

The following item impacting Florida's ports, was vetoed:

- \$300,000 for 10'x10' heat exhaustion break pods for port workers

At the same time, and escaping the veto pen, was the \$2 million dollars for the Port of Fernandina's Multipurpose Dock Crane and Warehouse, which was APPROVED.

Florida Senate

State Representative Lori Berman was successfully elected to the State Senate on Tuesday, April 10th, in the Special Election for District 31, filling the vacancy created when former State Senator Jeff Clemens resigned.

Governor's Job Growth Grant Fund

The Governor recently announced nearly \$23 million in awards for eleven additional Florida Job Growth Grant Fund projects across the state. The project awards are from The Florida Job Growth Grant Fund, established by Governor Scott and the Florida Legislature last year, which provides \$85 million for improving public infrastructure and enhancing workforce training in Florida.

The Port of Palm Beach has requested funding grant award to help the Port complete its on-port rail upgrades and expansion.

The Florida Department of Economic Opportunity (DEO) has received more than 235 proposals requesting more than \$825 million in funding. The recent \$23 million in awards reflects a total of more than \$57 million in funding awarded to 21 entities across the state.



In addition to the remaining \$28 million available out of the \$85 million fund for FY 2017-18, another \$85 million for the Fund was approved in the budget for FY 2018-19.

Federal Budget

The high hopes that the total budget approval of \$1.5 trillion dollars set aside for infrastructure improvements for roads, rail, bridges, airports, ports, water plants, etc. would translate into one large infrastructure spending plan is officially dead. No one in congress wants to pay for it.

Instead the new congressional direction is for the creation of two smaller bills; reauthorization of the Federal Aviation Authority; and a water resources bill, and calling it the start of an infrastructure package.

As for the future of any TIGER funding, it is a waiting game to see if the Trump Administration really pushes ahead to eliminate the TIGER program altogether. It is doubtful the Administration will garner enough votes to eliminate TIGER, but it will delay getting the program rolled out anytime soon.

**PORT OF PALM BEACH DISTRICT
REQUEST FOR DISCUSSION AND
COMMISSION ACTION**

**DISTRICT REPORTS
ITEM G-4**

PREPARED BY: Venice Howard Deputy Clerk April 9, 2018

SUBJECT: **Commissioner's Report**

BACKGROUND: Commissioner Waldron will provide an oral report on the Commerce Park development efforts.

ADDITIONAL INFORMATION ATTACHED: No X Yes

FINANCIAL IMPACT: N/A

RECOMMENDATIONS: Informational Item Only.

Respectfully Submitted By:



Manuel Almira, Executive Director

DATE ACTION TAKEN: _____

Approved: _____

Disapproved: _____

Deferred To: _____

Incorporated into Minutes: _____

Motion By: _____

Seconded By: _____

Unanimous: Yes _____ No _____

By: _____

**PORT OF PALM BEACH DISTRICT
REQUEST FOR DISCUSSION AND
COMMISSION ACTION**

**OLD BUSINESS
ITEM H-1**

PREPARED BY: Manuel Almira Executive Director April 6, 2018

SUBJECT: Peanut Island Update

BACKGROUND:

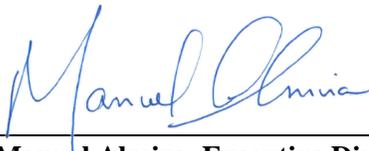
As scheduled, Port staff held the second Peanut Island Round Table on April 5, 2018. From that meeting, it was determined that Eric Call, Director of Parks & Recreation, and I will work together towards developing a Task Force that will attempt to coordinate the different components of this project. Since our last Board Meeting, we have learned that cost estimates for the three facilities (Bunker, Coast Guard House and the Boat House), plus other incidentals total \$4.4 million. Weitz and Company, who performed the estimate, highlighted that just fixing the U.S. Coast Guard House alone to be approximately \$1.8 million. This was discussed openly with the group, determining that we have to work closely with the County to determine the first steps.

ADDITIONAL INFORMATION ATTACHED: No Yes

FINANCIAL IMPACT: N/A

RECOMMENDATION: The Board of Commissioners is respectfully requested to listen to the oral presentation and take whatever action is appropriate.

Respectfully Submitted By:



Manuel Almira, Executive Director

DATE ACTION TAKEN:	_____	
Approved:	_____	Motion By: _____
Disapproved:	_____	Seconded By: _____
Deferred To:	_____	Unanimous: Yes _____ No _____
Incorporated into Minutes:	_____	By: _____

**PORT OF PALM BEACH DISTRICT
REQUEST FOR DISCUSSION AND
COMMISSION ACTION**

**NEW BUSINESS
ITEM I -1**

PREPARED BY: Ken Hern Sr. Director Operations, Security & Facilities April 4, 2018

SUBJECT: Cleaning Services

- Request to Advertise - Request for Proposals

BACKGROUND:

Based on the addition of the Grand Classica, Port staff has determined that for operational efficiency and cost effectiveness, a need exists to consolidate cleaning services. Currently, staffing and materials are sourced from approximately 9 different suppliers.

Port staff is seeking to advertise a request for proposal for cleaning services that will provide both staffing and supplies, in an effort to streamline operations, potentially reduce cost and ensure a clean, safe environment for customers and staff.

FINANCIAL IMPACT: This project is funded from the FY2018 Operating Budget.

ADDITIONAL INFORMATION ATTACHED: No Yes

RECOMMENDATIONS: Port staff respectfully requests the Board of Commissioners to authorize staff to advertise and receive proposals for cleaning services.

Respectfully Submitted By:



Manuel Almira, Executive Director

DATE ACTION TAKEN: _____
Approved: _____
Disapproved: _____
Deferred To: _____
Incorporated into Minutes: _____

Motion By: _____
Seconded By: _____
Unanimous: Yes _____ No _____
By: _____

**PORT OF PALM BEACH DISTRICT
REQUEST FOR DISCUSSION AND
COMMISSION ACTION**

**NEW BUSINESS
ITEM I -2**

PREPARED BY: Ken Hern Sr. Director Operations, Security & Facilities April 4, 2018

SUBJECT: Vending Machine Services

- Award of Contract – Gilly Vending, Inc.

BACKGROUND:

At the December 2017 Port Commission meeting, Port staff requested and received approval to advertise and receive proposals for vending machines services. This is an effort to streamline services: maximizing operational efficiency for the addition of the Grand Classica, highlighting the elegance of our terminal, providing healthy alternatives, and utilizing machines that accept credit and debit cards.

This request for proposal was properly advertised in accordance with our procurement policy, and bids were received by the Port from multiple suppliers. An evaluation team was assembled of Port staff from Operations, Accounting, Business Development and Communications departments.

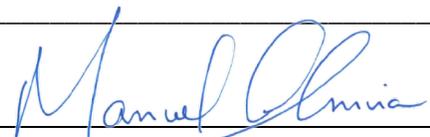
Upon tabulation of evaluations, the team has identified Gilly Vending, Inc. as the high scorer.

FINANCIAL IMPACT: Revenues are based on a percentage of base sales yet to be determined.

ADDITIONAL INFORMATION ATTACHED: No _____ Yes X _____

RECOMMENDATIONS: Port staff respectfully requests the Board of Commissioners approve Gilly Vending, Inc. as our service provider based on the evaluations and authorize the Executive Director to enter in a contract.

Respectfully Submitted By:



Manuel Almira, Executive Director

DATE ACTION TAKEN: _____
Approved: _____
Disapproved: _____
Deferred To: _____
Incorporated into Minutes: _____

Motion By: _____
Seconded By: _____
Unanimous: Yes _____ No _____
By: _____

**PORT OF PALM BEACH DISTRICT
REQUEST FOR DISCUSSION AND
COMMISSION ACTION**

**NEW BUSINESS
ITEM I-3**

PREPARED BY: Paul Zielinski Deputy Director - CFO April 5, 2018

**SUBJECT: Comprehensive Annual Financial Report (CAFR)
Fiscal Year Ended September 30, 2017**
Approval of Port of Palm Beach District CAFR with Independent Auditor's Report thereon for FY 2017.

BACKGROUND INFORMATION: Attached is the Comprehensive Annual Financial Report (CAFR) with Independent Auditor's Report for the Fiscal Year Ended September 30, 2017. The Port's Audit Committee, Independent Auditors and Port Staff met on April 10, 2018 to discuss the results of the FY 2017 CAFR Audit. The Port's Audit Committee has provided a letter to the Board regarding the FY 2017 CAFR Audit.

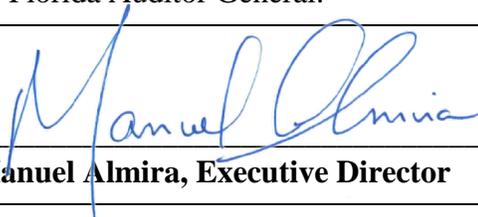
In accordance with the State of Florida Auditor General Local Government Audit Report section 10.557(3) and 10.558(3) of Florida Statutes, the District is to ensure that the CAFR includes all the required elements in a single document and submit two copies of said report within 45 days of the adoption of this resolution to the Auditor General.

ADDITIONAL INFORMATION ATTACHED: No _____ Yes X

FISCAL IMPACT: N/A

RECOMMENDATION: The Board of Port Commissioners is respectfully requested to adopt the attached Resolution for the FY 2017 CAFR Audit, which instructs Port Staff to send two copies of the Port's FY 2017 CAFR to the State of Florida Auditor General.

Respectfully Submitted By:



Manuel Almira, Executive Director

DATE ACTION TAKEN: _____
Approved: _____
Disapproved: _____
Deferred To: _____
Incorporated into Minutes: _____

Motion By: _____
Seconded By: _____
Unanimous: Yes _____ No _____
By: _____



Board of Commissioners

Blair J. Ciklin
Jean L. Enright
Peyton W. McArthur
Wayne M. Richards
Katherine M. Waldron

Executive Director

Manuel Almira, PPM®

April 8, 2018

Board of Commissioners
Port of Palm Beach District
1 East 11th Street, Suite 600
Riviera Beach, FL 33404

Dear Commissioners:

The undersigned, acting as the Audit Committee, pursuant to appointment by you, met on Tuesday, April 10, 2018 with the following Port staff, Manuel Almira, Executive Director, Paul J. Zielinski, Deputy Director-Chief Financial Officer, Daniel Kirchman, CPA, Controller, Bradly Elling, Assistant Controller, Tacaria Anderson-Jones, Manager of Contract Compliance and Accounts Receivable, and Nelson R. Bennett, CPA, partner from the auditing firm of Nowlen, Holt & Miner, P.A.

Nelson R. Bennett, CPA presented a draft of the audited comprehensive annual financial report of the Port of Palm Beach District for the fiscal year ended September 30, 2017. The draft report was reviewed by the Audit Committee. No significant concerns were expressed and no significant changes were recommended to the draft report. All questions were adequately answered.

The executive and financial staff of the Port was available to the Audit Committee to answer our questions and explain in detail any information we required. We would like to thank you for permitting us to serve on the Audit Committee.

Respectfully submitted,

David Talley

Pricilla Taylor

Evette Hardy

Jim Gibbs

Mary Brabham

A RESOLUTION OF THE BOARD OF COMMISSIONERS OF THE PORT OF PALM BEACH DISTRICT AUTHORIZING THE EXECUTIVE DIRECTOR TO DELIVER TWO COPIES OF THE PORT'S AUDIT ALONG WITH ITS RESPONSES OR REBUTTALS TO THE MANAGEMENT LETTER TO THE AUDITOR GENERAL OF THE STATE OF FLORIDA

WHEREAS, the Port of Palm Beach District Board of Commissioners in accordance with the Laws of Florida and by its Charter, Chapter 7081, Acts of 1915 shall under section 10.557(3), Rules of the Auditor General for Local Governmental Entity Audits submit to the Auditor General of the State of Florida two copies of the Port of Palm Beach District's audit report as required by Section 10.558(3) including a written explanation or rebuttal of the Management Letter contained therein as required by Section 10.558(1), Rules of the Auditor General for Local Governmental Entity Audits and;

WHEREAS, pursuant to Article XV of the Charter of the Port of Palm Beach, where, at least once a year the Board of Commissioners of the Port of Palm Beach District shall employ a certified public accountant for the purpose of auditing the books of the Port of Palm Beach District and;

WHEREAS, the accounting firm of Nowlen Holt & Miner P.A. conducted an audit for the Fiscal Year Ended September 30, 2017, in which pursuant to the Charter of the Port of Palm Beach District a committee of five (5) representative business professionals, named by the Port of Palm Beach District Commissioners, met on April 10, 2018 for the purpose of complying with the Audit requirements set forth in Article XV of the charter.

NOW THEREFORE, IT IS HEREBY RESOLVED, THAT THE PORT OF PALM BEACH DISTRICT, BY AND THROUGH ITS BOARD OF COMMISSIONERS, AGREES AS FOLLOWS:

SECTION 1:

The Port of Palm Beach District authorizes the Executive Director and/or his designee in accordance with the State of Florida Auditor General Local Governmental Entity Audit Report (Section 218.39, Florida Statutes) deliver to the State Auditor General within 45 days of the Board's adoption of this resolution, but no later 9 months after the end of the fiscal year, two copies of the Port of Palm Beach District Audit along with its written statement of explanation or rebuttal, including corrective action to be taken, required by Auditor General Rule 10.558(1), if necessary.

SECTION 2:

This resolution shall take effect upon adoption.

PASSED AND ADOPTED THIS 19th DAY OF APRIL, 2018.



**PORT OF PALM BEACH DISTRICT BY ITS
BOARD OF COMMISSIONERS:**

Jean L. Enright, Chairperson

Attest:

Katherine M. Waldron, Secretary/Treasurer

Legal Sufficiency:

Gregory C. Picken, Port Attorney

PORT OF PALM BEACH DISTRICT



COMPREHENSIVE ANNUAL FINANCIAL REPORT

FISCAL YEAR ENDED SEPTEMBER 30, 2017

PORT OF PALM BEACH DISTRICT
COMPREHENSIVE ANNUAL FINANCIAL REPORT
FISCAL YEAR ENDED SEPTEMBER 30, 2017



Prepared by the Finance Department

Paul Zielinski

Deputy Port Director & Chief Financial Officer

Daniel Kirchman, CPA, CGMA[®], CPE[™]

Controller

PORT OF PALM BEACH DISTRICT
 COMPREHENSIVE ANNUAL FINANCIAL REPORT
 SEPTEMBER 30, 2017

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 COMPREHENSIVE ANNUAL FINANCIAL REPORT
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PORT OF PALM BEACH DISTRICT

**PRINCIPAL OFFICIALS
AS OF SEPTEMBER 30, 2017**

PORT BOARD MEMBERS

Blair J. Ciklin	Chairman
Jean L. Enright	Vice-Chairman
Peyton W. McArthur	Secretary/Treasurer
Wayne M. Richards	Commissioner
Katherine M. Waldron	Commissioner

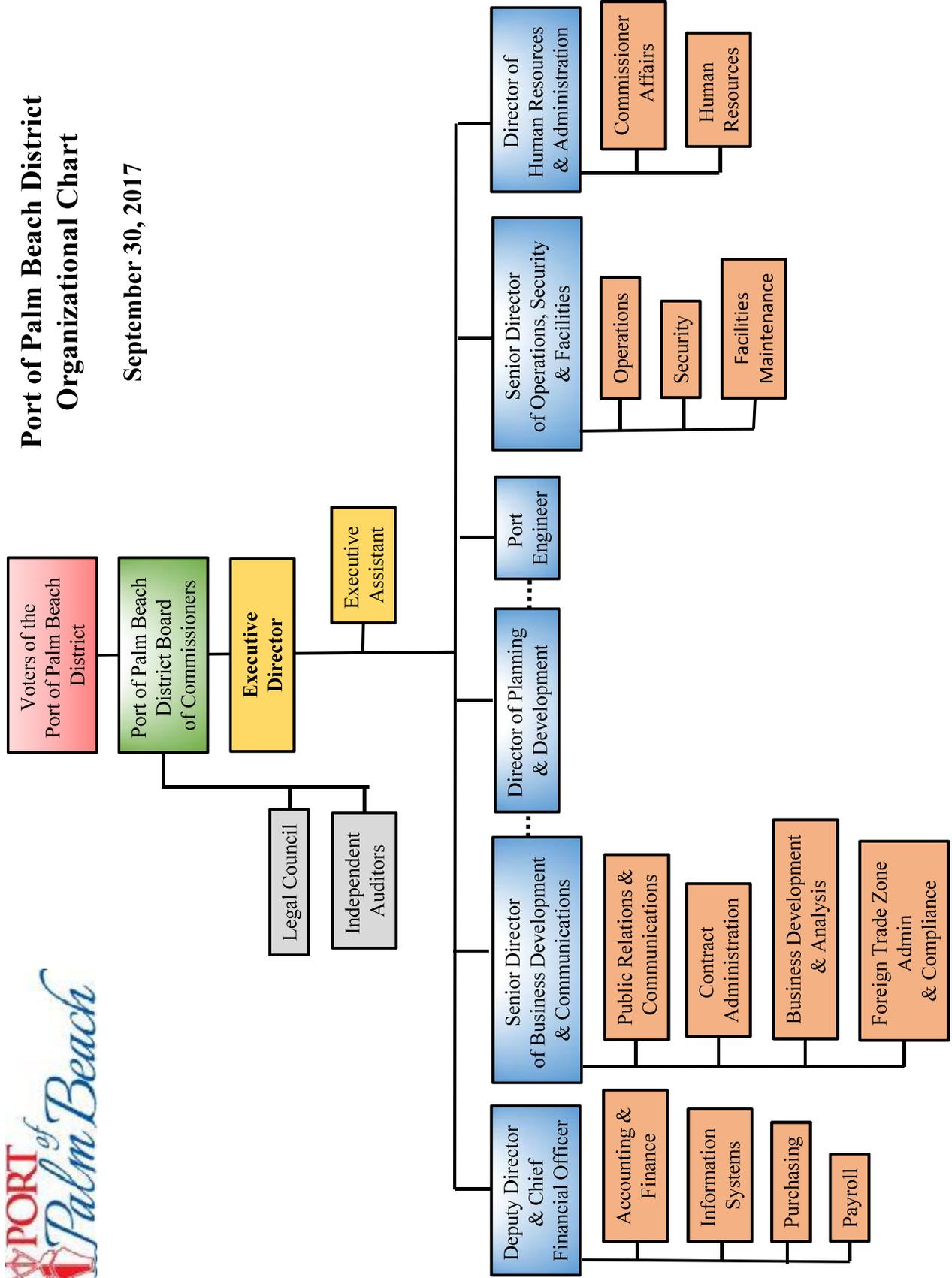
PORT STAFF

Manuel Almira, PPM [®]	Executive Director
Paul J. Zielinski	Deputy Director / Chief Financial Officer
Jose R. Soler-Martinez	Port Engineer
Jarra Kaczwarra	Senior Director of Business Development and Communications
Ken Hern	Senior Director of Security, Facilities, and Operations
Carl Baker	Director of Planning and Development
Daniel Kirchman, CPA, CGMA [®] , CPE [™]	Controller
Richard Laird	Director of Information Systems
Beatrice Greffin	Director Human Resources and Administration



Port of Palm Beach District Organizational Chart

September 30, 2017





NOWLEN, HOLT & MINER, P.A.

CERTIFIED PUBLIC ACCOUNTANTS

WEST PALM BEACH OFFICE
NORTHBRIDGE CENTRE
515 N. FLAGLER DRIVE, SUITE 1700
POST OFFICE BOX 347
WEST PALM BEACH, FLORIDA 33402-0347
TELEPHONE (561) 659-3060
FAX (561) 835-0628
WWW.NHMCPA.COM

EVERETT B. NOWLEN (1930-1984), CPA
EDWARD T. HOLT, CPA
WILLIAM B. MINER, RETIRED
ROBERT W. HENDRIX, JR., CPA
JANET R. BARICEVICH, RETIRED, CPA
TERRY L. MORTON, JR., CPA
N. RONALD BENNETT, CVA, ABV, CFF, CPA
ALEXIA G. VARGA, CFE, CPA
EDWARD T. HOLT, JR., PFS, CPA
BRIAN J. BRESCIA, CFP®, CPA

MARK J. BYMASTER, CFE, CPA
RYAN M. SHORE, CFP®, CPA
WEI PAN, CPA
WILLIAM C. KISKER, CPA
RICHARD E. BOTTS, CPA

INDEPENDENT AUDITOR'S REPORT

Board of Commissioners
Port of Palm Beach District
Riviera Beach, Florida

BELLE GLADE OFFICE
333 S.E. 2nd STREET
POST OFFICE BOX 338
BELLE GLADE, FLORIDA 33430-0338
TELEPHONE (561) 996-5612
FAX (561) 996-6248

Report on the Financial Statements

We have audited the accompanying financial statements of the Port of Palm Beach District as of and for the year ended September 30, 2017, and the related notes to the financial statements, which collectively comprise the Port of Palm Beach District's basic financial statements as listed in the table of contents.

Management's Responsibility for the Financial Statements

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

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. Accordingly, we express no such opinion. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

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

Opinion

In our opinion, the financial statements referred to above present fairly, in all material respects, the respective financial position of the Port of Palm Beach District as of September 30, 2017, and the respective changes in financial position, and cash flows for the year then ended in accordance with accounting principles generally accepted in the United States of America.

Other Matters

Required Supplementary Information

Accounting principles generally accepted in the United States of America require that the management's discussion and analysis on pages 6 through 18, the schedule of funding progress – other postemployment benefits on page 64, and the pension schedules on pages 65 through 68, be presented to supplement the basic financial statements. Such information, although not a part of the basic financial statements, is required by the Governmental Accounting Standards Board, who considers it to be an essential part of financial reporting for placing the basic financial statements in an appropriate operational, economic, or historical context. 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.

Other Information

Our audit was conducted for the purpose of forming an opinion on the financial statements that collectively comprise the Port of Palm Beach District's basic financial statements. The introductory section, accompanying schedules listed as other supplementary information on pages 69 through 79, and the statistical section, are presented for purposes of additional analysis and are not a required part of the basic financial statements. The prior year other supplementary information has been derived from the Port of Palm Beach District's 2016 basic financial statements and, in our report dated May 4, 2017 we expressed an unqualified opinion on those financial statements. The schedule of expenditures of federal awards and state financial assistance on page 96 is presented for purposes of additional analysis as required by Title 2 U.S. *Code of Federal Regulations* (CFR) Part 200, *Uniform Administrative Requirements, Cost Principles, and Audit Requirements for Federal Awards*; and Chapter 10.550, Rules of the Auditor General, and is also not a required part of the basic financial statements.

The other supplementary information on pages 69 through 78 and the schedule of expenditures of federal awards and state financial assistance are the responsibility of management and were derived from and relate directly to the underlying accounting and other records used to prepare the basic financial statements. Such 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 financial statements or to the basic financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the information is fairly stated in all material respects in relation to the financial statements as a whole.

The introductory section, schedule of operating statistics presented on page 79, and the statistical section have not been subjected to the auditing procedures applied in the audit of the basic financial statements and, accordingly, we do not express an opinion or provide any assurance on them.

Other Reporting Required by *Government Auditing Standards*

In accordance with *Government Auditing Standards*, we have also issued our report dated April 10, 2018, on our consideration of the Port of Palm Beach District's internal control over financial reporting and on our tests of its compliance with certain provisions of laws, regulations, contracts, grant agreements and other matters. The purpose of that report is to describe the scope of our testing of internal control over financial reporting and compliance and the results of that testing, and not to provide an opinion on the 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 Port of Palm Beach District's internal control over financial reporting and compliance.

Nowlen, Holt & Miner, P.A.

West Palm Beach, Florida
April 10, 2018

MANAGEMENT'S DISCUSSION AND ANALYSIS

As management of the Port of Palm Beach District (Port), we offer readers of the Port's financial statements this narrative overview and analysis of the financial activities of the Port of Palm Beach District for the fiscal years ended September 30, 2017 and 2016. The information presented should be read in conjunction with the financial statements, notes and supplemental schedules found in this report.

FINANCIAL HIGHLIGHTS

- The assets and deferred outflows of resources of the Port exceeded its liabilities and deferred inflows of resources at the close of the most recent fiscal year by \$115,505,902 (*net position*). Of this amount, \$14,695,864 (*unrestricted net position*) may be used to meet the Port's ongoing obligations to creditors.
- The Port's total net position increased by \$4,861,937. This increase consists of \$2,006,556 of income before contributions, and \$2,855,381 of capital contributions.
- At the end of the current fiscal year, unrestricted net position was 161% of cash operating expenses and the return on unrestricted net position was 14%.

OVERVIEW OF THE FINANCIAL STATEMENTS

This discussion and analysis is intended to serve as an introduction to the Port's basic financial statements. The Port's basic financial statements are comprised of two components: fund financial statements and notes to the financial statements. This report also contains other supplementary information in addition to the basic financial statements themselves.

Governmental accounting policy, practice and procedures fall under the auspices of the Government Accounting Standards Board ("GASB"). The Port's financial transactions and subsequent statements are prepared according to the GASB Statement 34 reporting model, as mandated by the GASB. The purpose of the GASB 34 reporting model is to consolidate two basic forms of governmental accounting, governmental (such as municipalities) and proprietary (those entities which generate their own revenues and therefore are similar to a private business such as the Port).

Fund Financial Statements. A *fund* is a grouping of related accounts that is used to maintain control over resources that have been segregated for specific activities or objectives. The Port, like other state and local governments, uses fund accounting to ensure and demonstrate compliance with finance-related legal requirements. The Port has only one fund category: proprietary fund.

Proprietary Funds. The Port maintains only one type of proprietary funds. *Enterprise funds* are used to report the same functions presented as *business-type activities* in the basic financial statements. The Port is considered a proprietary form of government and its financial transactions are recorded in a single Enterprise Fund.

The basic financial statements report information about the Port using the full accrual accounting methods as utilized by similar business activities in the private sector. The financial statements include a statement of net position, a statement of revenues, expenses, and changes in net position, and a statement of cash flows. Please refer to Note 1 in the accompanying financial statements for a summary of the Port's significant accounting policies.

The financial section of this annual report consists of three parts: MD&A, the basic financial statements, and notes to the financial statements. The basic financial statements include:

The *Statement of Net Position* presents financial information on all of the Port's assets, liabilities, and deferred inflows/outflows of resources, with the difference reported as net position. Over time, increases or decreases in net position may serve as a useful indicator of whether the financial position of the Port is improving or deteriorating.

The *Statement of Revenues, Expenses and Changes in Net Position* present information showing how the Port's net position changed during the fiscal year. All changes in net position are reported as soon as the underlying event giving rise to the change occurs, regardless of the timing of related cash flows. Thus, revenues and expenses are reported in this statement for some items that will only result in cash flows in future fiscal periods.

The *Statement of Cash Flows* presents changes in cash and cash equivalents from operational, financing, and investing activities. This statement presents cash receipt and disbursement information without consideration of when earnings are recorded, when an obligation arises, noncash amortization expense or depreciation of capital assets.

The basic proprietary fund financial statements can be found on pages 19 - 23 of this report.

The *Notes to the Financial Statements* provide additional information that is essential to a full understanding of the data provided in the basic financial statements. The notes to the financial statements can be found on pages 24 - 63 of this report.

Other Information. In addition to the basic financial statements and accompanying notes, this report also presents *required supplementary information* concerning the Port's progress in funding its obligation to provide pension and OPEB benefits to its employees, *other supplementary information*, and *statistical data*. This information can be found on pages 64 - 90 of this report.

Financial Analysis

As noted earlier, net position may serve over time as a useful indicator of an entity's financial position. Assets and deferred outflows of resources exceeded liabilities and deferred inflows of resources as of September 30, 2017 and 2016 by \$115,505,902 and \$110,643,965, respectively.

The following table reflects the condensed statement of net position:

Port of Palm Beach District's Net Position

	<u>2017</u>	<u>2016</u>
Current and other assets	\$ 28,005,316	\$ 28,397,442
Capital assets, net	122,935,414	119,578,691
Total assets	<u>150,940,730</u>	<u>147,976,133</u>
 Total deferred outflows of resources	 <u>2,122,323</u>	 <u>1,955,850</u>
 Current liabilities	 6,792,787	 6,268,124
Noncurrent liabilities	30,560,909	32,998,566
Total liabilities	<u>37,353,696</u>	<u>39,266,690</u>
 Total deferred inflows of resources	 <u>203,455</u>	 <u>21,328</u>
 Net investment in capital assets	 99,729,682	 93,240,172
Restricted	1,080,356	1,102,486
Unrestricted	14,695,864	16,301,307
Total net position	<u>\$ 115,505,902</u>	<u>\$ 110,643,965</u>

Current and other assets decreased by approximately \$0.39 million as a result of a decrease in grants receivable of \$1.24 million due to the ending of the front loaded Berth 17 FDOT Seaport Grant funding, that offset increases in cash and cash equivalents of \$0.34 million and trade receivables of \$0.48 million. Prepaid items had a net insignificant increase of \$0.03 million. The Port's operating activities provided approximately \$8.00 million in cash that was mostly offset by capital asset purchases less grants received, and debt service on the revenue bonds.

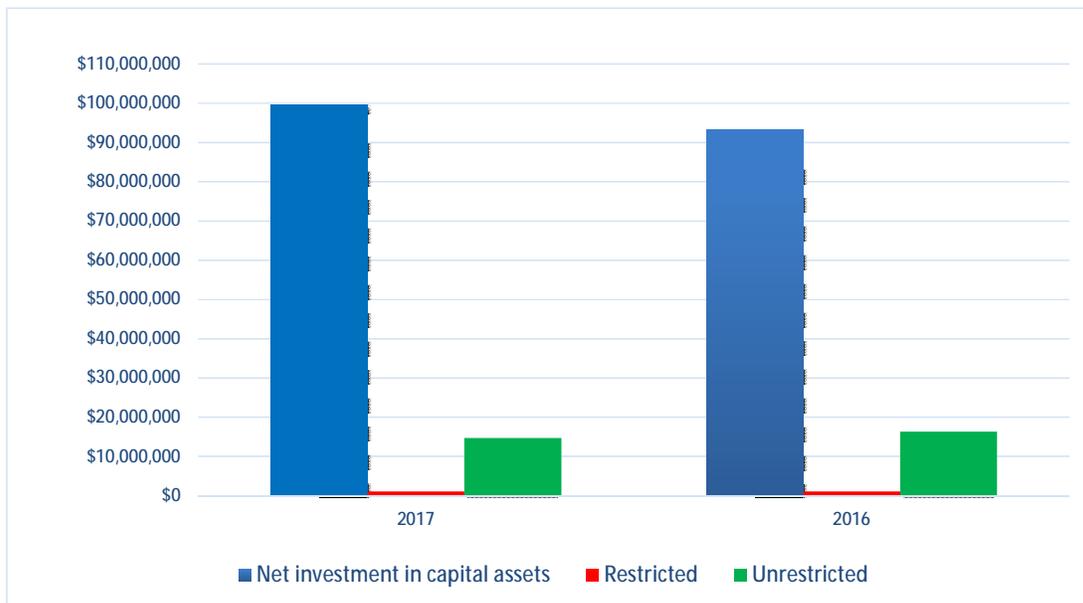
Current liabilities increased by approximately \$0.53 million due to an increase of \$0.41 million in payables, accrued expenses, compensated absences and customer deposits that was primarily the result of the Berth 17 construction payables and retainage and receipts of customer security deposits. Unearned revenue and accrued interest had a net insignificant decrease of \$0.02 million. The current portion of long-term debt increased by \$0.14 million primarily as a result of a larger portion of next year's revenue bond debt payments being principal.

Deferred outflows of resources increased approximately \$0.17 million and Deferred inflows of resources increased \$0.18 million primarily as a result of expected and actual experience, assumptions, projected an actual earnings and methods used by the FRS actuary in performing the GASB calculations to meet the parameters set by GASB Statement No. 68, *Accounting and Financial Reporting for Pensions*. Additional information on the Port's deferred outflows and inflows of resources of pension related items can be found in Note 8, in the accompanying notes to the financial statements.

The decrease in Noncurrent liabilities of approximately \$2.44 million is primarily the result of a decrease in the long-term debt (revenue bonds) of \$3.38 million from principal bond payments. Capital appreciation interest payable increased by \$0.59 million from additional deferred interest on the Series 2002 revenue bonds. Compensated absences, and other postemployment benefits had an insignificant decrease of \$0.06 million. Also, net pension liability increased by \$0.41 million, primarily as a result of changes in actuarial assumptions.

The Port has recorded a liability for the fiscal years ending September 30, 2017 and 2016 of \$3,526,193 and \$3,121,778, respectively, for its proportionate share of the FRS and HIS pension plan's net pension liability as a result of implementing GASB Statement No. 68, *Accounting and Financial Reporting for Pensions* in FY 2015. Additional information on the Port's net pension liability can be found in Note 8, in the accompanying notes to the financial statements.

Net Position



By far the largest portion of the Port's net position as of September 30, 2017 and 2016 (86% & 84%) reflects its net investment in capital assets (e.g., land, buildings, slips, wharfs, improvements, equipment, vehicles, furniture and fixtures and construction in progress, net of accumulated depreciation) less any related debt used to acquire those assets that is still outstanding. These assets are not available for future spending. Although the Port's net investment in its capital assets is reported net of related debt, it should be noted that the resources needed to repay this debt must be provided from operations, since the capital assets themselves cannot be used to liquidate these liabilities.

In addition, a portion of the Port's net position as of September 30, 2017 and 2016 (1%) represents the reserve for maximum debt service, sinking, renewal and replacement, and business development funds that are restricted in accordance with existing bond covenants. The remaining balance of the Port's net position is unrestricted and may be used to meet the Port's ongoing obligations to creditors. At the end of FY 2017, the Port's unrestricted net position was \$14,695,864 (13% of net position), a decrease of (\$1,605,443) or 10% from FY 2016.

The Port's total net position increased by \$4,861,937 or over 4% in FY 2017. Of this amount, \$2,006,556 represents net income before capital contributions and \$2,855,381 represents capital contributions from federal, state and private sources. There is no assurance that these capital contributions from other sources will continue in the future.

The following table reflects the condensed revenue and expense data:

Port of Palm Beach District's Changes in Net Position

	<u>2017</u>	<u>2016</u>
Operating revenues:		
Fees and charges for services	\$ 17,165,322	\$ 16,639,736
Non-operating revenues:		
Investment earnings	46,191	12,668
Other	63,221	31,291
Grant revenue	55,772	1,537,154
Total non-operating revenues	<u>165,184</u>	<u>1,581,113</u>
Total revenues	<u>17,330,506</u>	<u>18,220,849</u>
Operating expenses:		
General expenses	2,213,993	1,865,103
Engineering and maintenance	2,419,325	2,408,293
Security	1,784,325	2,000,425
Administration	1,814,194	1,611,402
Business development	655,740	624,175
Operations	257,559	262,996
Depreciation and amortization	4,786,448	4,538,619
Total operating expenses	<u>13,931,875</u>	<u>13,311,013</u>
Non-operating expenses:		
Grant and related expenses	28,690	1,528,826
Other	97	63,763
Interest	1,363,288	1,523,830
Total non-operating expenses	<u>1,392,075</u>	<u>3,116,419</u>
Total expenses	<u>15,323,950</u>	<u>16,427,432</u>
Income before contributions	2,006,556	1,793,417
Capital contributions	<u>2,855,381</u>	<u>2,547,717</u>
Change in net position	4,861,937	4,341,134
Net position – beginning	<u>110,643,965</u>	<u>106,302,831</u>
Net position - ending	<u>\$ 115,505,902</u>	<u>\$ 110,643,965</u>

Key elements of the increase in net position for the fiscal year ended September 30, 2017 are as follows.

- Operating Revenues (Fees and charges for services) increased by approximately \$0.53 million or approximately 3%. This was primarily due to increases in passenger charges and miscellaneous income as discussed below. Wharfage, dockage and related revenues, passenger and parking charges, and rent and related storage are the largest portion of the Port's operating revenues, accounting for over 91%.

The Port's operating revenues have achieved a compound annual growth rate of over 5% between FY 2008 (the start of the Great Recession) and FY 2017. This is a result of Port management's aggressive marketing campaign that has resulted in attracting new business and growing current business.

The Grand Celebration (the cruise vessel and their owners) began their eighth year of operations (seventh fiscal year) as a multi-day cruise line to the Bahamas. Under the terms of the agreement the Port receives a Passenger Charge for each departing and arriving passenger, the net proceeds from all parking revenue generated from cruising passengers and has agreed to participate in the cost of the sales and marketing efforts of the Celebration cruise ship based upon their passenger counts. Passenger charges were approximately \$6.91 million from 433 thousand passengers and the Ports contribution to the Celebration's sales and marketing effort was approximately \$4.38 million, which resulted in net passenger charges of \$2.53 million for FY 2017. The Port's multiday net -passenger revenue increased by approximately \$0.59 million or 30%. The increase in net revenue was due to the lower rates of the third tiered system of the contractual marketing contribution support that was in effect for approximately 75% of the fiscal year. However, the passenger counts were over 10% lower in FY 2017, and approximately 12% under budget. This was due to Hurricane Matthew, which struck in October 2016, and caused a change in destination to Bimini, Bahamas due to the destruction of infrastructure (hotels, utilities, etc.) in Freeport, Bahamas; a scheduled dry dock in early January 2017; a charter in early May 2017; and then Hurricane Irma, which struck in September 2017, followed by a FEMA chartering the Grand Celebration for relief housing in St. Thomas due to the hurricane. In all, there were a total of twenty (20) missed sailings in FY 2017.

There were no Passengers-Day gaming cruise revenues for the Port in FY 2017. Due to current and possible future changes in Florida's gaming laws, landside gaming, and high operating costs, the future of day gaming vessels at the Port is remote.

Wharfage and cargo related revenue increased by approximately \$0.16 million or 3%, primarily due to increases in container, asphalt, diesel and molasses tonnage and TEU's. However, total cargo tonnage is slightly down, approximately 1%, due to a decline in sugar volumes. The Port has returned to the previous cargo levels since before the effects of the great recession that started in FY 2008, when factoring out the utility fuel oil shipments that mostly ended in FY 2010 when the FP&L power plant was rebuilt to

operate on natural gas. The compound annual growth rates for the past five fiscal years (2013 – 2017) is approximately 4% for both total cargo tonnage and TEU's.

Dockage and related revenue had a nominal increase of approximately \$0.02 million or 1%, primarily due to a new tenant/customer and contractual and tariff rate increases that slightly offset reduced vessel traffic which was primarily sugar.

Rent and related storage decreased by approximately \$0.29 million or 6% primarily due to the full fiscal year loss of the Maritime Office Building (MOB) lease by Tropical Shipping. The loss of the MOB lease was softened by additional space assignments for land and Tropical Shipping leasing office space in the Maritime Office Complex (MOC).

Parking fees decreased by approximately \$0.05 million or 4%, primarily as a result of decreases in passenger counts and their vehicles from the issues regarding the cruise activity previously mentioned above regarding the Grand Celebration. The valet parked vehicles from the Grand Celebration decreased by approximately 6%.

Miscellaneous income increased significantly by approximately \$0.39 million or 201%, primarily due to approximately \$0.15 million for a contractual early termination fee for vacating the MOC lease; \$0.10 million in contractual reservation fees for future new cargo terminal area; and \$0.18 million for a vessel delay penalty due to Hurricane Irma per the Port's tariff.

The remaining operating revenues which consist of switching, licenses, permits, and identification badging increased by approximately \$0.10 million or 16%, primarily due to an increase in rail car switching volume of approximately 9%.

The Schedule of Port Facilities Revenues can be found on page 74 of this report.

- Investment Earnings increased by approximately \$0.03 million as the target range for the federal funds interest rate climbed slightly.
- Other non-operating revenues of approximately \$0.06 million consist of insurance recoveries that were collected from damages that occurred in the previous fiscal year.
- Operating Grant revenue decreased by approximately \$1.48 million, primarily to the close out of the \$2.6 million FY 2014 U.S. Dept. of Homeland Security Port Security Grant Program. The Port recognized approximately \$0.05 million in operating grant revenue for reimbursed repair and maintenance expenses under the new FY 2016 Port Security and FEMA Public Assistance Grant Programs and that started in FY 2017.
- Operating Expenses increased by approximately \$0.62 million or 5%, and operating expenses before depreciation and amortization increased approximately \$0.37 million or 4%. The most significant increases were primarily salary and benefits, hurricane repairs, bad debt and depreciation expenses.

The Port's operating expenses have remained relatively flat between FY 2008 (the start of the Great Recession) and FY 2017, only rising at a compound annual rate of approximately 1%. This is a result of Port Management undertaking a significant effort to reduce expenditures primarily through staff reductions, conservation efforts, and the use of contract services personnel for security, eliminating the railroad and janitorial contracts by bringing the operation of the railroad and janitorial services in-house with existing staff in FY 2009. These changes continue to have a positive effect in reducing or containing expenses. Operating Expense containment continues to be a priority for Port Management.

Salaries, payroll taxes and benefits (employee costs) represent the largest portion of the Port's operating expenses before depreciation and amortization at approximately 53% and increased by approximately \$0.23 million or 5%. Salaries and payroll taxes increased by \$0.09 million or 3%, primarily due to approved salary increases, and also increases in contracted administration services, and security overtime which offset temporary personnel reductions in several departments. Health insurance premium costs increased approximately \$0.03 million or 4%, as a result of the annual other postemployment benefit (OPEB) costs under GASB Statement No. 45, see Note 9, in the accompanying notes to the financial statements. The remaining \$0.11 million, or 4% increase in pension costs was primarily due changes in actuarial assumptions by the FRS as a result of GASB Statement No. 68, see Note 8, in the accompanying notes to the financial statements, and to a lesser extent approved salary increases and FRS contribution rates, mandated by the Florida legislature.

General expense (excluding employee benefits) increased by approximately \$0.21 million or 35%, primarily due to a bad debt expense and additional property insurance and taxes on the Maritime Office Building as a result of the Tropical Shipping vacancy.

Security expense (excluding employee costs) decreased by approximately \$0.23 million or 19%. This was due primarily to decreases in contracted security costs.

Engineering and maintenance expense (excluding employee costs) increased by approximately \$0.08 million or 4%, primarily as a result of Hurricane Matthew and Irma storm repairs and electrical utility costs for the Maritime Office Building as a result of the Tropical Shipping vacancy.

Administration expense (excluding employee costs) increased by approximately \$0.08 million or 26%, primarily due to increases in legal fees and computer maintenance fees.

Business development expenses (excluding employee costs) had a nominal decrease of approximately \$0.01 million, primarily due to reductions in community related activities.

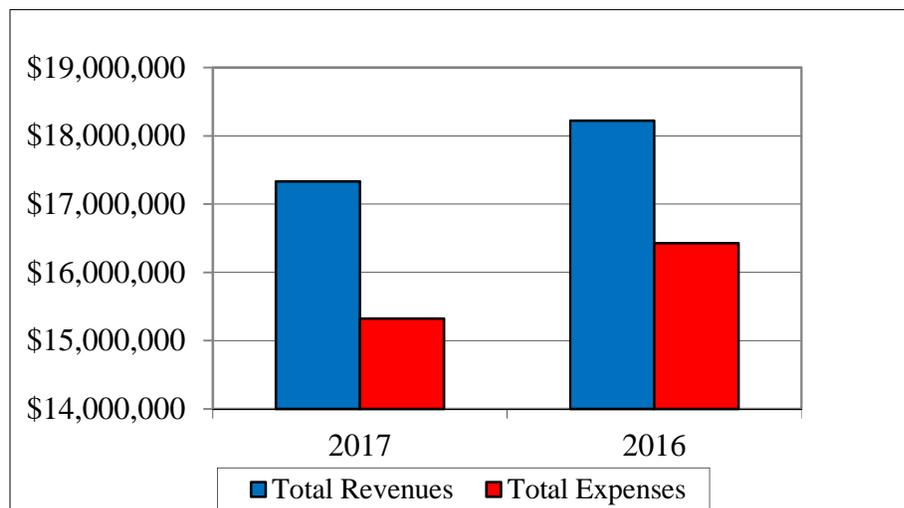
Operations expense (excluding employee costs) had a nominal increase of approximately \$0.01 million, primarily due to fuel cost increases for the train.

Depreciation and amortization expense increased approximately \$0.25 million or 5% primarily as a result of a full year of depreciation on Slip #3 that was completed in February of FY 2016.

The Schedule of Operating Expenses can be found on pages 75 and 76 of this report.

- The largest non-operating expense is interest, which decreased by approximately \$0.16 million or 11%, primarily as a result of lower fixed interest rates on Revenue Refunding Bonds, Series 2013 and 2016.
- Non-operating Grants and related expenses had a significant decrease of approximately \$1.50 million, primarily as a result of approximately \$1.52 million in grant expenses in FY 2016 for various security equipment purchases by the City of Riviera Beach Police, Palm Beach County Sheriff, and Tropical Shipping through interlocal agreements that were classified as transfers to the sub-recipients. These purchases were from the Port's FY 2014 Port Security Grant program as previously noted above in operating grant revenues. In FY 2017 there were insignificant grant expenses for transfers to sub-recipients under the FY 2016 Port Security Grant program, and administrative fees for FDOT grant funding
- Other non-operating expenses decreased by approximately \$0.06 million primarily from debt issue costs for the Revenue Refunding Bonds, Series 2016 issued in FY 2016.
- Capital contributions increased by approximately \$0.31 million, primarily as a result of the Berth 17 Expansion project that was a front loaded matching grant. The total capital contributions of \$2.86 million consisted of approximately \$2.41 million for Berth 17 Expansion, and \$0.13 million for other of projects in preliminary stages which are all Florida Department of Transportation Seaport matching grants. The remaining \$0.32 million is from the FY 2016 Port Security Grant matching program for security equipment.

Total Revenues and Expenses



CAPITAL ASSETS

Capital assets: The Port's capital assets as of September 30, 2017 amounted to approximately \$122.94 million, (net of accumulated depreciation). This investment in capital assets includes land, buildings, facility and infrastructure improvements and equipment, furniture and fixtures, and construction work in progress. Capital asset acquisitions are capitalized at cost and depreciated over estimated useful lives using the straight-line method.

The total increase in the Port's investment in capital assets after accumulated depreciation for FY 2017 was \$3.36 million. This was attributable to \$8.12 million for the acquisition and construction of Capital Assets, of which the majority were additions for the construction of Berth 17, and other improvements, machinery and equipment and computers, which were offset by an increase in Accumulated Depreciation of \$4.76 million.

The Port's Capital Program restarted in FY 2011 with a major commitment to its oldest slip. The refurbishment for Slip #3, constructed in the mid-1950's, was completed in early FY 2016 and has provided the Port with additional "roll on / roll off" capability. The total project cost was approximately \$27.67 million.

The Port's current major capital project is the Berth 17 Expansion, which began construction in FY 2016 and is estimated to be completed in early FY 2019. The project is a refurbishment and capacity expansion and includes improvements to the adjacent upland drainage system, utilities, and additional "roll on / roll off" capability. The total project cost is estimated to be approximately \$12.20 million.

Construction-in-progress projects total approximately \$10.42 million as of September 30, 2017 and include the following projects:

- Berth 17 Expansion
- Other small and just beginning projects

The Port's capital program is funded through a combination of the U.S. Department of Homeland Security and the Florida Department of Transportation Seaport grants programs, Port facility fees and charges for services, public and private contributions, non-operating revenues, and revenue bond issues. Additional information on the Port's capital assets can be found in Note 3, in the accompanying notes to the financial statements.

Port of Palm Beach District's Capital Assets
(net of accumulated depreciation)

	<u>2017</u>	<u>2016</u>
Land	\$ 28,119,220	\$ 28,119,220
Buildings and improvements	32,204,029	33,674,008
Slips and improvements	37,461,725	38,417,958
Other improvements	9,516,875	11,093,207
Wharf and loading ramps	3,777,862	3,943,122
Machinery and equipment	754,190	642,660
Computer equipment	498,374	685,582
Autos and trucks	79,297	109,355
Furniture and fixtures	105,369	118,870
Construction in progress	10,418,473	2,774,709
Total capital assets, net	\$ 122,935,414	\$ 119,578,691

DEBT ADMINISTRATION

Long-term debt: The Port had outstanding revenue bonds of approximately \$23.9 million as of September 30, 2017. Of this amount, approximately \$3.4 million is current and will mature by September 1, 2018. The Port's outstanding revenue bonds are secured by a first lien upon and a pledge of the operating revenues. Additional information on the Port's long-term debt can be found in Note 4, in the accompanying notes to the financial statements.

The Port of Palm Beach District is required by the terms of the Series 2002, 2007, 2013 and 2016 Revenue Refunding Bonds to generate sufficient Net Revenues so as to maintain a minimum ratio of 110% to the debt service requirement for that year. In FY 2017 and 2016, the Port met this requirement.

The Port's outstanding revenue bonds maintained a rating of "Baa3" with an outlook change to positive from stable by Moody's Investors Service.

**Port of Palm Beach District's Outstanding Debt
Revenue Bonds**

	<u>2017</u>	<u>2016</u>
Revenue bonds payable	\$ 23,916,746	\$ 27,208,749
Less deferred amounts:		
For issuance discounts	(47,949)	(53,326)
Total revenue bonds payable	\$ 23,868,797	\$ 27,155,423

IMPLEMENTATION OF NEW ACCOUNTING STANDARD

As described in Note 1 to the financial statements, the Port of Palm Beach District implemented Governmental Accounting Standard Board Statement No. 74, *Financial Reporting for Postemployment Benefit Plans Other than Pension Plans*; GASB Statement No. 77, *Tax Abatement Disclosures*; GASB Statement No. 78, *Pensions Provided Through Certain Multiple-Employer Defined Benefit Pension Plans*; GASB Statement No. 80, *Blending Requirements for Certain Component Units-an amendment of GASB Statement no. 14*; during the fiscal year ended September 30, 2017.

ECONOMIC FACTORS AND NEXT YEAR'S BUDGETS AND RATES

The Port is finding that the first five months of FY 2018 to be indicative of continued financial success, as Net Operating Revenues exceeded both year to date FY 2017 actual results and FY 2018 Budget. The Caribbean economy is showing signs of recovery from last year's hurricanes as container shipments are up over 2.5%, and total cargo tonnage is up approximately 3% over prior FY 2017; both are currently in line with the FY 2018 Budget. Sugar shipments in FY 2018, which are the Port's largest commodity, are approximately 6% lower than in FY 2017; however, they are expected to meet the FY 2018 Budget tonnage level. The Port's operating expenses are currently favorable to the FY 2018 Budget, or approximately 5% lower. However, there will be additional hurricane repairs and start-up expenses for the second cruise ship.

The Multiday Cruise Vessel, the Grand Celebration, which struggled in the first half of FY 17 as a result of Hurricane Matthew which struck in early October 2016 was showing signs of complete recovery in the second half of FY 2017 until Hurricane Irma struck in early September 2017. The Grand Celebration was taken out of the Port and relocated to St. Thomas, U.S. Virgin Islands for all of October through most of December 2017 as a result of FEMA chartering the ship for relief housing efforts in the aftermath of the hurricane. The FY 2018 Budget short fall for passenger charges and parking fees were mostly offset by relief fees of \$315,000 and the timing of the marketing support contractual rate levels. Passenger counts in January and February of 2018 have exceeded those in the same months in 2017.

The start-up of the export of natural gas to the Caribbean will not take place as the suppression of oils prices have proven detrimental to the projects financial return. The company remains open for possible future development with the Port as a partner in its Caribbean operations, however the current contract extension ended on December 31, 2017. The Berth 17 expansion mini-slip was originally for the use of the natural gas export business, however the Port has several current and potential tenants and customers that can use this berth thereby opening up the larger berths.

Tropical Shipping signed a new ten-year agreement with four (4) five-year renewal options on April 20, 2017. The terms of the agreement now make demolishing the MOB and converting three acres of land into a cargo terminal financially beneficial and is currently in the design and planning stage with completion estimated in late FY 2019. The financial impact of demolishing the MOB would be a non-operating loss on disposal of approximately \$1.0 million. Tropical Shipping is providing the Port with reservation fees to lease this new terminal to them, when available, at current market rates and will also be providing capital contributions to assist with

the demolition and construction. The new agreement also establishes land and cargo related rates for each year of the agreement, thus allowing for the effect of inflation over the ten years.

The FY 2018 Budget was based upon the following assumptions:

- Net operating revenues were budgeted to increase by approximately 6.6% for FY 2018 as a result of the increases in cruise passengers and parking (from second cruise ship), tariff rates, volume and contractual increases. Operating expenses are budgeted to increase approximately 3.9% primarily due to salary, payroll taxes and benefit increases, and repairs and maintenance; additional contract security and utility services for the second cruise ship; depreciation for constructions projects completed, and new equipment, and all other normal inflationary increases.
- Income before capital contributions is budgeted at approximately \$2.65 million, however, this would have to be reduced by approximately \$1.0 million for the loss on disposal of MOB. When the FY 2018 Budget was approved the timing and status of the MOB demolition was unknown. Port management is in the process of revising the FY 2018 Budget. The adjusted Income before capital contributions \$1.65 million represents a decrease of approximately 17.5% over actual FY 2017.

Requests for Information

This financial report is designed to provide a general overview of the Port of Palm Beach District's finances for all those with an interest in the government's finances. Questions concerning any of the information provided in this report or requests for additional financial information should be addressed to:

Port of Palm Beach District
Paul J. Zielinski, Deputy Director - CFO
1 East 11th Street, Suite 600
Riviera Beach, FL 33404

PORT OF PALM BEACH DISTRICT
Statement of Net Position
September 30, 2017

ASSETS

	2017
Current assets:	
Cash and cash equivalents	\$ 19,032,503
Accounts receivable (net of allowance for uncollectables of \$161,000)	1,278,465
Grants receivable	455,639
Prepaid items	922,426
Restricted assets:	
Cash and cash equivalents	6,316,283
Total current assets	28,005,316
 Noncurrent assets:	
Capital assets:	
Land and land rights	28,119,220
Buildings and improvements	60,800,237
Slips and improvements	49,895,448
Other improvements	35,856,431
Wharf and loading ramps	7,798,154
Machinery and equipment	2,500,145
Computer equipment	1,449,542
Autos and trucks	441,832
Furniture and fixtures	333,437
Construction in progress	10,418,473
Less accumulated depreciation	(74,677,505)
Total capital assets (net of accumulated depreciation)	122,935,414
Total noncurrent assets	122,935,414
Total assets	150,940,730

DEFERRED OUTFLOWS OF RESOURCES

Deferred outflows of resources:	
Pension related items	1,459,258
Deferred loss on bond refunding, net	663,065
Total deferred outflows of resources	2,122,323

See notes to the financial statements

LIABILITIES

	<u>2017</u>
Current liabilities	
Accounts payable and accrued expenses	\$ 659,272
Contracts payable	1,540,620
Unearned revenue	377,631
Compensated absences payable	227,277
Payable from restricted assets:	
Customer deposits	175,000
Accounts payable and accrued expenses	339,483
Accrued interest payable	43,179
Current portion of long-term debt	3,430,325
Total current liabilities	<u>6,792,787</u>
Noncurrent liabilities	
Compensated absences payable	227,277
Other postemployment benefits	207,334
Net pension liability	3,526,193
Capital appreciation interest payable from restricted assets	6,161,633
Revenue bonds payable (less unamortized bond discount)	23,868,797
Less: current portion	(3,430,325)
Total noncurrent liabilities	<u>30,560,909</u>
Total liabilities	<u>37,353,696</u>

DEFERRED INFLOWS OF RESOURCES

Deferred inflows of resources:	
Pension related items	<u>203,455</u>

NET POSITION

Net investment in capital assets	99,729,682
Restricted for renewal and replacement	572,792
Restricted for business development	507,564
Unrestricted	14,695,864
Total net position	<u><u>\$ 115,505,902</u></u>

See notes to the financial statements

PORT OF PALM BEACH DISTRICT
Statement of Revenues, Expenses and Changes in Net Position
For the Fiscal Year Ended September 30, 2017

	2017
Operating revenue	
Port facilities	\$ 21,540,235
Less: Direct marketing support	(4,374,913)
Net operating revenue	17,165,322
 Operating expenses	
General expenses	2,213,993
Engineering and maintenance	2,419,325
Security	1,784,325
Administration	1,814,485
Business development	655,740
Operations	257,559
Operating expenses before depreciation and amortization	9,145,427
Operating income before depreciation and amortization	8,019,895
Depreciation and amortization expense	4,786,448
Operating income	3,233,447
 Non-operating revenues (expenses)	
Investment earnings	46,191
Grant revenue	55,772
Grant expense	(28,690)
Insurance recoveries	60,721
Loss on disposition of assets	2,500
Debt issue cost	(97)
Interest expense	(1,363,288)
Total nonoperating revenue (expenses)	(1,226,891)
Income before contributions	2,006,556
Capital contributions	2,855,381
Change in net position	4,861,937
Total net position - beginning, as restated	110,643,965
Total net position - ending	\$ 115,505,902

See notes to the financial statements

PORT OF PALM BEACH DISTRICT
Statement of Cash Flows
For the Fiscal Year Ended September 30, 2017

	2017
Cash flows from operating activities:	
Receipts from customers and users	\$ 16,822,456
Payments to suppliers for goods and services	(4,237,915)
Payments to or on behalf of employees	(4,627,561)
Net cash provided by operating activities	7,956,980
Cash flows from non-capital financing activities	
Payment for master plan update	(66,743)
Grant revenues received	372,006
Payments to grant subrecipient	(28,690)
Net cash used by non-capital financing activities	276,573
Cash flows from capital and related financing activities	
Acquisition and construction of capital assets	(7,868,378)
Sale of assets	2,403
Principal paid on debt	(3,292,003)
Interest paid on debt	(624,021)
Insurance recoveries	60,721
Capital grants received	3,782,638
Net cash used for capital and related financing activities	(7,938,640)
Cash flows from investing activities	
Interest received on investments	46,191
Net cash provided by investing activities	46,191
Net increase in cash and cash equivalents	341,104
Cash and cash equivalents - beginning	25,007,682
Cash and cash equivalents - ending	\$ 25,348,786

(Continued)

See notes to the financial statements

PORT OF PALM BEACH DISTRICT
Statement of Cash Flows
For the Fiscal Year Ended September 30, 2017
(Continued)

	2017
Cash and cash equivalents classified as:	
Unrestricted assets	\$ 19,032,503
Restricted assets	6,316,283
Total cash and cash equivalents	\$ 25,348,786
Reconciliation of operating income (loss) to net cash provided (used) by operating activities:	
Operating income	\$ 3,233,447
Adjustments to reconcile net operating income to net cash provided (used) by operating activities:	
Depreciation expense	4,757,631
Amortization expense	28,817
Change in net pension liability and related deferred amounts	266,230
(Increase) decrease in assets	
Accounts receivable	(479,639)
Prepaid expenses	7,304
Increase (decrease) in liabilities	
Accounts payable and accrued expenses	54,191
Customer deposits	150,000
Unearned revenue	(13,227)
Other postemployment benefits	35,778
Compensated absences	(83,552)
Total adjustments	4,723,533
Net cash provided by operating activities	\$ 7,956,980

See notes to the financial statements

**PORT OF PALM BEACH DISTRICT
NOTES TO THE FINANCIAL STATEMENTS
SEPTEMBER 30, 2017**

NOTE 1 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Financial Reporting Entity and General Overview

The Port of Palm Beach District (Port) is an independent special taxing district established in 1915 under the provisions of Chapter 7081 of the Laws of Florida, as amended; and, as such, is a political sub-division of the State of Florida. The Port's district is located in Palm Beach County, Florida and covers a land area of 971 square miles, or approximately half of the Palm Beach County land area. The Port derives the major portion of its operating revenues from wharfage, dockage, passenger charges, and rental income; it is a major modal point for the shipment of bulk sugar, molasses, containerized cargo, and break-bulk items.

The Port is a "public enterprise fund" operated through an elected Board of five Port Commissioners and is administrated by an Executive Director.

As required by generally accepted accounting principles, these financial statements include the Port (the primary government) and its component units. Component units are legally separate entities for which the Port is financially accountable. The Port is financially accountable if:

- a) it appoints a voting majority of the organization's governing board and (1) it is able to impose its will on the organization or (2) there is a potential for the organization to provide specific financial benefits to or impose specific financial burdens on the Port, or
- b) the organization is fiscally dependent on the Port and (1) there is a potential for the organization to provide specific financial benefits to the Port or (2) impose specific financial burdens on the Port.

Organizations for which the Port is not financially accountable are also included when doing so is necessary in order to prevent the Port's financial statements from being misleading.

Based upon application of the above criteria, the Port of Palm Beach District has determined that there are no legally separate entities to consider as potential component units.

Basis of Presentation

Proprietary Fund Type

All activities of the Port are accounted for within a single proprietary (enterprise) fund. Proprietary funds are used to account for operations that are financed and operated in a manner similar to private business enterprises, where the intent of the governing body is that the costs (including depreciation) of providing goods or services to the general public on a continuing basis be financed or recovered primarily through user charges.

**PORT OF PALM BEACH DISTRICT
NOTES TO THE FINANCIAL STATEMENTS
SEPTEMBER 30, 2017**

NOTE 1 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

A proprietary fund distinguishes operating revenues and expenses from non-operating items. Operating revenues and expenses generally result from providing services and producing and delivering goods in connection with principal ongoing operations. The Port’s principal operating revenues are wharfage, dockage, and rental income. Program-specific grants (operating and capital) include revenues arising from voluntary non-exchange transactions that are restricted for use in a particular program, namely grants to repair and/or purchase, construct or renovate capital assets in association with a specific program and are recognized when earned. Grant receivable is recorded when the Port has a right to reimbursement under the related grant. Operating expenses for enterprise funds include cost of sales and services, administrative expenses, and depreciation on capital assets. All revenues and expenses not meeting this definition are reported as non-operating revenues and expenses.

Measurement Focus

The accounting and financial reporting treatment applied by the Port is determined by “measurement focus”. Measurement focus is a term used to describe which transactions are recorded within the financial statements. The transactions of the Port are accounted for on a flow of economic resources measurement focus. With this measurement focus, financial activity is reported in essentially the same manner as in commercial accounting where net income and capital maintenance are measured.

Basis of Accounting

Basis of accounting refers to the timing when transactions are recognized in the accounts and reported in the financial statements. The transactions of the Port are accounted for using the accrual basis of accounting in accordance with Generally Accepted Accounting Principles. Under the accrual basis of accounting, revenues are recognized when they are earned, and expenses are recorded when a liability is incurred, regardless of the timing of the related cash flow. Non-capital grants and similar items are recognized as revenue when all eligibility requirements imposed by the provider are met.

Deposits and Investments

In the statement of cash flows for proprietary funds, cash is defined as currency on hand and demand deposits with banks or other financial institutions. It also includes other accounts that have the general characteristics of demand deposits in that the customer may deposit or withdraw funds at any time without prior notice or penalty. Cash equivalents are short-term (i.e. original maturity is three months or less), highly liquid investments that are readily convertible to known amounts of cash and are so near to their maturity that they present an insignificant risk of changes in value because of changes in interest rate.

**PORT OF PALM BEACH DISTRICT
NOTES TO THE FINANCIAL STATEMENTS
SEPTEMBER 30, 2017**

NOTE 1 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Investments are stated at fair value. Fair value is defined as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. Fair value is a market-based measurement, not an entity-specific measurement. For some assets and liabilities, observable market transactions or market information might be available; for others, it might not be available. However, the objective of fair value measurement in both cases is the same, that is, to determine the price at which an orderly transaction to sell the asset or to transfer the liability would take place between market participants at the measurement date under current market conditions. Fair value is an exit price at the measurement date from the perspective of a market participant that controls the asset or is obligated for the liability. The Port categorizes investments reported at fair value in accordance with the fair value hierarchy established by GASB Statement No. 72, *Fair Value Measurement and Application*.

Restricted Assets

In accordance with the 2002, 2007, 2013, and 2016 Revenue Bond covenants and resolutions of the Board of Commissioners, certain resources (consisting of cash and investments) are to be used only for specified purposes. When both restricted and unrestricted resources are available for use, it is the Port's policy to use restricted resources first, then unrestricted resources as they are needed. Certain equity balances are to be restricted as follows:

Renewal and replacement - net position reserved for renewal and replacement represent the excess of restricted assets required for renewal or replacement of capital assets over the related liabilities payable from restricted assets.

Business development - net position reserved to pay the expenses of promoting trade and commerce represent the excess of restricted assets required to pay the expenses of promoting trade and commerce over the related liabilities payable from restricted assets.

Bond sinking funds - net position reserved for revenue bond debt service represent the excess of restricted assets required for debt service under bond covenants over the related liabilities payable from restricted assets.

Accounts Receivable

The Port records accounts receivable at estimated net realizable value. Accordingly, accounts receivable at September 30, 2017 are shown net of allowances for doubtful accounts. The Port maintains an allowance for uncollectible accounts at a level which management believes is sufficient to cover potential credit losses.

**PORT OF PALM BEACH DISTRICT
NOTES TO THE FINANCIAL STATEMENTS
SEPTEMBER 30, 2017**

NOTE 1 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Prepaid Items

Payments made to vendors for services that will benefit future periods are reported as prepaid items using the consumption method by recording an asset for the prepaid amount and reflecting an expense in the year in which the services are consumed.

Property and Equipment

Property and equipment are carried at cost, if purchased and at estimated fair value for assets contributed, less accumulated depreciation. The Port defines capital assets as assets with an initial individual cost of more than \$1,000 and an estimated useful life in excess of two years.

Costs for maintenance, repairs, minor renewals and betterments are expensed as incurred. Major renewals and betterments are treated as property additions. When property is disposed, the cost and related accumulated depreciation are eliminated from the accounts and any gain or loss on the disposition is reflected in the Statement of Revenue, Expenses and Changes in Net Position. Interest incurred during the construction phase of capital assets is included as part of the capitalized value of the assets constructed. Depreciation is computed on a straight-line basis and the useful lives range from five to sixty years on the buildings and improvements and from three to twelve years on machinery, equipment and furniture. Land and related land rights are not depreciated.

Deferred Outflow of Resources

In addition to assets, the Statement of Net Position will sometimes report a separate section for Deferred Outflows of Resources. Deferred Outflows of Resources represent the usage of net position applicable to future periods and will not be recognized as an expense until the future period to which it applies. The Port only has two items that qualify for reporting in this category. The deferred amount on bond refunding and pension related items. The deferred loss on current and advance refunding of bonds is being amortized, using the straight line method, and reported as a component of interest expense through the year 2024. The amortization period of deferred losses on refunding of debt is the remaining life of the old debt or the life of the new debt, whichever is shorter.

Deferred Inflows of Resources

In addition to liabilities, the Statement of Net Position will sometimes report a separate section for Deferred Inflows of Resources. Deferred Inflows of Resources represent the acquisition of net position applicable to future periods and will not be recognized as revenue until the future period to which it applies. The Port has only pension related items that qualify for reporting as Deferred Inflows of Resources.

**PORT OF PALM BEACH DISTRICT
NOTES TO THE FINANCIAL STATEMENTS
SEPTEMBER 30, 2017**

NOTE 1 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Unearned Revenue

Resources that do not meet revenue recognition requirements are recorded as unearned revenue. Unearned revenue consists primarily of unearned lease revenue.

Compensated Absences

The Port accrues a liability for compensated absences, as well as certain other salary costs associated with the payment of compensated absences. Paid Time Off (PTO) leave is an inclusive time off program for regular, full time employees intended for use in connection with holidays, vacations, sickness, personal business, family care, bereavement and other needs that may require time off from work. PTO is accrued as a liability as the benefits are earned by the employees.

Unamortized Bond Discount

Unamortized Bond Discount is amortized to non-operations through interest expense using the straight-line method over the life of the bonds. The unamortized bond discount is reported as a component of the debt liability and deducted from long-term bonds payable.

Net Position

Net position is the residual of all other elements presented in a statement of net position. It is the difference between (a) assets plus deferred outflows of resources and (b) liabilities and deferred inflows of resources. Net position is reported in the following three components:

Net investment in capital assets - This component of net position consists of capital assets, net of accumulated depreciation and reduced by the outstanding balances of any bonds, mortgages, notes, or other borrowings that are attributable to the acquisition, construction, or improvement of those assets.

Restricted net position - Net position is reported as restricted when constraints placed on net position use are either externally imposed by creditors, grantors, contributors, or laws or regulations of other governments; or are imposed by law through constitutional provisions or enabling legislation.

Unrestricted net position – This component of net position consists of net position that does not meet the definition of “restricted” or “net investment in capital assets”.

Revenues

Wharfage, rentals, dockage, parking, switching, passenger charges, and other revenues for the use of, and privileges at the Port’s facilities are reported as operating revenues. Receipts from operating grants, investment earnings, gains resulting from disposition of assets, and any revenue item not earned in the ordinary course of business are reported as non-operating revenues.

**PORT OF PALM BEACH DISTRICT
NOTES TO THE FINANCIAL STATEMENTS
SEPTEMBER 30, 2017**

NOTE 1 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Estimates

The financial statements and related disclosures are prepared in conformity with accounting principles generally accepted in the United States. Management is required to make estimates and assumptions that affect the reported amounts of assets and liabilities, the disclosure of contingent assets and liabilities at the date of the financial statements, and revenue and expenses during the period reported. These estimates include assessing the collectability of accounts receivable, and useful lives and impairment of tangible and intangible assets, among others. Estimates and assumptions are reviewed periodically and the effects of revisions are reflected in the financial statements in the period they are determined to be necessary. Actual results could differ from those estimates.

Budgetary Accounting

The Port's enabling legislation requires adoption of an annual operating budget. The Port adopts an annual operating, capital improvement and renewal and replacement budget resolution prior to September 30, for the next ensuing fiscal year. The Port's budgets are prepared on the accrual basis of accounting which is consistent with generally accepted accounting principles. Operating budgets for the enterprise fund are based on level of service expectations. Capital improvement and renewal and replacement projects are budgeted to provide control over authorized project expenses and ensure legal compliance.

Budgetary Information

The budget is prepared and controlled at the departmental level. The budget and any amendments which require a change in total appropriations of any department are approved by the Port's Board. The Executive Director is authorized to transfer budgeted amounts within the departments. Budget amounts have been adjusted for legally authorized revisions of the annual budgets approved during the year. The Port's schedule of revenues, expenses and income before capital contributions compared with the legally adopted budget is presented as supplementary information on page 78.

General Obligation Bonds and Taxes

The Port shall have the power, and is authorized to issue general obligation bonds to finance the cost or part of the cost of the construction, acquisition, reconstruction, extension, repair or improvement of any works, projects, properties, improvements, or other purposes, except for the payment of current expenses, which the Port has statutory authority to construct, acquire or undertake. The Port is also authorized and empowered to levy upon all the real and personal taxable property of said Port's district a special tax sufficient in amount to pay the interest becoming due and payable annually upon any bonds issued, or money borrowed or to be

**PORT OF PALM BEACH DISTRICT
NOTES TO THE FINANCIAL STATEMENTS
SEPTEMBER 30, 2017**

NOTE 1 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

borrowed by the said Port, for which the full faith and credit of the Port is pledged (general obligation bonds), and in addition, a special tax not exceeding two (2) mills on the dollar of the assessed valuation of taxable property in the Port's district or two hundred thousand (\$200,000.00) dollars, whichever is smaller, in each year to pay the costs of operation, maintenance and other purposes of the Port under statutory authority. The Port does not have any general obligation bonds outstanding and has not levied property taxes since the fiscal year ended 1975 and does not expect to do so in the foreseeable future.

Determination of Operating versus Non-Operating Revenues and Expenses

The Port derives the largest portion of its operating revenues from vessel traffic and cargo moving through the port and across its docks. Additionally, the Port is considered a landlord port in that it leases its properties to various cargo operations in return for rental payments and financial guarantees from those operators.

The expense associated with operating revenue generation is recorded in eight major categories: general expenses, engineering and maintenance, security, administration, business development, operations, depreciation, and amortization.

The Port receives certain other revenue such as interest income and grant revenue that it categorizes as non-operating revenues. These types of revenue are not a direct result of vessel traffic or cargo movement. Additionally, non-operating expenses include, among others, the interest portion of debt service payments, amortization of deferred loss on refundings and amortization of bond discounts.

Implementation of Governmental Accounting Standards Board Statements

The Port implemented the following GASB Statements during the fiscal year ended September 30, 2017:

In June 2015, the GASB issued Statement No. 74, *Financial Reporting for Postemployment Benefit Plans Other Than Pension Plans*. This Statement improves the usefulness of information about postemployment benefits other than pensions included in the general purpose external financial reports of state and local government OPEB plans for making decisions and assessing accountability. Implementation of this statement did not impact the Port's financial statements.

In August 2015 the GASB issued Statement No. 77, *Tax Abatement Disclosures*. This Statement improves financial reporting by giving users of financial statements essential information that is not consistently or comprehensively reported to the public at present. Implementation of this statement did not impact the Port's financial statements.

**PORT OF PALM BEACH DISTRICT
NOTES TO THE FINANCIAL STATEMENTS
SEPTEMBER 30, 2017**

NOTE 1 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Implementation of Governmental Accounting Standards Board Statements

In December 2015 the GASB issued Statement No. 78, *Pensions Provided Through Certain Multiple-Employer Defined Benefit Pension Plans*. This Statement addresses a practice issue regarding the scope and applicability of Statement No. 68, *Accounting and Financial Reporting for Pensions*. Implementation of this statement did not impact the Port's financial statements.

In January 2016 the GASB issued Statement No. 80, *Blending Requirements for Certain Component Units – an amendment of GASB Statement no. 14*. This Statement improves financial reporting by clarifying the financial statement presentation for certain component units. The implementation of this Statement did not impact the City's financial statements.

Recent Accounting Pronouncements

A brief description of new accounting pronouncements that might have a significant impact on the Port's financial statements is presented below. Management is currently evaluating the impact of the adoption of these statements on the Port's financial statements.

In June 2015 the GASB issued Statement No. 75, *Accounting and Financial Reporting for Postemployment Benefits Other Than Pensions*. This Statement improves accounting and financial reporting by state and local governments for postemployment benefits other than pensions. It also improves information provided by state and local governmental employers about financial support for OPEB that is provided by other entities. This Statement is effective for the fiscal year ending September 30, 2018.

In March 2016 the GASB issued Statement No. 81, *Irrevocable Split-Interest Agreement*. This Statement will improve accounting and financial reporting for irrevocable split-interest agreements by providing recognition and measurement guidance for situations in which a government is a beneficiary of the agreement. This Statement is effective for the fiscal year ending September 30, 2018.

In November 2016 the GASB issued Statement No. 83, *Certain Asset Retirement Obligations*. This Statement establishes criteria for determining the timing and pattern of recognition of a liability and a corresponding deferred outflow of resources for an asset retirement obligation. This Statement is effective for the fiscal year ending September 30, 2019.

In January 2017 the GASB issued Statement No. 84, *Fiduciary Activities*. This Statement will improve guidance regarding the identification of fiduciary activities for accounting and financial reporting purposes and how those activities should be reported. This Statement is effective for the fiscal year ending September 30, 2020.

**PORT OF PALM BEACH DISTRICT
NOTES TO THE FINANCIAL STATEMENTS
SEPTEMBER 30, 2017**

NOTE 1 – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)

Recent Accounting Pronouncements (Continued)

In March 2017 the GASB issued Statement No. 85, *Omnibus 2017*. This Statement addresses practice issues that have been identified during implementation and application of certain GASB Statements. This Statement addresses a variety of topics including issues related to blending component units, goodwill fair value measurement and application, and postemployment benefits (pension and other postemployment benefits). This Statement is effective for the fiscal year ending September 30, 2018.

In May 2017 the GASB issued Statement No. 86, *Certain Debt Extinguishment Issues*. This Statement will improve consistency in accounting and financial reporting for in-substance defeasance of debt by providing guidance for transactions in which cash and other monetary assets acquired with only existing resources – resources other than debt proceeds of refunding debt – are placed in an irrevocable trust for the sole purpose of extinguishing debt. This Statement is effective for the fiscal year ending September 30, 2018.

In May 2017 the GASB issued Statement No. 87, *Leases*. This Statement will increase the usefulness of governments' financial statements by requiring recognition of certain lease assets and liabilities for leases that previously were classified as operating leases and recognized as inflows of resources or outflows of resources based on the payment provisions for the contract. It establishes a single model for lease accounting that is based on the foundational principle that leases are financings of the right to use an underlying asset. This Statement is effective for the fiscal year ending September 30, 2021.

NOTE 2 – DEPOSITS AND INVESTMENTS

Deposits

As of September 30, 2017, the Port's book balance for deposits in "Qualified Public Depositories" was \$20,625,742 and the related bank balance totaled \$20,719,007. The Port also had \$1,600 in petty cash for a total carrying amount of \$20,627,342.

In addition to insurance provided by the Federal Depository Insurance Corporation, deposits are held in banking institutions approved by the State Treasurer of the State of Florida to hold public funds. Under Florida Statutes Chapter 280, Florida Security for Public Deposits Act, the State Treasurer requires all Florida qualified public depositories to deposit with the Treasurer or other banking institution eligible collateral. In the event of failure of a qualified public depository, the remaining public depositories would be responsible for covering any resulting losses.

**PORT OF PALM BEACH DISTRICT
NOTES TO THE FINANCIAL STATEMENTS
SEPTEMBER 30, 2017**

NOTE 2 – DEPOSITS AND INVESTMENTS (Continued)

Deposits (Continued)

Custodial credit risk – For deposits, custodial credit risk is the risk that, in the event of the failure of a depository financial institution, the Port will not be able to recover deposits or will not be able to recover collateral securities that are in the possession of an outside party. The Port requires all deposits to be in Qualified Public Depositories to control custodial credit risk. As of September 30, 2017, the Port’s deposits are considered insured for custodial credit risk purposes.

Investments

The Port has adopted an investment policy in accordance Florida Statutes 218.415 (17). The policy authorizes investments in direct obligations of the U.S. Treasury, interest-bearing time deposits or savings accounts in qualified public depositories, the Local Government Surplus Funds Trust Fund, or any intergovernmental investment pool authorized pursuant to the Florida Interlocal Cooperation Act, as provided in Florida Statutes 163.01 and Securities and Exchange Commission registered money market funds with the highest credit rating from a nationally recognized rating agency.

The Port is authorized to invest Revenue, Renewal and Replacement and Port Development account deposits with institutions participating in the State’s security program under Chapter 280 of the Florida Statutes, and obligations of, or guaranteed by, the United States Government.

The Port is authorized to invest the bond proceeds and the sinking fund account deposits in the following: (1) U.S. obligations; (2) obligations fully and unconditionally secured by the full faith and credit of the United States of America; (3) bonds, debentures, notes or other evidence of indebtedness issued or guaranteed by the non-full faith and credit of U.S. governmental agencies; (4) mortgaged-backed securities and senior debt obligations; (5) certificates of deposit secured by collateral in (1) or (2) above; (6) certificates of deposit, savings accounts, deposit account or money market deposits fully insured by FDIC; (7) commercial paper rated in the single highest classification; (8) money market funds registered under the Federal Investment Company Act; (9) pre-refunded municipal bonds rated in the single highest classification; (10) investment agreements; (11) bonds or notes issued by any state or municipality rated in the two highest long-term categories; (12) units of participation in the Local Government Surplus Funds Trust Fund; (13) federal funds or bankers acceptances; (14) repurchase agreements; (15) other forms of investments approved in writing by the Credit Facility Issuer.

**PORT OF PALM BEACH DISTRICT
NOTES TO THE FINANCIAL STATEMENTS
SEPTEMBER 30, 2017**

NOTE 2 – DEPOSITS AND INVESTMENTS (Continued)

Investments (Continued)

GASB Statement No. 72, *Fair Value Measurement and Application*, requires governments to disclose the fair value hierarchy for each type of asset or liability measured at fair value in the notes to the financial statements. The standard also requires governments to disclose a description of the valuation techniques used in the fair value measurement and any significant changes in valuation techniques. GASB 72 establishes a three-tier fair value hierarchy. The hierarchy is based on valuation inputs used to measure the fair value as follows:

- Level 1: Inputs are directly observable, quoted prices in active markets for identical assets or liabilities.
- Level 2: Inputs are other than quoted prices included within Level 1 that are for the asset or liability, either directly or indirectly. These inputs are derived from or corroborated by observable market data through correlation or by other means.
- Level 3: Inputs are unobservable inputs used only when relevant Level 1 and Level 2 inputs are unavailable.

The level in which an asset is assigned is not indicative of its quality but an indication of the source of valuation inputs.

Money market funds are exempt from reporting under the fair value hierarchy, and the fair value is measured at amortized cost. As of September 30, 2017, the Port held the following investments in money market funds, which are reported as cash and cash equivalents in the statement of net position:

<u>Investments Measured at Amortized Cost</u>	<u>Moody's Standard & Poor's Credit Rating</u>	<u>Fair Value</u>	<u>Weighted Average Maturity</u>
Wells Fargo Institutional Government Money Market Fund	Aaa-mf AAAm	\$4,369,649	38 days
Morgan Stanley Institutional Liquidity Funds Portfolio	Aaa-mf AAAm	<u>351,795</u>	19 days
		<u>\$4,721,444</u>	

**PORT OF PALM BEACH DISTRICT
NOTES TO THE FINANCIAL STATEMENTS
SEPTEMBER 30, 2017**

NOTE 2 – DEPOSITS AND INVESTMENTS (Continued)

Investments (Continued)

The Wells Fargo Government Money Market Fund (Institutional Class Shares) is a money market fund registered with the Securities and Exchange Commission. The Fund seeks current income, while preserving capital and liquidity. The Fund invests in high-quality, short-term money market instruments that consist of U.S. Government obligations and repurchase agreements collateralized by U.S. Government obligations. An investment in the Fund is not insured or guaranteed by the Federal Deposit Insurance Corporation or any other government agency. The shares are measured at amortized cost.

The Morgan Stanley Institutional Liquidity Fund Treasury Portfolio (Institutional Share Class) is a money market fund registered with the Securities and Exchange Commission. The Portfolio seeks preservation of capital, daily liquidity, and maximum current income. The Portfolio invests in liquid, high-quality debt securities issued by the U.S. Treasury. The management team follows an investment process that seeks to select maturities based on the shape of the money market yield curve and on expectations as to future shifts in the level and shape of the curve, taking into consideration such factors as current short-term interest rates, Federal Reserve policy regarding interest rates, and U.S. economic activity. An investment in the Portfolio is not insured or guaranteed by the Federal Deposit Insurance Corporation or any other government agency. The shares are measured at amortized cost.

Interest rate risk – Interest rate risk is the risk that changes in interest rates will adversely affect the fair value of an investment. The Port does not have a formal investment policy that limits investment maturities as a means of managing exposure to fair value losses arising from increasing interest rates.

Credit risk – Credit risk is the risk that an issuer or other counter party to an investment will not fulfill its obligations. The Port's investment policies limit its investments to high quality investments to control credit risk.

Concentrations of credit risk – Concentration of credit risk is defined as the risk of loss attributed to the magnitude of an investment in a single user. The Port places no limit on the amount they may invest in any one issuer.

Custodial credit risk – For investments, custodial credit risk is the risk that, in the event of the failure of the counterparty to a transaction, the Port will not be able to recover the value of investment or collateral securities that are in the possession of an outside party. At September 30, 2017, the Port's investments consisted of open-end money market mutual funds which are not subject to custodial credit risk because they are not evidenced by securities that exist in physical or book entry form.

**PORT OF PALM BEACH DISTRICT
NOTES TO THE FINANCIAL STATEMENTS
SEPTEMBER 30, 2017**

NOTE 2 – DEPOSITS AND INVESTMENTS (Continued)

A reconciliation of deposits and investments at September 30, 2017, is as follows:

By Category:	
Deposits	\$ 20,625,742
Petty cash	1,600
Investments	4,721,444
Total deposits and investments	<u>\$ 25,348,786</u>
Presented un the statement of net position	
Cash and cash equivalents	\$19,032,503
Restricted cash and cash equivalents	6,316,283
Total statement of net position	<u>\$ 25,348,786</u>

NOTE 3 – PROPERTY AND EQUIPMENT

A summary of changes in capital assets for the year ended September 30, 2017, is as follows:

	<u>Beginning Balance</u>	<u>Increases</u>	<u>Decreases</u>	<u>Ending Balance</u>
Capital assets, not being depreciated:				
Land	\$ 28,119,220	\$	\$	\$ 28,119,220
Construction	2,774,709	8,114,593	(470,829)	10,418,473
Total capital assets, not being depreciated	<u>30,893,929</u>	<u>8,114,593</u>	<u>(470,829)</u>	<u>38,537,693</u>
Capital assets, being depreciated:				
Building and improvements	60,800,237			60,800,237
Slips and improvements	49,787,788	107,660		49,895,448
Other improvements	35,810,692	45,739		35,856,431
Wharf and loading ramps	7,798,154			7,798,154
Machinery and equipment	2,231,102	269,043		2,500,145
Computer equipment	1,433,855	15,687		1,449,542
Autos and trucks	420,962	20,870		441,832
Furniture and fixtures	321,846	11,591		333,437
Total capital assets, being depreciated	<u>158,604,636</u>	<u>470,590</u>		<u>159,075,226</u>
Less: accumulated depreciation	(69,919,874)	(4,757,631)		(74,677,505)
Total capital assets, being depreciated, net	<u>88,684,762</u>	<u>(4,287,041)</u>		<u>84,397,721</u>
Total capital assets, net	<u>\$119,578,691</u>	<u>\$ 3,827,552</u>	<u>\$(470,829)</u>	<u>\$122,935,414</u>

**PORT OF PALM BEACH DISTRICT
NOTES TO THE FINANCIAL STATEMENTS
SEPTEMBER 30, 2017**

NOTE 4 – LONG-TERM LIABILITIES

Changes in Long-Term Liabilities

Long-term liability activity for the year ended September 30, 2017, is as follows:

	Beginning Balance	Additions	Reductions	Ending Balance	Due Within One year
Revenue bonds payable	\$27,208,749	\$	\$(3,292,003)	\$23,916,746	\$3,430,325
Less deferred amounts:					
Issuance discounts	(53,326)		5,377	(47,949)	
Total bonds payable	27,155,423		(3,286,626)	23,868,797	3,430,325
Compensated absences	538,106	435,964	(519,516)	454,554	227,277
Net pension liability	3,121,778	437,543	(33,128)	3,526,193	
Other postemployment benefits	171,556	42,878	(7,100)	207,334	
Capital appreciation interest payable	5,572,759	588,874		6,161,633	
Total long-term liabilities	\$36,559,622	\$ 1,505,259	\$(3,846,370)	\$34,218,511	\$3,657,602

Interest Expense

Total interest costs incurred during the year ended September 30, 2017, was \$1,363,288. No interest was capitalized as part of the cost of construction in progress during the year. Total interest paid during the year was \$624,021.

Revenue Bonds

The Port is authorized to issue Revenue Bonds for the purpose of constructing and financing modern Port facilities. At September 30, 2017, the following Revenue Bonds were outstanding:

- \$ 9,576,835 Revenue Refunding Bonds, Series 2002
- \$10,139,551 Revenue Refunding Bonds, Series 2007
- \$14,301,991 Revenue Refunding Bonds, Series 2013
- \$ 9,077,666 Revenue Refunding Bonds, Series 2016

These bonds are payable from and secured by a first lien upon and a pledge of the gross revenues derived from the operation of the Port facilities on parity with the parity bonds and any pari passu additional bonds hereafter issued. Principal and interest paid for the year ended September 30, 2017 totaled \$3,916,023 and pledged gross revenues were \$17,165,322. At September 30, 2017, principal and interest to maturity in September 2026 to be paid from pledged future revenues totaled \$37,167,559.

**PORT OF PALM BEACH DISTRICT
NOTES TO THE FINANCIAL STATEMENTS
SEPTEMBER 30, 2017**

NOTE 4 – LONG-TERM LIABILITIES (Continued)

Revenue Bonds (Continued)

The pledge of the gross revenues derived from the operation of the Port facilities will not constitute a lien upon the Port facilities, or any part thereof, or any other property of the Port. The revenue bonds will not constitute an indebtedness of the Port, payable by general or special taxation, and the holders of the bonds shall not have the right to require or compel the exercise of the ad valorem taxing power of the Port, or the taxation of real estate of the Port for the payment of the principal of or interest on the bonds. Payment of the principal and interest on the bonds will be insured by a municipal or financial guaranty insurance policy issued by an insurer simultaneously with the issuance of the bonds.

The Revenue Bond indentures require that monthly deposits be made to restricted accounts for the payment of bond principal and interest, and that certain reserve accounts be maintained. The Bond indentures also require the Port to fix, establish, maintain and collect rates, fees, rents or other charges for the services and facilities of the Port which will be sufficient at all times to (a) pay the cost of maintaining, repairing and operating the Port property; (b) provide reserves for replacement of property and equipment; (c) provide for Business Development; and (d) pay debt service, sinking fund and reserve requirements, and additionally requires that rates be maintained and revised so that Net Revenues are at least 125% of the maximum annual debt service requirements for all the Port's Revenue Bonds. Notwithstanding the foregoing, Net Revenues, less all Supplemental Revenues, shall always be adequate to pay, in each year, at least 110% of the maximum annual debt service requirements for all the Port's Revenue Bonds. The Port's bond counsel is of the opinion that the 125% test would not apply if the Port had no Supplemental Revenues. Net revenues are gross revenues, after deduction only of operating expenses plus supplemental revenues. Supplemental Revenues are all revenues received by the Port pursuant to Section 320.20(3) Florida Statutes, as amended and supplemented and any other moneys received or accrued to the Port including but not limited to recurring grants (either federal or state) or State sharing revenues. For the fiscal year ended September 30, 2017, the Port had no supplemental revenues. At September 30, 2017, the Port was in compliance with the bond covenants.

Revenue Refunding and Improvement Bonds, Series 2002

On December 18, 2002, the Port issued \$9,576,835 of Revenue Refunding and Improvement Bonds, Series 2002. The issue includes \$4,535,000 of current interest bonds, with interest rates of 3.00% to 4.00%, and \$5,041,835 of capital appreciation bonds, with approximate yield to maturity of 5.40% to 5.51%. Interest on the current interest bonds is paid semiannually on March 1 and September 1. Interest on the capital appreciation bonds bear interest only at maturity, which maturity amount includes both the original principal amount and interest compounded semi-annually on each March 1 and September 1, commencing March 1, 2003 maturing September 1, 2022 through September 1, 2026. Principal payments on the current

**PORT OF PALM BEACH DISTRICT
NOTES TO THE FINANCIAL STATEMENTS
SEPTEMBER 30, 2017**

NOTE 4 – LONG-TERM LIABILITIES (Continued)

Revenue Refunding and Improvement Bonds, Series 2002 (Continued)

interest are due each September 1 through 2012 and the capital appreciation bonds each September 1 beginning 2022 through 2026. The proceeds were used to refund the outstanding Port Revenue Refunding Bonds, Series 1992 on a current refunding basis, pay and defease a portion of the Revenue Improvement Bonds, Series 1996A on an advance refunding basis, to finance all or a portion of the costs of additions, extensions, improvements to the Port Facilities of the Port designated as the 2002 project, and to pay the costs of issuing the 2002 Bonds, including the cost of obtaining a bond insurance policy. The 2002 bonds are not subject to redemption prior to their stated maturity dates. The remaining current interest bonds and all the capital appreciation bonds are tax exempt. The tax-exempt bonds are not subject to alternative minimum tax.

Debt service requirements to maturity are as follows at September 30, 2017:

	<u>Principal</u>	<u>Interest</u>	<u>Total Debt Service</u>
2018	\$	\$	\$
2019			
2020			
2021			
2022	911,724	1,693,276	2,605,000
2023-2026	4,130,111	9,779,889	13,910,000
	<u>\$ 5,041,835</u>	<u>\$ 11,473,165</u>	<u>\$ 16,515,000</u>

Revenue Refunding Bonds, Series 2007

On September 12, 2007 the Port issued \$10,139,551 of Revenue Refunding Bonds, Series 2007, with an interest rate of 4.39025%. The bonds were used to refinance all of the outstanding Revenue Improvement Bonds, Series 1996B; and pay the costs of issuing the 2007 Bonds, including the cost of obtaining a bond insurance policy. The 1996B Bonds were retired on October 15, 2007. The tax-exempt bonds are subject to alternative minimum tax. Principal and interest are payable semiannually on March 1 and September 1, with interest payments beginning March 1, 2008 and principal payments beginning on September 1, 2008. The bonds mature on September 1, 2018. The 2007 bonds are not subject to redemption prior to their stated maturity date.

**PORT OF PALM BEACH DISTRICT
NOTES TO THE FINANCIAL STATEMENTS
SEPTEMBER 30, 2017**

NOTE 4 – LONG-TERM LIABILITIES (Continued)

Revenue Refunding Bonds, Series 2007 (Continued)

Debt service requirements to maturity are as follows at September 30, 2017:

	<u>Principal</u>	<u>Interest</u>	<u>Total Debt Service</u>
2018	\$ 1,133,503	\$ 49,761	\$ 1,183,264
	<u>\$ 1,133,503</u>	<u>\$ 49,761</u>	<u>\$ 1,183,264</u>

Revenue Refunding Bonds, Series 2013

On September 20, 2013 the Port issued \$14,301,991 of Revenue Refunding Bonds, Series 2013, with an interest rate of 3.30%. The bonds were used to refinance all of the outstanding Revenue Improvement Bonds, Series 1999A; and pay the costs of issuing the 2013 Bonds, including the cost of obtaining a bond insurance policy. The remaining principle balance of \$14,115,000 of the 1999A Bonds were placed in escrow and were retired on October 21, 2013. The tax-exempt bonds are subject to alternative minimum tax. Principal and interest are payable semiannually on March 1 and September 1, with interest payments beginning March 1, 2013 and principal payments beginning on September 1, 2013. The bonds mature on September 1, 2024. The 2013 bonds are subject to optional redemption, in whole, but not in part, on any payment date prior to the maturity date at a redemption price equal to 101% of the principal amount of the bond to be optionally redeemed, plus accrued interest to the optional redemption date.

Debt service requirements to maturity are as follows at September 30, 2017:

	<u>Principal</u>	<u>Interest</u>	<u>Total Debt Service</u>
2018	\$ 1,252,038	\$ 318,997	\$ 1,571,035
2019	1,292,355	277,680	1,570,035
2020	1,335,428	235,032	1,570,460
2021	1,376,072	190,963	1,567,035
2022	1,424,208	145,553	1,569,761
2023-2024	2,986,482	148,613	3,135,095
	<u>\$ 9,666,583</u>	<u>\$ 1,316,838</u>	<u>\$10,983,421</u>

**PORT OF PALM BEACH DISTRICT
NOTES TO THE FINANCIAL STATEMENTS
SEPTEMBER 30, 2017**

NOTE 4 – LONG-TERM LIABILITIES (Continued)

Revenue Refunding Bonds, Series 2016

On July 7, 2016 the Port issued \$9,077,666 of Revenue Refunding Bonds, Series 2016. The Bonds bear interest at the rate of 1.85%. The Bonds were issued to pay and defease all of the outstanding Revenue Refunding Bonds, Series 2005; and pay the costs of issuing the Bonds. The tax-exempt bonds are subject to alternative minimum tax. Interest on the Bonds is due semiannually on March 1 and September 1, beginning in 2017. Principal payments are due each September 1, beginning in 2017. The Bonds mature on September 1, 2021.

Debt service requirements to maturity are as follows at September 30, 2017:

	<u>Principal</u>	<u>Interest</u>	<u>Total Debt Service</u>
2018	\$ 1,044,784	\$ 149,384	\$ 1,194,168
2019	2,300,913	130,056	2,430,969
2020	2,344,279	87,489	2,431,768
2021	2,384,849	44,119	2,428,968
	<u>\$ 8,074,825</u>	<u>\$ 411,049</u>	<u>\$ 8,485,874</u>

Bond Insurers

The Revenue Refunding and Improvement Bonds, Series 2002 issued by the Port in prior years are insured by Syncora Guarantee, Inc., (formerly XL Capital Assurance). Fitch Ratings, Moody’s Investors Service, and Standard & Poor’s Rating Service have all withdrawn ratings on Syncora Guarantee, Inc.

NOTE 5 – CONTRACTS AND CONTINGENCIES

Contingencies

The Port is involved in various litigations and claims arising in the course of operations. In the opinion of the Port’s management, the ultimate resolution of these claims would not be material to the financial position of the Port. Accordingly, no provision for any liability that may result has been made in the accompanying financial statements.

**PORT OF PALM BEACH DISTRICT
NOTES TO THE FINANCIAL STATEMENTS
SEPTEMBER 30, 2017**

NOTE 5 – CONTRACTS AND CONTINGENCIES (Continued)

Contractual Commitments

As of September 30, 2017, the Port had significant contractual commitments for the following projects:

Project	Contract Balance
Berth #17 Improvements	\$ 3,470,877
MOB Demolition & Container Yard Expansion	273,422
MOC 4 th Floor Build-Out	247,404
MOC Roofing System	147,418
Master Plan Update	53,276
Berth #1 Improvements	49,367
	<u>\$ 4,241,764</u>

Collective Bargaining Agreement

The Port's workforce is made up of approximately 47 staff and 5 Commissioners. Substantially all the Port's non-management maintenance, railroad and security employees are union employees, which represents approximately 35% of the total. The Port renewed its collective bargaining agreement with the National Association of Government Employees, effective as of October 1, 2016, for a three year period ending September 30, 2019. The agreement is automatically renewed for an additional year unless either party gives notice of termination. The agreement defines both employee and management rights, including: holidays, leaves of absence, work assignments, schedule, performance evaluation, wages, overtime, pension and health insurance benefits. The union is prohibited by law from going on strike and has also agreed not to strike, but to settle any questions or disputes through collective bargaining, grievance and arbitration procedures, or the Public Employees Relations Commissions or other appropriate governmental agency and the courts in the event of alleged unfair labor practices or other improper conduct.

**PORT OF PALM BEACH DISTRICT
NOTES TO THE FINANCIAL STATEMENTS
SEPTEMBER 30, 2017**

NOTE 5 – CONTRACTS AND CONTINGENCIES (Continued)

Security Services Agreement

On January 3, 2009, the Port entered into an agreement with a security company to provide professional security services for all areas of the Port twenty-four hours a day seven days a week. Such services include without limitation the control of access to the Port, coordinated with Port security, police and fire personnel for the benefit of the Port and such other security services and activities as are generally provided for similar areas and as may be agreed between the parties and contained in a procedural manual written by the security company and approved by the Port. The contract period ended on December 31, 2009, but under the terms of the agreement, the security services were provided on a month-to-month basis until the Port terminated the agreement and entered into a new agreement, after bid process, with a new company on April 19, 2017. The term of this contract is for three (3) years and is renewable for up to three (3) additional one year terms based on mutual agreements of both parties and provides essentially the same services as the previous company. The security company bills the Port weekly at the contract hourly rates for services provided. For the fiscal year ended September 30, 2017, the Port incurred costs of \$832,908 pursuant to both agreements.

NOTE 6 – LEASING ACTIVITIES

The Port has entered into operating leases with tenants for the use of space at various Port facilities including vacant land, buildings, terminals, offices and commercial space for periods up to approximately 30 years. Generally, the leases are long-term leases that provide for minimum annual rentals and/or wharfage guarantees. (See also Note 10) Most leases contain a provision for periodic rental increases based on the Consumer Price Index. It is not reasonably practicable to segregate the value of assets associated with producing minimum rental revenue from the value of assets associated with the entire facility. Total revenues from long-term leases for the period ended September 30, 2017 was \$4,239,509. Future minimum rentals are predicated upon the ability of the lessees to meet their commitments.

Minimum future rentals under non-cancelable operating leases having an initial term in excess of one year as of September 30, 2017 are as follows:

2018	\$ 3,293,965
2019	3,070,314
2020	3,046,124
2021	3,072,240
2022	2,924,936
Thereafter	<u>11,488,168</u>
Total minimum future rentals	<u>\$ 26,895,747</u>

**PORT OF PALM BEACH DISTRICT
NOTES TO THE FINANCIAL STATEMENTS
SEPTEMBER 30, 2017**

NOTE 7 – DEFERRED COMPENSATION PLAN

Employees of the Port may participate in a deferred compensation plan adopted under the provisions of Internal Revenue Code Section 457 - Deferred Compensation Plans with Respect to Service for State and Local Governments.

The deferred compensation plan is available to all employees of the Port. Under the plan, employees may elect to defer a portion of their salaries and avoid paying taxes on the deferred portion until the withdrawal date. The deferred compensation amount is not available for withdrawal by employees until termination, retirement, death, or unforeseeable emergency. A third party administers the deferred compensation plan.

In 1999, the Port Adopted GASB-32, *Accounting and Financial Reporting for Internal Revenue Code Section 457 Deferred Compensation Plans*. The Port modified its Deferred Compensation Plan to conform with the changes in the Internal Revenue Code brought about by the Small Business Job Protection Act of 1996 (the “Act”). The Act requires that eligible deferred compensation plans established and maintained by governmental employers be amended to provide that all assets of the plan be held in trust, or under one or more appropriate annuity contracts or custodial accounts, for the exclusive benefit of plan participants and their beneficiaries. As a result of this change, these plan assets are no longer property of the Port and will no longer be subject to the claims of the Port’s general creditors. Because the Port has little administrative involvement and does not perform the investing function for funds in the Plan, the Port’s activities do not meet the criteria for inclusion in the fiduciary funds of a government.

NOTE 8 – FLORIDA RETIREMENT SYSTEM

General Information

All full-time employees participate in the Florida Retirement System (FRS). The FRS was created in Chapter 121, Florida Statutes, to provide a defined benefit pension plan for participating public employees. The FRS was amended in 1998 to add the Deferred Retirement Option Program (DROP) under the defined benefit plan and amended in 2000 to provide a defined contribution plan alternative to the defined benefit plan for FRS members effective July 1, 2002. This integrated defined contribution pension plan is the Florida Retirement System Investment Plan. Chapter 112, Florida Statutes, established the Retiree Health Insurance Subsidy (HIS) Program, a cost sharing multiple-employer defined benefit pension plan, to assist retired members of any state administered retirement system in paying the costs of health insurance.

**PORT OF PALM BEACH DISTRICT
NOTES TO THE FINANCIAL STATEMENTS
SEPTEMBER 30, 2017**

NOTE 8 – FLORIDA RETIREMENT SYSTEM (Continued)

General Information (Continued)

Provisions relating to the FRS are established by Chapters 121 and 122, Florida Statutes; Chapter 112, Part IV, Florida Statutes; Chapter 238, Florida Statutes; and FRS Rules, Chapter 60S, Florida Administrative Code; wherein eligibility, contributions, and benefits are defined and described in detail. Such provisions may be amended at any time by further action from the Florida Legislature. The FRS is single retirement system administered by the Florida Department of Management Services, Division of Retirement, and consists of the two cost-sharing, multiple-employer defined benefit plans and other nonintegrated programs.

The State of Florida annually issues a publicly available financial report that includes financial statements and required supplementary information for the FRS. The latest available report may be obtained by writing to the State of Florida Division of Retirement, Department of Management Services, P.O. Box 9000, Tallahassee, Florida 32315-9000 or calling toll free at 877-377-1737. The report is also available at the Florida Department of Management Services web site www.dms.myflorida.com.

Significant Accounting Policies

For purposes of measuring the net pension liability, deferred outflows of resources and deferred inflows of resources related to pensions, and pension expense, information about the fiduciary net position of the Florida Retirement System Pension Plan (FRSP) and the Florida Retirement System Health Insurance Subsidy Program and additions to/deduction from the FRSP and HIS fiduciary net position have been determined on the same basis as they are reported by FRSP and HIS. For this purpose, benefit payments (including refunds of employee contributions) are recognized when due and payable in accordance with the benefit terms. Investments are reported at fair value

**PORT OF PALM BEACH DISTRICT
NOTES TO THE FINANCIAL STATEMENTS
SEPTEMBER 30, 2017**

NOTE 8 – FLORIDA RETIREMENT SYSTEM (Continued)

PENSION PLAN

Plan Description

The FRS Pension Plan is a cost-sharing multiple-employer defined benefit pension plan, with a Deferred Retirement Option Program (DROP) for eligible employees. The general classes of membership are as follows:

Regular Class
Special Risk Class
Elected Officials Class
Senior Management Service Class

Employees enrolled in the Plan prior to July 1, 2011, vest at six years of creditable service and employees enrolled in the Plan on or after July 1, 2011, vest at eight years of creditable service. All vested members, enrolled prior to July 1, 2011, are eligible for normal retirement benefits at age 62 or at any age after 30 years of service.

Section 121.091, Florida Statutes, permits employees eligible for normal retirement under the Plan to defer receipt of monthly benefit payments while continuing employment with an FRS employer. An employee may participate in DROP for a period not to exceed 60 months after electing to participate, except that certain instructional personnel may participate for up to 96 months. During the period of DROP participation, deferred monthly benefits are held in the FRS Trust Fund and accrue interest. The net pension liability does not include amounts for DROP participants, as these members are considered retired and are not accruing additional pension benefits.

Benefits Provided

Benefits under the Plan are computed on the basis of age and/or years of service, average final compensation, and service credit. Credit for each year of service is expressed as a percentage of the average final compensation. For members initially enrolled before July 1, 2011, the average final compensation is the average of the five highest fiscal years' earnings; for members initially enrolled on or after July 1, 2011, the average final compensation is the average of the eight highest fiscal years' earnings. The total percentage value of the benefit received is determined by calculating the total value of all service, which is based on the retirement class to which the member belonged when the service credit was earned. Members are eligible for in-line-of-duty or regular disability and survivors' benefits.

**PORT OF PALM BEACH DISTRICT
NOTES TO THE FINANCIAL STATEMENTS
SEPTEMBER 30, 2017**

NOTE 8 – FLORIDA RETIREMENT SYSTEM (Continued)

PENSION PLAN (Continued)

Benefits Provided (Continued)

The following table shows the percentage value for each year of service credit earned:

Regular Class members initially enrolled before July 1, 2011	
Retirement up to age 62 or up to 30 years of service	1.60%
Retirement at age 63 or with 31 years of service	1.63%
Retirement at age 64 or with 32 years of service	1.65%
Retirement at age 65 or with 33 or more years of service	1.68%
Regular Class members initially enrolled on or after July 1, 2011	
Retirement up to age 65 or up to 33 years of service	1.60%
Retirement at age 66 or with 34 years of service	1.63%
Retirement at age 67 or with 35 years of service	1.65%
Retirement at age 68 or with 36 or more years of service	1.68%
Special Risk Class	
Service from December 1, 1970 through September 30, 1974	2.00%
Service on or after October 1, 1974	3.00%
Elected Officials Class	3.00%
Senior Management Service Class	2.00%

As provided in Section 121.101, Florida Statutes, if the member is initially enrolled in the FRS before July 1, 2011, and all service credit was accrued before July 1, 2011, the annual cost-of-living adjustment is 3 percent per year. If the member is initially enrolled before July 1, 2011, and has service credit on or after July 1, 2011, there is an individually calculated cost-of-living adjustment. The annual cost-of-living adjustment is a proportion of 3 percent determined by dividing the sum of the pre-July 2011 service credit by the total service credit at retirement multiplied by 3 percent. Plan members initially enrolled on or after July 1, 2011 will not have a cost-of-living adjustment after retirement.

**PORT OF PALM BEACH DISTRICT
NOTES TO THE FINANCIAL STATEMENTS
SEPTEMBER 30, 2017**

NOTE 8 – FLORIDA RETIREMENT SYSTEM (Continued)

PENSION PLAN (Continued)

Contributions

Effective July 1, 2011, all enrolled members of the FRS, other than DROP participants, are required to contribute three percent of their salary to the FRS. In addition to member contributions, governmental employers are required to make contributions to the FRS based on state-wide contribution rates established by the Florida Legislature. These rates are updated as of July 1 of each year. The employer contribution rates by job class for the fiscal year ended September 30, 2017 were as follows:

Class	10/01/16 through 06/30/17	07/01/17 through 09/30/17
Regular Class	7.52%	7.92%
Senior Management Service Class	21.77%	22.71%
Special Risk Class	22.57%	23.27%
Elected Officials Class	42.47%	45.50%
DROP	12.99%	13.26%

The employer contribution rates include a 1.66% HIS Plan subsidy. Except for the DROP, the rates also include 0.06% for administrative costs of the Public Employee Optional Retirement Program.

For the fiscal year ended September 30, 2017, the Port made contributions of \$206,378 to the Pension Plan and the Port's employees made contributions of \$83,646, for total contributions of \$290,024.

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

At September 30, 2017, the Port reported a liability of \$2,458,991 for its proportionate share of the Pension Plan's net pension liability. The net pension liability was measured as of June 30, 2017, and the total pension liability used to calculate the net pension liability was determined by an actuarial valuation as of July 1, 2017. The Port's proportionate share of the net pension liability was based on the Port's 2016-2017 fiscal year contributions relative to the 2016-2017 fiscal year contributions of all participating members. At June 30, 2017, the Port's proportionate share was 0.008313207 percent, which was an increase of 0.000307496 percent from its proportionate share measured as of June 30, 2016.

**PORT OF PALM BEACH DISTRICT
NOTES TO THE FINANCIAL STATEMENTS
SEPTEMBER 30, 2017**

NOTE 8 – FLORIDA RETIREMENT SYSTEM (Continued)

PENSION PLAN (Continued)

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

For the fiscal year ended September 30, 2017, the Port recognized pension expense of \$442,188 related to the Plan. In addition the Port reported deferred outflows of resources and deferred inflows of resources related to pensions from the following sources:

Description	Deferred Outflows of Resources	Deferred Inflows of Resources
Difference between expected and actual experience	\$ 225,676	\$ 13,622
Change of assumptions	826,395	
Net difference between projected and actual earnings on Pension Plan investments		60,940
Change in proportion and differences between Port Pension Plan contributions and proportionate share of contributions	119,628	23,889
Port Pension Plan contributions subsequent to the measurement date	55,499	
Total	<u>\$ 1,227,198</u>	<u>\$ 98,451</u>

**PORT OF PALM BEACH DISTRICT
NOTES TO THE FINANCIAL STATEMENTS
SEPTEMBER 30, 2017**

NOTE 8 – FLORIDA RETIREMENT SYSTEM (Continued)

PENSION PLAN (Continued)

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

The deferred outflows of resources related to the Pension Plan, totaling \$55,499 resulting from Port contributions to the Plan subsequent to the measurement date, will be recognized as a reduction of the net pension liability in the fiscal year ended September 30, 2018. Other amounts reported as deferred outflows of resources and deferred inflows of resources related to the Pension Plan will be recognized in pension expense as follows:

September 30	Amount
2018	160,217
2019	371,752
2020	254,630
2021	53,171
2022	169,137
Thereafter	64,341
	\$ 1,073,248

Actuarial Assumptions

The total pension liability in the June 30, 2017 actuarial valuation was determined using the following actuarial assumptions:

Valuation date	July 1, 2017
Measurement date	June 30, 2017
Inflation	2.60 %
Salary increases	3.25%, average, including inflation
Investment rate of return	7.50%, net of pension plan investment expense, including inflation
Mortality	Generational RP-2000 with projection scale BB
Actuarial cost method	Individual Entry Age

**PORT OF PALM BEACH DISTRICT
NOTES TO THE FINANCIAL STATEMENTS
SEPTEMBER 30, 2017**

NOTE 8 – FLORIDA RETIREMENT SYSTEM (Continued)

PENSION PLAN (Continued)

Actuarial Assumptions (Continued)

The actuarial assumptions used in the July 1, 2017, valuation were based on the results of an actuarial experience study for the period July 1, 2008 through June 30, 2013.

The long-term expected rate of return on Pension Plan investments was not based on historical returns, but instead is based on a forward-looking capital market economic model. The allocation policy's description of each asset class was used to map the target allocation to the asset classes shown below. Each asset class assumption is based on a consistent set of underlying assumptions and includes an adjustment for the inflation assumption. The target allocation and best estimates of arithmetic and geometric real rates of return for each major asset class are summarized in the following table:

<u>Asset Class</u>	(1) Target Allocation	Annual Arithmetic Return	Compound Annual (Geometric) Return
Cash	1.0%	3.0%	3.0%
Fixed Income	18.0%	4.5%	4.4%
Global Equity	53.0%	7.8%	6.6%
Real Estate (Property)	10.0%	6.6%	5.9%
Private Equity	6.0%	11.5%	7.8%
Strategic Investments	12.0%	6.1%	5.6%
Total	<u>100.0%</u>		
Assumed Inflation - Mean			2.6%

(1) As outlined in the Pension Plan's investment policy

**PORT OF PALM BEACH DISTRICT
NOTES TO THE FINANCIAL STATEMENTS
SEPTEMBER 30, 2017**

NOTE 8 – FLORIDA RETIREMENT SYSTEM (Continued)

PENSION PLAN (Continued)

Discount Rate

The discount rate used to measure the total pension liability was 7.10%. The Pension Plan’s fiduciary net position was projected to be available to make all projected future benefit payments of current active and inactive employees. Therefore, the discount rate for calculation the total pension liability is equal to the long-term expected rate of return.

Sensitivity of the Port’s Proportionate Share of the Net Position Liability to Changes in the Discount Rate

The following represents the Port’s proportionate share of the net pension liability calculated using the discount rate of 7.10%, as well as what the Port’s proportionate share of the net pension liability would be if it were calculated using a discount rate that is one percentage point lower (6.10%) or one percentage point higher (8.10%) than the current rate:

	1% Decrease (6.10%)	Current Discount Rate (7.10%)	1% Increase (8.10%)
Port's proportionate share of the net pension liability	\$ 4,450,625	\$ 2,458,991	\$ 805,478

Pension Plan Fiduciary Net Position

Detailed information regarding the Pension Plan’s fiduciary net position is available in the separately issued FRS Pension Plan and Other State-Administered Systems Comprehensive Annual Financial Report.

Payables to the Pension Plan

At September 30, 2017, the Port reported a payable in the amount of \$30,523 for outstanding contributions to the Pension Plan required for the fiscal year ended September 30, 2017.

**PORT OF PALM BEACH DISTRICT
NOTES TO THE FINANCIAL STATEMENTS
SEPTEMBER 30, 2017**

NOTE 8 – FLORIDA RETIREMENT SYSTEM (Continued)

RETIREE HEALTH INSURANCE SUBSIDY PROGRAM

Plan Description

The HIS Plan is a cost-sharing multiple-employer defined benefit pension plan established under Section 112.363, Florida Statutes, and may be amended by the Florida legislature at any time. The benefit is a monthly payment to assist retirees of State-administered retirement systems in paying their health insurance costs and is administered by the Florida Department of Management Services, Division of Retirement.

Benefits Provided

For the fiscal year ended September 30, 2017, eligible retirees and beneficiaries received a monthly HIS payment of \$5 for each year of creditable service completed at the time of retirement, with a minimum HIS payment of \$30 and a maximum HIS payment of \$150 per month. To be eligible to receive these benefits, a retiree under a State-administered retirement system must provide proof of health insurance coverage, which may include Medicare.

Contributions

The HIS Plan is funded by required contributions from FRS participating employers as set by the Florida Legislature. Employer contributions are a percentage of gross compensation for all active FRS members. For the fiscal year ended September 30, 2017, the HIS contribution rate was 1.66%. The Port contributed 100% of its statutorily required contributions for the current and preceding three years. HIS Plan contributions are deposited in a separate trust fund from which payments are authorized. HIS Plan benefits are not guaranteed and are subject to annual legislative appropriation. In the event legislative appropriation or available funds fail to provide full subsidy benefits to all participants, benefits may be reduced or cancelled.

The Port's contributions to the HIS Plan totaled \$51,922 for the fiscal year ended September 30, 2017.

**PORT OF PALM BEACH DISTRICT
NOTES TO THE FINANCIAL STATEMENTS
SEPTEMBER 30, 2017**

NOTE 8 – FLORIDA RETIREMENT SYSTEM (Continued)

RETIREE HEALTH INSURANCE SUBSIDY PROGRAM (Continued)

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

At September 30, 2017, the Port reported a liability of \$1,067,202 for its proportionate share of the HIS Plan's net pension liability. The net pension liability was measured as of June 30, 2017, and the total pension liability used to calculate the net pension liability was determined by an actuarial valuation as of July 1, 2016. The Port's proportionate share of the net pension liability was based on the Port's 2016-2017 fiscal year contributions relative to the 2016-2017 fiscal year contributions of all participating members. At June 30, 2017, the Port's proportionate share was 0.009980882 percent, which was an increase of 0.000539702 percent from its proportionate share measured as of June 30, 2016.

For the fiscal year ended September 30, 2017, the Port recognized pension expense of \$90,623. In addition the Port reported deferred outflows of resources and deferred in flows of resources related to pensions from the following sources:

Description	Deferred Outflows of Resources	Deferred Inflows of Resources
Difference between expected and actual experience	\$	\$ 2,222
Change of assumptions	150,012	92,282
Net difference between projected and actual earnings on Pension Plan investments	592	
Change in proportion and differences between Port Pension Plan contributions and proportionate share of contributions	68,751	10,500
Port Pension Plan contributions subsequent to the measurement date	12,705	
Total	<u>\$ 232,060</u>	<u>\$ 105,004</u>

**PORT OF PALM BEACH DISTRICT
NOTES TO THE FINANCIAL STATEMENTS
SEPTEMBER 30, 2017**

NOTE 8 – FLORIDA RETIREMENT SYSTEM (Continued)

RETIREE HEALTH INSURANCE SUBSIDY PROGRAM (Continued)

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

The deferred outflows of resources related to the HIS Plan, totaling \$12,705 resulting from Port contributions to the HIS Plan subsequent to the measurement date, will be recognized as a reduction of the net pension liability in the fiscal year ended September 30, 2018. Other amounts reported as deferred outflows of resources and deferred inflows of resources related to the HIS Plan will be recognized in pension expense as follows:

Fiscal Year Ending September 30	Amount
2018	\$ 26,939
2019	26,827
2020	26,773
2021	22,130
2022	16,188
Thereafter	(4,506)
	<u>\$ 114,351</u>

Actuarial Assumptions

The total pension liability in the July 1, 2017, actuarial valuation was determined using the following actuarial assumptions:

Valuation date	July 1, 2016
Measurement date	June 30, 2017
Inflation	2.60 %
Salary increases	3.25%, average, including inflation
Municipal bond rate	3.58%
Investment rate of return	N/A
Mortality	GenerationalRP-2000 with projection scale BB
Actuarial cost method	Individual Entry Age

The actuarial assumptions used in the July 1, 2016, valuation were based on the results of an actuarial experience study for the period July 1, 2008 through June 30, 2013.

**PORT OF PALM BEACH DISTRICT
NOTES TO THE FINANCIAL STATEMENTS
SEPTEMBER 30, 2017**

NOTE 8 – FLORIDA RETIREMENT SYSTEM (Continued)

RETIREE HEALTH INSURANCE SUBSIDY PROGRAM (Continued)

Discount Rate

The discount rate used to measure the total pension liability was 3.58%. In general, the discount rate for calculating the total pension liability is equal to the single rate equivalent to discounting at the long-term expected rate of return for benefit payments prior to the projected depletion date. Because the HIS benefit is essentially funded on a pay-as-you-go basis, the depletion date is considered to be immediate, and the single equivalent discount rate is equal to the municipal bond rate selected by the HIS Plan sponsor. The Bond Buyer General Obligation 20-Bond Municipal Bond Index was adopted as the applicable municipal bond index.

Sensitivity of the Port’s Proportionate Share of the Net Position Liability to Changes in the Discount Rate

The following represents the Port’s proportionate share of the net pension liability calculated using the discount rate of 3.58%, as well as what the Port’s proportionate share of the net pension liability would be if it were calculated using a discount rate that is one percentage point lower (2.58%) or one percentage point higher (4.58%) than the current rate:

	1% Decrease (2.58%)	Current Discount Rate (3.58%)	1% Increase (4.58%)
Port's proportionate share of the net pension liability	\$ 1,217,819	\$ 1,067,202	\$ 941,746

Pension Plan Fiduciary Net Position

Detailed information regarding the HIS Plan’s fiduciary net position is available in the separately issued FRS Pension Plan and Other State-Administered Systems Comprehensive Annual Financial Report.

Payables to the Pension Plan

At September 30, 2017, the Port reported a payable in the amount of \$5,004 for outstanding contributions to the HIS Plan required for the fiscal year ended September 30, 2017.

**PORT OF PALM BEACH DISTRICT
NOTES TO THE FINANCIAL STATEMENTS
SEPTEMBER 30, 2017**

NOTE 8 – FLORIDA RETIREMENT SYSTEM (CONTINUED)

INVESTMENT PLAN

Plan Description

The Florida Retirement System Investment Plan is a defined contribution retirement plan qualified under Section 401(a) of the Internal Revenue Code. The Florida Legislature enacted the Plan during the 2000 legislative session, and amendments to the Plan can only be made by an act of the Florida Legislature. The Plan is administered by the State Board of Administration of Florida. The Investment Plan is reported in the SBA's annual financial statements and in the State of Florida Comprehensive Annual Financial Report.

As provided in Section 121.4501, Florida Statutes, eligible FRS members may elect to participate in the Investment Plan in lieu of the FRS defined benefit plan. Port employees participating in DROP are not eligible to participate in the Investment Plan. Employer and employee contributions, including amounts contributed to individual member's accounts, are defined by law, but the ultimate benefit depends in part on the performance of investment funds. Benefit terms, including contribution requirements, for the Investment Plan are established and may be amended by the Florida Legislature.

Funding Policy

The Investment Plan is funded with the same employer and employee contribution rates that are based on salary and membership class (Regular Class, Elected Officers, etc.), as the defined benefit Pension Plan. Contributions are directed to individual member accounts, and the individual members allocate contributions and account balances among various approved investment choices. Costs of administering the Investment Plan, including the FRS Financial Guidance Program, are funded through an employer contribution of 0.06 percent of payroll and by forfeited benefits of plan members.

**PORT OF PALM BEACH DISTRICT
NOTES TO THE FINANCIAL STATEMENTS
SEPTEMBER 30, 2017**

NOTE 8 – FLORIDA RETIREMENT SYSTEM (Continued)

INVESTMENT PLAN (Continued)

Funding Policy (Continued)

Participating employers are required to make contributions based upon statewide contributions rates. The contribution rates by job class for the Port’s employees for the fiscal year ended September 30, 2017, are as follows:

Class	10/01/16 through 06/30/17	07/01/17 through 09/30/17
Regular Class	7.52%	7.92%
Senior Management Service Class	21.77%	22.71%
Special Risk Class	22.57%	23.27%
Elected Officials Class	42.47%	45.50%
DROP	12.99%	13.26%

For all membership classes, employees are immediately vested in their own contributions and are vested after one year of service for employer contributions and investment earnings. If an accumulated benefit obligation for service credit originally earned under the Pension Plan is transferred to the Investment Plan, the member must have the years of service required for Pension Plan vesting (including the service credit represented by the transferred funds) to be vested for these funds and the earnings on the funds. Nonvested employer contributions are placed in a suspense account for up to five years. If the employee returns to FRS-covered employment within the five-year period, the employee will regain control over their account. If the employee does not return within the five-year period, the employee will forfeit the accumulated account balance. For the fiscal year ended September 30, 2017, the information for the amount of forfeitures was unavailable from the SBA; however, management believes that these amounts, if any, would be immaterial to the Port.

**PORT OF PALM BEACH DISTRICT
NOTES TO THE FINANCIAL STATEMENTS
SEPTEMBER 30, 2017**

NOTE 8 – FLORIDA RETIREMENT SYSTEM (Continued)

INVESTMENT PLAN (Continued)

Funding Policy (Continued)

After termination and applying to receive benefits, the member may rollover vested funds to another qualified plan, structure a periodic payment under the Investment Plan, receive a lump sum distribution, leave the funds invested for future distribution, or any combination of these options. Disability coverage is provided; the member may either transfer the account balance to the Pension Plan when approved for disability retirement to receive guaranteed lifetime monthly benefits under the Pension Plan, or remain in the Investment Plan and rely upon that account balance for retirement income.

The Port's Investment Plan pension expense totaled \$23,471 for the fiscal year ended September 30, 2017, and as of the fiscal year end, the Port reported a payable in the amount of \$3,257 for outstanding contributions to the Investment Plan.

SUMMARY DATA

The following table provides a summary of significant information related to the Florida Retirement System defined benefit plans for the year ended September 30, 2017.

Description	Pension Plan	HIS Plan	Total
Proportionate share of total pension liability	\$ 15,265,757	\$ 1,084,999	\$ 16,350,756
Proportionate share of plan fiduciary net position	12,806,767	17,797	12,824,564
Proportionate share of net pension liability	2,458,991	1,067,202	3,526,193
Proportionate share of deferred outflows of resources	1,227,198	232,060	1,459,258
Proportionate share of deferred inflows of resources	98,451	105,004	203,455
Pension expense	442,188	90,623	532,811

NOTE 9 – OTHER POSTEMPLOYMENT BENEFITS (OPEB)

Retirees of the Port pay an amount equal to the actual premium for health insurance charged by the carrier, but there is an implied subsidy in the healthcare insurance premium for retirees because the premium charged for these retirees is the same as the premium charged for active employees, who are younger than retirees on average. This implied subsidy constitutes other postemployment benefits (OPEB) under GASB 45.

**PORT OF PALM BEACH DISTRICT
NOTES TO THE FINANCIAL STATEMENTS
SEPTEMBER 30, 2017**

NOTE 9 – OTHER POSTEMPLOYMENT BENEFITS (OPEB) (Continued)

Plan Description

The Port provides a single employer defined benefit health care plan to all of its employees. The plan allows its employees and their beneficiaries, at their own cost, to continue to obtain health, dental and other insurance benefits upon retirement. The benefits of the plan are in accordance with Florida Statutes, which are the legal authority for the plan. The plan has no assets and does not issue a separate financial report.

Funding Policy

The Port does not directly make a contribution to the plan on behalf of retirees. Retirees and their beneficiaries pay the same group rates as are charged to the Port for active employees by its healthcare provider. However, the Port’s actuaries, in their actuarial valuation, calculate an offset to the cost of these benefits as an Employer Contribution, based upon an implicit rate subsidy. This offset equals the total age-adjusted costs paid by the Port or its active employees for coverage of the retirees and their dependents for the year net of the retiree’s own payments for the year.

Annual OPEB Cost and Net OPEB Obligation

The Port’s annual other postemployment benefit (OPEB) cost (expense) is calculated based on the annual required contribution (ARC). The Port has elected to calculate the ARC and related information using the Alternative Measurement Method permitted under GASB Statement No. 45 for employers with plans that have fewer than 100 total members. The ARC represents a level of funding that, if paid on an ongoing basis, is projected to cover normal cost each year and to amortize any unfunded actuarial liabilities over a period not to exceed 30 years.

The following table presents the components of the Port’s annual OPEB cost for the year, the amount actually contributed to the plan, and changes in the net OPEB obligation:

Required contribution rate - employer	Pay-as-you-go
Required contribution rate – plan members	N/A
Annual required contribution (ARC)	\$ 44,464
Interest on net OPEB obligation	6,004
Adjustment to annual required contribution	<u>(7,590)</u>
Annual OPEB cost (expense)	42,878
Age adjusted contributions made	<u>(7,100)</u>
Change in net OPEB obligation	35,778
Net OPEB obligation (NOO) October 1, 2016	<u>171,556</u>
Net OPEB obligation (NOO) September 30, 2017	<u>\$207,334</u>

**PORT OF PALM BEACH DISTRICT
NOTES TO THE FINANCIAL STATEMENTS
SEPTEMBER 30, 2017**

NOTE 9 – OTHER POSTEMPLOYMENT BENEFITS (OPEB) (Continued)

Trend Information

The Port’s annual OPEB cost, the percentage of annual OPEB cost contributed to the plan, and the net OPEB obligation for the current fiscal year and the two preceding years were as follows:

Three-Year Trend Information				
Fiscal Year Ended	Annual OPEB Cost	Actual Employer Contributions	Percentage of Annual OPEB Cost Contributed	Net OPEB Obligation
09/30/15	\$42,267	\$ 5,941	14.1%	\$133,883
09/30/16	43,227	5,554	12.8%	171,556
09/30/17	42,879	7,100	16.6%	207,335

Funded Status

The funded status of the plan as of most recent actuarial valuation date was as follows:

Actuarial valuation date	09/30/15
Actuarial accrued liability (AAL)	\$ 272,633
Actuarial value of plan assets	\$ -
Unfunded actuarial accrued liability (UAAL)	\$ 272,633
Funded ratio	0.00%
Covered payroll	\$ 2,790,574.82
UAAL as a percentage of covered payroll	9.77%

Funding Progress

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. Amounts determined regarding the funded status of the plan and the annual required contributions of the employer are subject to continual revision as actual results are compared with past expectations and new estimates are made about the future. The schedule of funding progress presented as required supplementary information following the notes to the financial statements, presents multi-year trend information that shows whether the actuarial value of plan assets is increasing or decreasing over time relative to the actuarial accrued liability for benefits. The Port has contributed \$51,074 to the plan at this time.

**PORT OF PALM BEACH DISTRICT
NOTES TO THE FINANCIAL STATEMENTS
SEPTEMBER 30, 2017**

NOTE 9 – OTHER POSTEMPLOYMENT BENEFITS (OPEB) (Continued)

Actuarial Methods and Assumptions

Projections of benefits are based on the substantive plan (the plan as understood by the employer and plan members) and include the types of benefits in force at the valuation date and the pattern of sharing benefit costs between the Port and the plan members to that point. Actuarial calculations reflect a long-term perspective and employ methods and assumptions that are designed to reduce short-term volatility in actuarial accrued liabilities and the actuarial value of assets. Significant methods and assumptions were as follows:

Active plan members were assumed to retire at age 62. Marital status as of the calculation date was assumed to continue throughout retirement. Life expectancy was based on RP2000 Mortality Table for Males and Females Projected 10 years. The probability of remaining employed until the assumed retirement age and employees' expected working lifetimes were developed using standard turnover assumptions from GASB 45, Paragraph 35b.

Health insurance premiums as of October 2014 were used, and age appropriate premiums were developed from the average age of the population and a 4% premium aging factor as specified by GASB 45. The expected rate of increase in health insurance premiums used an initial rate of 8.0% and an ultimate rate of 4.7% for medical, an initial rate of 9.0% and an ultimate rate of 4.7% for pharmacy, an initial rate of 3.5% and an ultimate rate of 3.0% for dental, and an initial rate of 3.0% and an ultimate rate of 3.0% for vision.

The discount rate was assumed to be 3.5%. Since the plan has no assets, the investment rate of return was assumed to be zero. The entry age actuarial cost method was used in the valuation. The unfunded actuarial accrued liability is amortized over a thirty year period as a level percent of projected payroll on an open basis.

NOTE 10 – MAJOR CUSTOMERS

The Port had revenue from two major customers providing more than 10% each of the Port facilities revenue during the fiscal year ended September 30, 2017. The Port facilities total revenue from these customers were as follows:

Tropical Shipping USA, LLC/Birdsall, Inc.		<u>\$ 6,070,649</u>
Multi-day Cruise Companies:		
Passenger Revenue	\$ 7,179,102	
Less Direct Marketing Support	<u>(4,374,913)</u>	
Net		<u>\$ 2,804,190</u>

**PORT OF PALM BEACH DISTRICT
NOTES TO THE FINANCIAL STATEMENTS
SEPTEMBER 30, 2017**

NOTE 11 – RISK MANAGEMENT

The Port is exposed to various risks of loss related to torts; theft of, damage to, and destruction of assets; errors and omissions; injuries to employees; and natural disasters. The Port manages the exposure to these risks through the purchase of commercial insurance with high limits of coverage. The Port has not significantly reduced insurance coverage from the prior year nor did the amount of settlement exceed the insurance coverage for each of the past three fiscal years.

Florida Statutes limit the Port's maximum loss for most liability claims to \$200,000 per person and \$300,000 per occurrence under the Doctrine of Sovereign Immunity. However, under certain circumstances, a plaintiff can seek to recover damages in excess of statutory limits by introducing a claims bill to the Florida Legislature. The limits addressed in the Florida Statutes do not apply to claims filed in Federal courts.

The Port is a defendant in a lawsuit with respect to construction of Berth 17 for breach of contract. The plaintiff in the suit is seeking significant damages. The Port has claims for liquidated damages that could offset or exceed the claims. The project is not yet completed and counsel for the Port and counsel for the plaintiff have agreed to attempt to amicably resolve the claims, and any claims which have since arisen, when the project is complete. The outcome of the claims can't be determined at this time.

PORT OF PALM BEACH DISTRICT
Required Supplementary Information
Schedule of Funding Progress
Other Postemployment Benefits
September 30, 2017

Actuarial Valuation Date	Actuarial Value of Assets	Actuarial Accrued Liability	Unfunded Actuarial Accrued Liability	Funded Ratio	Covered Payroll	Unfunded Actuarial Accrued Liability as % of Covered Payroll
09/30/09	\$	\$ 76,862	\$ 76,862	0.0%	\$ 2,545,358	3.02%
09/30/12		246,799	246,799	0.0%	2,871,146	8.60%
09/30/15		272,633	272,633	0.0%	2,862,420	9.52%

GASB Statement No. 45 was implemented during the fiscal year ended September 30, 2009, and the Port elected to apply the statement prospectively. The Port is required to have an actuarial valuation every three years. The next valuation is scheduled for September 30, 2018.

PORT OF PALM BEACH DISTRICT
Required Supplementary Information (RSI)
Schedule of Employer Contributions
Florida Retirement System
Pension Plan
Last Ten Fiscal Years

	<u>2014</u>	<u>2015</u>	<u>2016</u>	<u>2017</u>
Contractually required FRS contribution	\$ 175,044	\$ 184,968	\$ 191,710	\$ 206,378
FRS contributions in relation to the contractually required contribution	<u>175,044</u>	<u>184,968</u>	<u>191,710</u>	<u>206,378</u>
FRS contribution deficiency (excess)	<u>\$</u>	<u>\$</u>	<u>\$</u>	<u>\$</u>
Port's covered payroll	\$ 2,441,446	\$ 2,428,447	\$ 2,673,155	\$ 2,790,575
FRS contributions as a percentage of covered payroll	7.17%	7.62%	7.17%	7.40%

This schedule is intended to present data for 10 years. For years prior to 2014 data are unavailable. Additional years will be presented as they become available.

PORT OF PALM BEACH DISTRICT
Required Supplementary Information (RSI)
Schedule of Proportionate Share of Net Pension Liability
Florida Retirement System
Pension Plan
Last Ten Fiscal Years

	<u>2014</u>	<u>2015</u>	<u>2016</u>	<u>2017</u>
Proportion of the FRS net pension liability	0.007888215%	0.008252378%	0.008005711%	0.008313207%
Proportionate share of the FRS net pension liability	\$ 481,297	\$ 1,065,905	\$ 2,021,448	\$ 2,458,991
Port's covered payroll	\$ 2,376,687	\$ 2,425,471	\$ 2,599,590	\$ 2,842,134
Port's proportionate share of the FRS net pension liability as a percentage of covered payroll	20.25%	43.95%	77.76%	86.52%
FRS Plan fiduciary net position as a percentage of the total pension liability	96.09%	92.00%	84.88%	83.89%

This schedule is intended to present data for 10 years. For years prior to 2014 data are unavailable. Additional years will be presented as they become available. The amounts presented for each fiscal year are as of the June 30 measurement date. The Plan's fiduciary net position as a percentage of the total pension liability is published in the Plan's Comprehensive Annual Financial Report. The discount rate decreased from 7.65% in 2015 to 7.60% in 2016 to 7.10% in 2017.

PORT OF PALM BEACH DISTRICT
Required Supplementary Information (RSI)
Schedule of Employer Contributions
Florida Retirement System
Retiree Health Insurance Subsidy Program
Last Ten Fiscal Years

	<u>2014</u>	<u>2015</u>	<u>2016</u>	<u>2017</u>
Contractually required HIS contribution	\$ 34,758	\$ 37,844	\$ 49,491	\$ 51,922
HIS contributions in relation to the contractually required contribution	<u>34,758</u>	<u>37,844</u>	<u>49,491</u>	<u>51,922</u>
HIS contribution deficiency (excess)	<u>\$</u>	<u>\$</u>	<u>\$</u>	<u>\$</u>
Port's covered payroll	\$ 2,836,296	\$ 2,764,755	\$ 2,981,376	\$ 3,127,843
HIS contributions as a percentage of covered payroll	1.23%	1.37%	1.66%	1.66%

This schedule is intended to present data for 10 years. For years prior to 2014 data are unavailable. Additional years will be presented as they become available.

PORT OF PALM BEACH DISTRICT
Required Supplementary Information (RSI)
Schedule of Proportionate Share of Net Pension Liability
Florida Retirement System
Retiree Health Insurance Subsidy Program
Last Ten Fiscal Year

	<u>2014</u>	<u>2015</u>	<u>2016</u>	<u>2017</u>
Proportion of the HIS net pension liability	0.009320020%	0.009120310%	0.009441180%	0.009980882%
Proportionate share of the HIS net pension liability	\$ 871,445	\$ 930,128	\$ 1,100,330	\$ 1,067,202
Port's covered payroll	\$ 2,777,231	\$ 2,766,916	\$ 2,914,569	\$ 3,181,401
Port's proportionate share of the HIS net pension liability as a percentage of it covered payroll	31.38%	33.62%	37.75%	33.55%
HIS Plan fiduciary net position as a percentage of the total pension liability	0.99%	0.50%	0.97%	1.64%

This schedule is intended to present data for 10 years. For years prior to 2014 data are unavailable. Additional years will be presented as they become available. The amounts presented for each fiscal year are as of the June 30 measurement date. The Plan's fiduciary net position as a percentage of the total pension liability is published in the Plan's Comprehensive Annual Financial Report. The discount rate decreased from 4.29% in 2014 to 3.80% in 2015 to 2.85% in 2016 and increased to 3.58% in 2017.

PORT OF PALM BEACH DISTRICT
Bond Amortization Schedule
\$9,576,835 Revenue Refunding Bonds - Series 2002
September 30, 2017

<u>Year Ending</u> <u>September 30</u>	<u>Interest</u>	<u>Retirement</u> <u>of Bonds</u>	<u>Total</u>
2018	\$	\$	\$
2019			
2020			
2021			
2022	1,693,276	911,724	2,605,000
2023	1,749,258	855,742	2,605,000
2024	1,799,169	805,831	2,605,000
2025	3,080,844	1,269,156	4,350,000
2026	3,150,618	1,199,382	4,350,000
	<u>\$ 11,473,165</u>	<u>\$ 5,041,835</u>	<u>\$ 16,515,000</u>

PORT OF PALM BEACH DISTRICT
Bond Amortization Schedule
\$10,139,551 Revenue Refunding Bonds - Series 2007
September 30, 2017

<u>Year Ending</u> <u>September 30</u>	<u>Interest</u>	<u>Retirement</u> <u>of Bonds</u>	<u>Total</u>
2018	<u>\$ 49,761</u>	<u>\$ 1,133,503</u>	<u>\$ 1,183,264</u>
	<u><u>\$ 49,761</u></u>	<u><u>\$ 1,133,503</u></u>	<u><u>\$ 1,183,264</u></u>

PORT OF PALM BEACH DISTRICT
Bond Amortization Schedule
\$14,301,991 Revenue Refunding Bonds - Series 2013
September 30, 2017

<u>Year Ending September 30</u>	<u>Interest</u>	<u>Retirement of Bonds</u>	<u>Total</u>
2018	\$ 318,997	\$ 1,252,038	\$ 1,571,035
2019	277,680	1,292,355	1,570,035
2020	235,032	1,335,428	1,570,460
2021	190,963	1,376,072	1,567,035
2022	145,553	1,424,208	1,569,761
2023	98,554	1,469,531	1,568,085
2024	50,059	1,516,951	1,567,010
	<u>\$ 1,316,838</u>	<u>\$ 9,666,583</u>	<u>\$ 10,983,421</u>

PORT OF PALM BEACH DISTRICT
Bond Amortization Schedule
\$9,077,966 Revenue Refunding Bonds - Series 2016
9/30/2017

<u>Year Ending September 30</u>	<u>Interest</u>	<u>Retirement of Bonds</u>	<u>Total</u>
2018	\$ 149,384	\$ 1,044,784	\$ 1,194,168
2019	130,056	2,300,913	2,430,969
2020	87,489	2,344,279	2,431,768
2021	44,120	2,384,849	2,428,969
	<u>\$ 411,049</u>	<u>\$ 8,074,825</u>	<u>\$ 8,485,874</u>

PORT OF PALM BEACH DISTRICT
Bond Amortization Schedule
Combined Revenue Bonds
September 30, 2017

<u>Year Ending September 30</u>	<u>Interest</u>	<u>Retirement of Bonds</u>	<u>Total</u>
2018	\$ 518,142	\$ 3,430,325	\$ 3,948,467
2019	407,736	3,593,268	4,001,004
2020	322,521	3,679,707	4,002,228
2021	235,083	3,760,921	3,996,004
2022	1,838,829	2,335,932	4,174,761
2023	1,847,812	2,325,273	4,173,085
2024	1,849,228	2,322,782	4,172,010
2025	3,080,844	1,269,156	4,350,000
2026	3,150,618	1,199,382	4,350,000
	<u>\$ 13,250,813</u>	<u>\$ 23,916,746</u>	<u>\$ 37,167,559</u>

PORT OF PALM BEACH DISTRICT
Schedule of Port Facilities Revenues
For the Fiscal Years Ended
September 30, 2017 and 2016

	<u>2017</u>	<u>2016</u>
Wharfage	\$ 3,586,472	\$ 3,526,606
Rent	4,239,509	4,563,441
Dockage	2,214,939	2,090,756
Parking	1,440,349	1,493,751
Passenger wharfage		384,669
Net passenger charges	2,533,252	1,945,396
Storage	71,384	38,705
Water	95,249	74,842
Line handling	127,600	167,800
Miscellaneous	577,194	192,069
Switching	628,742	527,907
Licenses	108,900	100,200
Identification badging	28,857	34,826
Security fee	589,043	615,631
Cargo terminal fee	688,159	618,438
Harbor master fee	181,962	182,615
Vessel bunkers	53,711	82,084
	<u> </u>	<u> </u>
Total Port Facilities Revenue	<u><u>\$ 17,165,322</u></u>	<u><u>\$ 16,639,736</u></u>

PORT OF PALM BEACH DISTRICT
Schedule of Operating Expenses
For the Fiscal Years Ended
September 30, 2017 and 2016

	<u>2017</u>	<u>2016</u>
General expenses		
Insurance and surety bonds	\$ 515,543	\$ 454,779
Retirement	511,313	409,341
Group insurance	886,612	853,299
State and local taxes	30,632	1,992
Audit and other accounting services	69,882	84,486
Bad debt expense	126,279	
Trustee fees	6,947	7,373
Consulting	37,559	37,932
Miscellaneous	29,226	15,901
Total general expenses	<u>2,213,993</u>	<u>1,865,103</u>
Engineering and maintenance		
Salaries	497,985	562,975
Payroll taxes	36,062	40,829
Maintenance and repairs - buildings and grounds	492,411	466,654
Electricity	396,782	351,001
Water	640,544	657,378
Janitorial and trash removal	188,422	159,630
Maintenance and repairs - equipment	38,140	49,355
Engineering fees	25,211	12,000
Surveys and maps	2,494	11,760
Fuel and oil - port vehicles	33,215	25,986
Telephone	36,309	32,727
Uniforms	14,823	18,556
Shop maintenance and supplies	16,198	19,028
Miscellaneous	729	414
Total engineering and maintenance	<u>2,419,325</u>	<u>2,408,293</u>
Security		
Salaries	774,754	764,928
Payroll taxes	56,448	56,707
Contract services	871,843	1,069,257
Security equipment	31,145	54,085
Identification badges	3,567	9,776
Uniforms	6,825	6,827
Telephone	10,731	9,978
Maintenance and repairs - radios	23,665	21,764
Miscellaneous	5,347	7,103
Total security	<u>1,784,325</u>	<u>2,000,425</u>

(Continued)

PORT OF PALM BEACH DISTRICT
Schedule of Operating Expenses (Continued)
For the Fiscal Years Ended
September 30, 2017 and 2016

	<u>2017</u>	<u>2016</u>
Administration		
Salaries	\$ 1,349,874	\$ 1,234,528
Payroll taxes	93,007	82,792
Telephone	78,135	64,213
Maintenance and repairs	9,456	9,462
Information Systems	111,471	85,129
Supplies, stationary and printing	28,797	24,702
Postage	3,361	3,557
Dues and subscriptions	2,152	1,939
Publications	14,184	4,888
Legal fees and other professional fees	96,424	61,091
Miscellaneous	27,624	39,101
Total administration	<u>1,814,485</u>	<u>1,611,402</u>
Business development		
Salaries	377,688	342,183
Payroll taxes	25,832	23,216
Retirement	37,574	32,522
Advertising and promotion	34,038	31,731
Trade development	56,101	55,365
Community relations	16,668	25,529
Travel	23,816	26,167
Anniversary Celebration		8,274
Dues and subscriptions	61,883	60,407
Publications	9,536	6,440
Miscellaneous	12,604	12,341
Total business development	<u>655,740</u>	<u>624,175</u>
Operations		
Salaries	145,572	157,311
Payroll taxes	10,689	11,438
Customer & Tenant Operation	269	3,076
Telephone	995	999
Maintenance and repairs - train	29,770	21,834
Maintenance and repairs - track	42,252	52,241
Fuel and oil - train	27,790	15,982
Miscellaneous	222	115
Total operations	<u>257,559</u>	<u>262,996</u>
Amortization	<u>28,817</u>	<u>28,817</u>
Depreciation	<u>4,757,631</u>	<u>4,509,802</u>
Total operating expenses	<u><u>\$ 13,931,875</u></u>	<u><u>\$ 13,311,013</u></u>

PORT OF PALM BEACH DISTRICT
Schedule of Revenues and Expenses
For the Fiscal Years Ended
September 30, 2017 and 2016

	2017	2016
Revenue		
Port facilities	\$ 21,540,235	\$ 21,970,904
Less: Direct marketing support	(4,374,913)	(5,331,168)
Net operating revenue	17,165,322	16,639,736
Expenses		
General expenses	2,213,993	1,865,103
Engineering and maintenance	2,419,325	2,408,293
Security	1,784,325	2,000,425
Administration	1,814,485	1,611,402
Business development	655,740	624,175
Operations	257,559	262,996
Operating expenses	9,145,427	8,772,394
Operating income before depreciation and amortization	8,019,895	7,867,342
Depreciation and amortization expense	4,786,448	4,538,619
Operating income after depreciation and amortization	3,233,447	3,328,723
Non-operating revenues (expenses)		
Investment earnings	46,191	12,668
Grant revenue	55,772	1,537,154
Grant expense	(28,690)	(1,523,778)
Insurance recoveries	60,721	31,291
Gain (loss) on disposition of assets	2,500	(6,713)
Feasibility study		(5,048)
Debt issue cost	(97)	(57,050)
Interest expense	(1,363,288)	(1,523,830)
Total non-operating revenues (expenses)	(1,226,891)	(1,535,306)
Income before contributions	2,006,556	1,793,417
Capital contributions	2,855,381	2,547,717
Change in net position	\$ 4,861,937	\$ 4,341,134

PORT OF PALM BEACH DISTRICT
Budgetary Comparison Schedule
For the Fiscal Year Ended
September 30, 2017

	<u>Actual</u>	<u>Budget</u>	<u>Variance Over (Under)</u>
Operating revenues			
Wharfage	\$ 3,586,472	\$ 3,326,525	\$ 259,947
Dockage	2,214,939	2,211,002	3,937
Parking	1,440,349	1,764,535	(324,186)
Passenger charges	6,908,165	7,782,258	(874,093)
Storage	71,384	30,749	40,635
Water	95,249	82,435	12,814
Line handling	127,600	121,162	6,438
Switching	628,742	550,302	78,440
Identification badging	28,857	25,725	3,132
Cargo terminal fee	688,159	641,432	46,727
Harbor master fees	181,962	176,149	5,813
Security fee	589,043	576,917	12,126
Licenses and permits	108,900	99,500	9,400
Miscellaneous income	577,194	383,193	194,001
Rent	4,239,509	4,101,935	137,574
Vessel bunkers	53,711	62,297	(8,586)
Total operating revenues	<u>21,540,235</u>	<u>21,936,116</u>	<u>(395,881)</u>
Less: Direct marketing support	(4,374,913)	(5,461,733)	1,086,820
Net operating revenues	<u>17,165,322</u>	<u>16,474,383</u>	<u>690,939</u>
Operating expenses			
General expenses	2,213,993	1,837,400	376,593
Engineering and maintenance	2,419,325	2,340,394	78,931
Security	1,784,325	1,763,041	21,284
Administration	1,814,485	1,744,618	69,867
Business development	655,740	817,531	(161,791)
Operations	257,559	269,448	(11,889)
Operating expenses before depreciation and amortization	<u>9,145,427</u>	<u>8,772,432</u>	<u>372,995</u>
Operating income before depreciation and amortization	8,019,895	7,701,951	317,944
Amortization	28,817	35,067	(6,250)
Depreciation	4,757,631	4,935,000	(177,369)
Operating income	<u>3,233,447</u>	<u>2,731,884</u>	<u>501,563</u>
Non-operating revenue (expenses)			
Investment earnings	46,191	14,500	31,691
Grant revenue	55,772	65,000	(9,228)
Grant expense	(28,690)	(10,000)	18,690
Insurance recoveries	60,721		60,721
Gain (loss) on disposition of assets	2,500		(2,500)
Debt issue cost	(97)		97
Interest expense	(1,363,288)	(1,300,086)	63,202
Total non-operating revenue (expenses)	<u>(1,226,891)</u>	<u>(1,230,586)</u>	<u>(3,695)</u>
Income before capital contributions	<u>\$ 2,006,556</u>	<u>\$ 1,501,298</u>	<u>\$ 497,868</u>

PORT OF PALM BEACH DISTRICT
Schedule of Operating Statistics
For the Fiscal Years Ended
September 30, 2017 and 2016
Unaudited

	<u>2017</u>	<u>2016</u>	<u>Percent Change</u>
CARGO TONNAGE			
General Cargo			
Container	1,270,625	1,210,448	4.97%
Break-bulk	96,530	98,801	(2.30%)
Relay	80,948	85,042	(4.81%)
Sub-Total	<u>1,448,103</u>	<u>1,394,291</u>	3.86%
Bulk and Dry Cargo			
Asphalt	101,023	83,909	20.40%
Fuel Oil	122,174	98,354	24.22%
Molasses	184,176	121,889	51.10%
Sugar	593,563	783,690	(24.26%)
Recyclable metal	35,618	37,122	(4.05%)
Sub-Total	<u>1,036,554</u>	<u>1,124,964</u>	(7.86%)
TOTAL ALL CARGO	<u>2,484,657</u>	<u>2,519,255</u>	(1.37%)
Inbound	135,906	128,044	6.14%
Outbound	139,632	132,280	5.56%
TOTAL TEUs	<u>275,538</u>	<u>260,324</u>	5.84%
RAIL CARS (IN AND OUT BOUND)	<u>18,885</u>	<u>17,324</u>	9.01%
VESSELS	<u>1,533</u>	<u>1,750</u>	(12.40%)
PASSENGERS	<u>432,585</u>	<u>502,876</u>	(13.98%)

PORT OF PALM BEACH DISTRICT
Net Position
For the Fiscal Years Ended September 30, 2008 through 2017
Unaudited

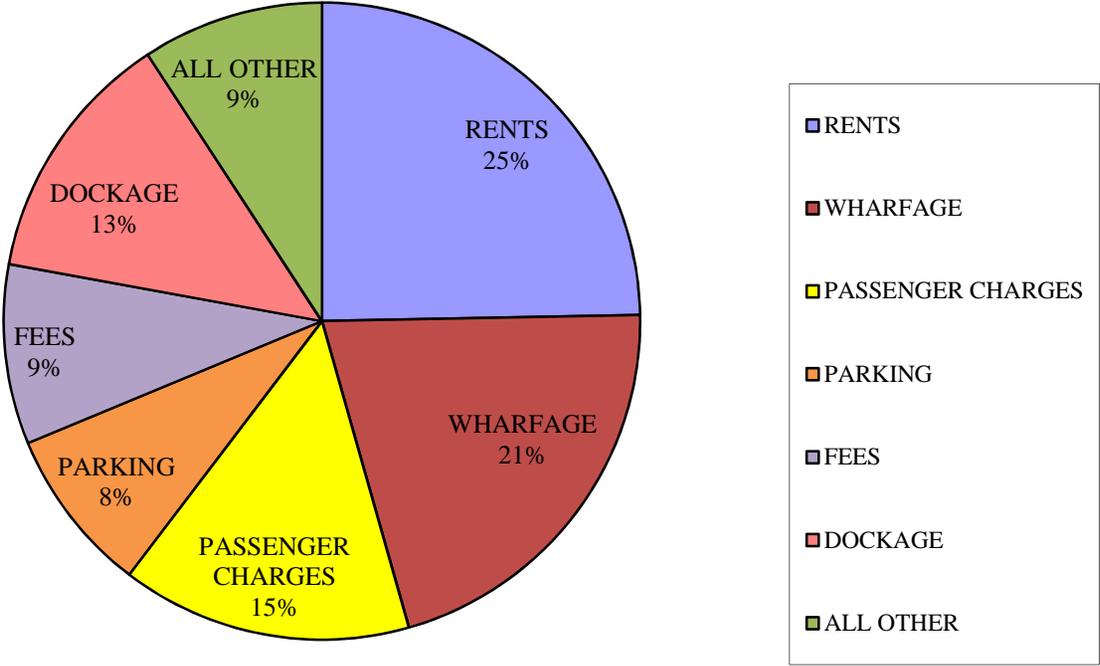
<u>Year Ending</u> <u>September 30</u>		<u>Net Investment</u> <u>in Capital Assets</u>	<u>Restricted</u>	<u>Unrestricted</u>	<u>Total</u>
2008	(1) (2)	70,379,263	9,051,841	7,077,226	86,508,330
2009	(1)	68,128,082	8,506,428	6,618,653	83,253,163
2010	(1)	67,277,388	7,924,528	6,885,468	82,087,384
2011		66,302,448	3,012,502	11,555,399	80,870,349
2012		70,964,253	2,551,244	11,339,498	84,854,995
2013	(3) (4)	75,618,050	1,803,999	13,391,300	90,813,349
2014	(5)	88,705,163	1,222,146	10,784,688	100,711,997
2015		92,452,076	1,399,672	12,451,083	106,302,831
2016		93,240,172	1,102,486	16,301,307	110,643,965
2017		99,729,682	1,080,356	14,695,864	115,505,902

-
- (1) Prior to the implementation of GASB Statement No. 54, Restricted Assets were reserved for debt service, renewal and replacement, business development, capital improvements, compensating balances, and customer deposits, and thereafter capital improvements were no longer considered restricted.
- (2) Beginning net assets was restated due to prior period errors that were made in accounting for the capitalization and depreciation of the Skypass Bridge and land transfers.
- (3) GASB Statement No. 63 was implemented in fiscal year 2013 and identifies net position as the residual of all other elements presented in a statement of financial position. It further requires the "Capital asset, net of debt" now be titled "Net investment in capital assets" and the the last line of the statements, previously called "Net assets" now be titled "Net position".
- (4) Beginning net position was restated due to prior period adjustments that were made to comply with GASB Statement No. 65 that was adopted in fiscal year 2013.
- (5) Ending net position was restated due to adjustments that were made to comply with GASB Statement No. 68 that was adopted in fiscal year 2015.

PORT OF PALM BEACH DISTRICT
Operating Revenues by Source
For the Fiscal Years Ended September 30, 2008 through 2017
Unaudited

	<u>2008</u>	<u>2009</u>	<u>2010</u>	<u>2011</u>	<u>2012</u>
Wharfage	\$ 2,849,117	\$ 2,554,546	\$ 2,983,573	\$ 2,567,801	\$ 3,081,238
Rent	3,471,814	3,828,131	3,806,265	3,782,088	4,193,930
Dockage	1,179,018	1,276,999	1,498,641	1,474,044	1,626,476
Parking	193,691	260,731	631,122	838,664	969,020
Passenger wharfage	672,378	542,039	154,901		
Net passenger charges			895,953	1,380,003	1,854,073
Storage	234,855	104,866	98,307	106,742	242,344
Water	145,322	147,423	103,889	84,258	77,519
Line handling	72,350	51,600	35,600	38,400	48,600
Miscellaneous	152,242	105,183	222,751	121,848	541,606
Switching	442,195	350,235	351,396	308,428	392,583
Licenses	78,000	87,600	114,700	125,000	118,500
Identification badging	164,782	76,928	71,800	20,708	12,827
Terminal operating fee	157,830	10,850	26,391		
Security fee	651,655	607,676	528,537	481,071	505,006
Cargo terminal fee	411,588	397,558	521,546	460,614	540,615
Harbor master fee	54,110	68,415	77,735	81,610	88,740
Vessel bunkers	28,200	27,290	37,290	44,640	45,990
Total	\$ 10,959,147	\$ 10,498,070	\$ 12,160,397	\$ 11,915,919	\$ 14,339,067
	<u>2013</u>	<u>2014</u>	<u>2015</u>	<u>2016</u>	<u>2017</u>
Wharfage	\$ 3,465,204	\$ 3,562,456	\$ 3,030,665	\$ 3,526,606	\$ 3,586,472
Rent	4,565,986	4,515,033	4,524,583	4,563,441	4,239,509
Dockage	1,680,365	1,731,439	1,602,038	2,090,756	2,214,939
Parking	987,052	1,186,040	1,142,624	1,493,751	1,440,349
Passenger wharfage	61,816	59,305	65,153	384,669	
Net passenger charges	1,839,498	2,013,881	2,060,173	1,945,396	2,533,252
Storage	309,647	66,939	33,977	38,705	71,384
Water	80,050	79,888	80,050	74,842	95,249
Line handling	59,200	28,000	47,200	167,800	127,600
Miscellaneous	453,320	396,087	454,739	192,069	577,194
Switching	421,825	528,987	595,658	527,907	628,742
Licenses	115,450	111,300	108,900	100,200	108,900
Identification badging	22,337	47,496	29,760	34,826	28,857
Terminal operating fee					
Security fee	535,019	536,966	494,829	615,631	589,043
Cargo terminal fee	689,458	661,301	594,948	618,438	688,159
Harbor master fee	99,980	107,500	156,450	182,615	181,962
Vessel bunkers	44,010	45,480	48,480	82,084	53,711
Total	\$ 15,430,217	\$ 15,678,098	\$ 15,070,227	\$ 16,639,736	\$ 17,165,322

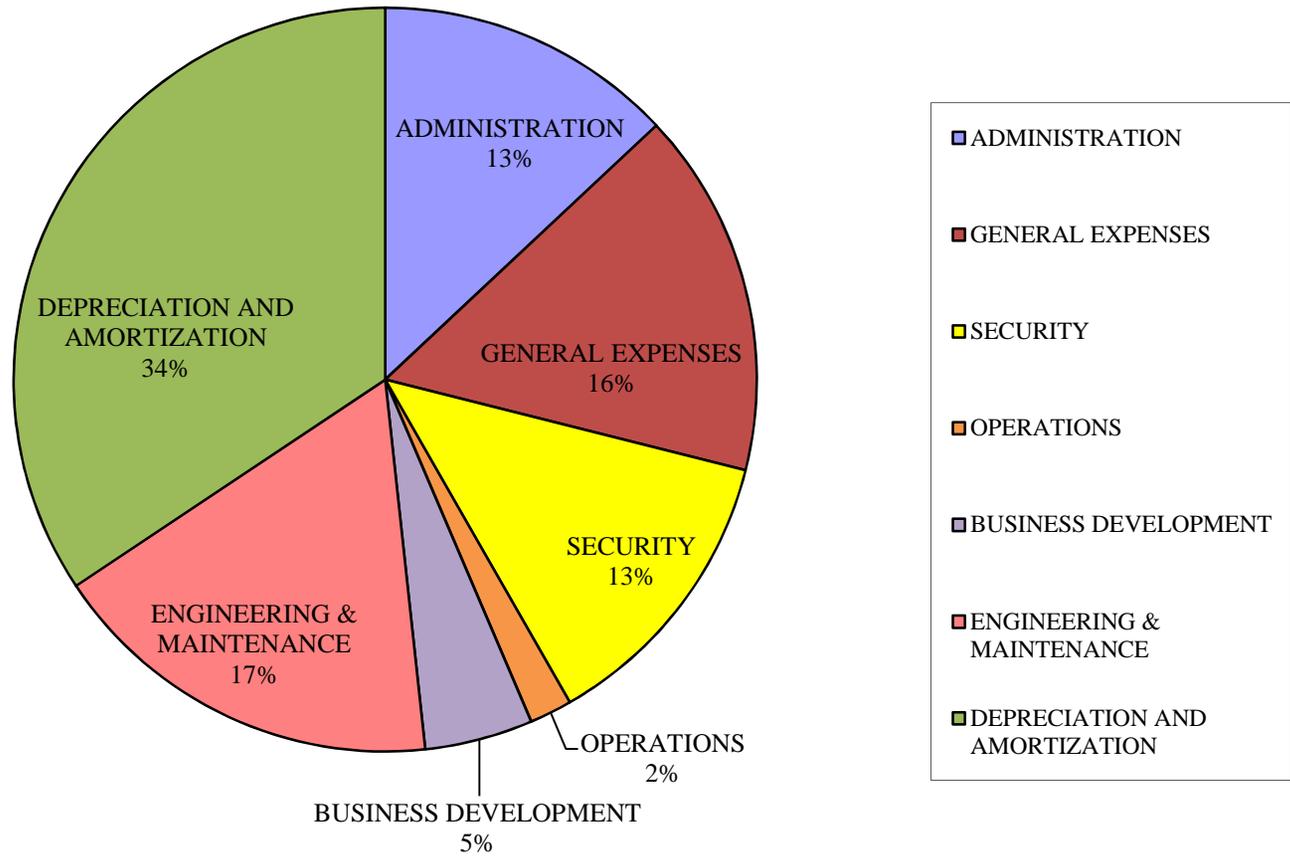
PORT OF PALM BEACH DISTRICT
Operating Revenues By Source
For the Fiscal Year Ended September 30, 2017
Unaudited



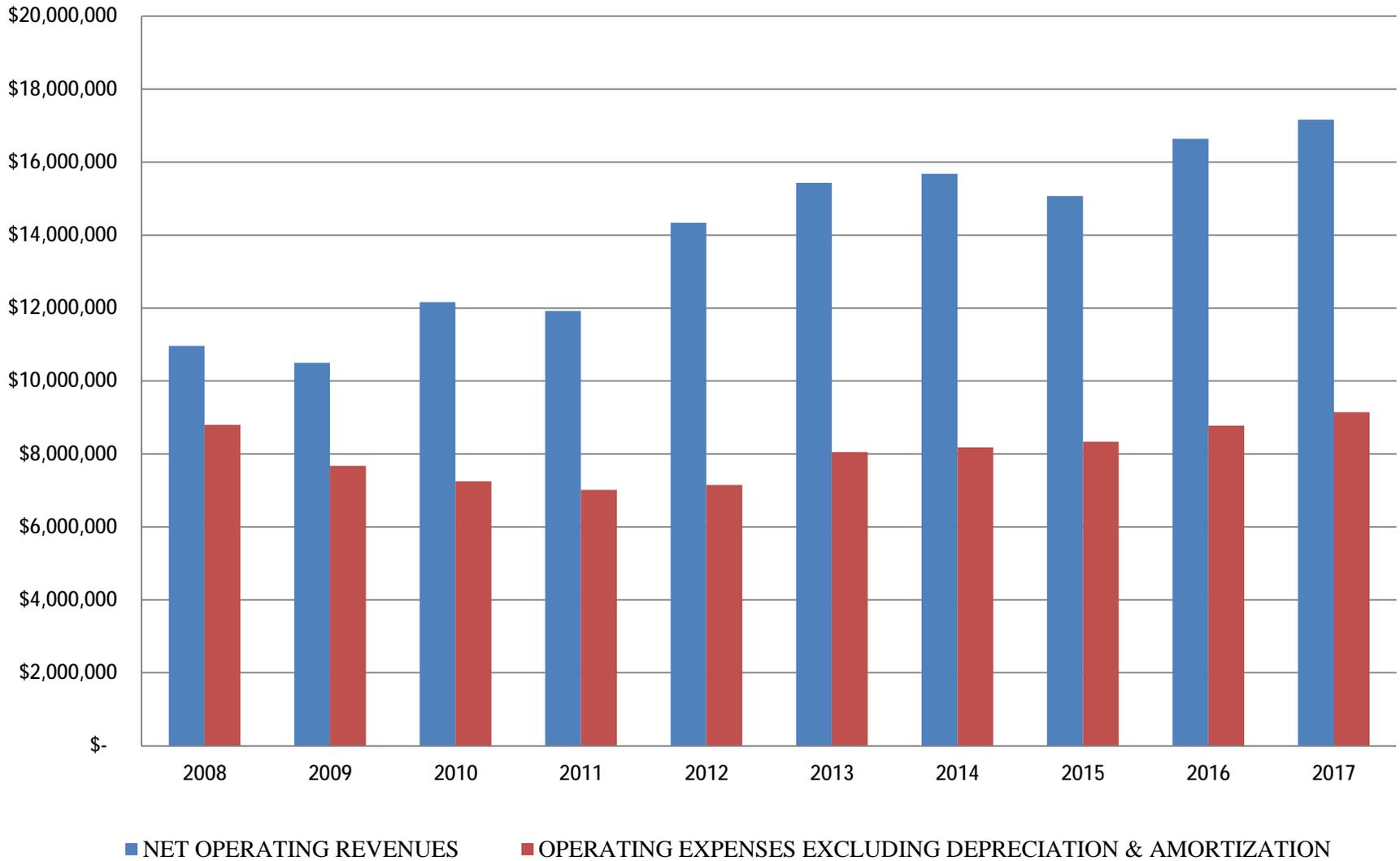
PORT OF PALM BEACH DISTRICT
Operating Expenses
For the Fiscal Years Ended September 30, 2008 through 2017
Unaudited

	<u>2008</u>	<u>2009</u>	<u>2010</u>	<u>2011</u>	<u>2012</u>
General expenses	\$ 1,917,359	\$ 1,828,148	\$ 1,891,125	\$ 1,505,593	\$ 1,479,517
Engineering and maintenance	2,530,948	1,964,388	1,872,638	1,859,962	1,774,571
Security	1,862,794	1,707,248	1,658,608	1,698,797	1,657,090
Administration	1,219,497	1,213,234	1,136,359	1,277,805	1,492,557
Business development	637,655	428,996	373,230	376,386	380,648
Operations	628,559	530,527	319,788	293,916	365,400
Subtotal	<u>8,796,812</u>	<u>7,672,541</u>	<u>7,251,748</u>	<u>7,012,459</u>	<u>7,149,783</u>
Amortization	97,034	89,535	92,245	108,473	91,018
Depreciation	3,660,573	4,181,306	4,233,539	4,297,853	4,161,428
Subtotal	<u>3,757,607</u>	<u>4,270,841</u>	<u>4,325,784</u>	<u>4,406,326</u>	<u>4,252,446</u>
Total	<u>\$ 12,554,419</u>	<u>\$ 11,943,382</u>	<u>\$ 11,577,532</u>	<u>\$ 11,418,785</u>	<u>\$ 11,402,229</u>
	<u>2013</u>	<u>2014</u>	<u>2015</u>	<u>2016</u>	<u>2017</u>
General expenses	\$ 1,632,400	\$ 1,771,389	\$ 1,590,821	\$ 1,865,103	\$ 2,213,993
Engineering and maintenance	2,401,307	1,989,431	2,269,742	2,408,293	2,419,325
Security	1,853,418	1,879,762	1,776,390	2,000,425	1,784,325
Administration	1,440,193	1,677,101	1,631,993	1,611,402	1,814,485
Business development	501,629	524,075	747,789	624,175	655,740
Operations	222,348	337,109	315,485	262,996	257,559
Subtotal	<u>8,051,295</u>	<u>8,178,867</u>	<u>8,332,220</u>	<u>8,772,394</u>	<u>9,145,427</u>
Amortization	31,809	28,817	28,817	28,817	28,817
Depreciation	4,178,485	4,159,615	4,218,874	4,509,802	4,757,631
Subtotal	<u>4,210,294</u>	<u>4,188,432</u>	<u>4,247,691</u>	<u>4,538,619</u>	<u>4,786,448</u>
Total	<u>\$ 12,261,589</u>	<u>\$ 12,367,299</u>	<u>\$ 12,579,911</u>	<u>\$ 13,311,013</u>	<u>\$ 13,931,875</u>

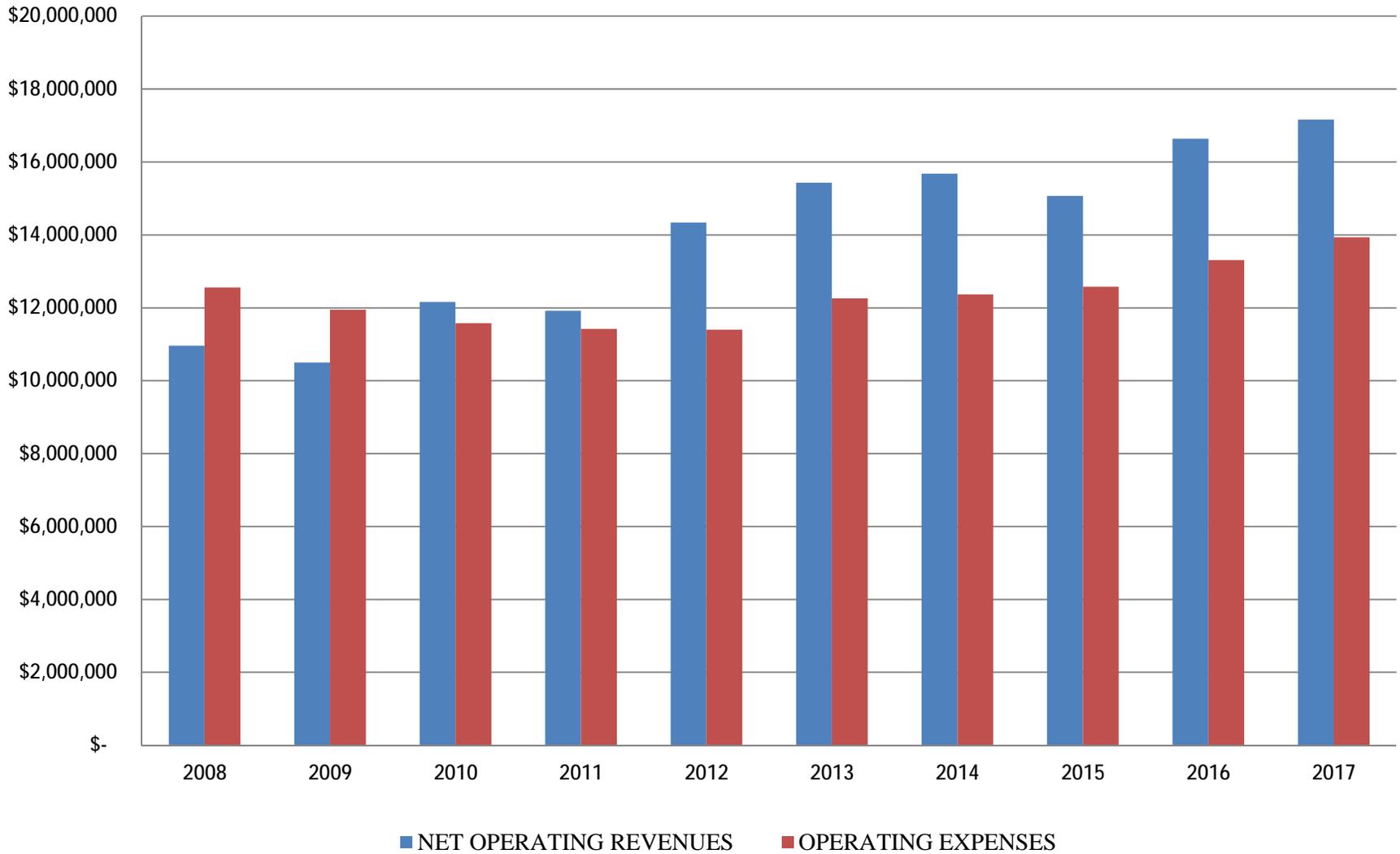
PORT OF PALM BEACH DISTRICT
Operating Expenses
For the Fiscal Year Ended September 30, 2017
Unaudited



PORT OF PALM BEACH DISTRICT
Net Operating Revenues and Operating Expenses Excluding Depreciation and Amortization
For the Fiscal Years Ended September 30, 2008 through 2017
Unaudited



PORT OF PALM BEACH DISTRICT
Net Operating Revenues and Operating Expenses
For the Fiscal Years Ended September 30, 2007 through 2017
Unaudited



PORT OF PALM BEACH DISTRICT
Non-Operating Revenues (Expenses)
For the Fiscal Years Ended September 30, 2008 through 2017
Unaudited

	<u>2008</u>	<u>2009</u>	<u>2010</u>	<u>2011</u>	<u>2012</u>
Investment earnings	\$ 555,819	\$ 98,395	\$ 25,979	\$ 19,579	\$ 12,751
Grant revenue	836,505	252,057	622,815	340,138	1,029,354
Grant expense			(517,652)	(249,055)	(915,803)
Gain (loss) on disposition of assets	(2,012)	(20,889)		(5,075)	(7,093)
Electric utility distribution line relocation					
Insurance recoveries					
Radiation portal monitor transfers	(453,559)	(11,500)			
Bond issue costs					
Feasibility study					
Interest expense	(2,473,680)	(2,504,938)	(2,422,258)	(2,322,513)	(2,286,276)
Total	<u>\$ (1,536,927)</u>	<u>\$ (2,186,875)</u>	<u>\$ (2,291,116)</u>	<u>\$ (2,216,926)</u>	<u>\$ (2,167,067)</u>

	<u>2013</u>	<u>2014</u>	<u>2015</u>	<u>2016</u>	<u>2017</u>
Investment earnings	\$ 13,199	\$ 1,933	\$ 9,401	\$ 12,668	\$ 46,191
Grant revenue	182,428	146,674	754,466	1,537,154	55,772
Grant expense	(90,982)	(2,000)	(477,999)	(1,523,778)	(28,690)
Gain (loss) on disposition of assets	4,679	(562)	325,978	(6,713)	2,500
Electric utility distribution line relocation			(126,324)		
Insurance recoveries				31,291	60,721
Radiation portal monitor transfers					
Bond issue costs				(57,050)	(97)
Feasibility study	(65,891)	(230,678)	(4,266)	(5,048)	
Interest expense	(2,152,645)	(1,659,947)	(1,405,344)	(1,523,830)	(1,363,288)
Total	<u>\$ (2,109,212)</u>	<u>\$ (1,744,580)</u>	<u>\$ (924,088)</u>	<u>\$ (1,535,306)</u>	<u>\$ (1,226,891)</u>

PORT OF PALM BEACH DISTRICT
Changes in Net Position
For the Fiscal Years Ended September 30, 2008 through 2017
Unaudited

	<u>2008</u>	<u>2009</u>	<u>2010</u>	<u>2011</u>	<u>2012</u>
Net Operating Income (Loss)	\$ (1,595,272)	\$ (1,445,312)	\$ 582,865	\$ 497,134	\$ 2,936,838
Net Non-Operating Revenue (Expense)	<u>(1,536,927)</u>	<u>(2,186,875)</u>	<u>(2,291,116)</u>	<u>(2,216,926)</u>	<u>(2,167,067)</u>
Income (Loss) before Contributions	(3,132,199)	(3,632,187)	(1,708,251)	(1,719,792)	769,771
Capital Contributions	<u>9,090,868</u>	<u>377,020</u>	<u>542,472</u>	<u>502,757</u>	<u>3,817,316</u>
Change in Net Position	<u>\$ 5,958,669</u>	<u>\$ (3,255,167)</u>	<u>\$ (1,165,779)</u>	<u>\$ (1,217,035)</u>	<u>\$ 4,587,087</u>
	<u>2013</u>	<u>2014</u>	<u>2015</u>	<u>2016</u>	<u>2017</u>
Net Operating Income (Loss)	\$ 3,168,628	\$ 3,310,799	\$ 2,490,316	\$ 3,328,723	\$ 3,233,447
Net Non-Operating Revenue (Expense)	<u>(2,109,212)</u>	<u>(1,744,580)</u>	<u>(924,088)</u>	<u>(1,535,306)</u>	<u>(1,226,891)</u>
Income (Loss) before Contributions	1,059,416	1,566,219	1,566,228	1,793,417	2,006,556
Capital Contributions	<u>4,898,938</u>	<u>10,222,352</u>	<u>4,024,606</u>	<u>2,547,717</u>	<u>2,855,381</u>
Change in Net Position	<u>\$ 5,958,354</u>	<u>\$ 11,788,571</u>	<u>\$ 5,590,834</u>	<u>\$ 4,341,134</u>	<u>\$ 4,861,937</u>

PORT OF PALM BEACH DISTRICT
Operating Statistics
For the Fiscal Years Ended September 30, 2008 through 2017
Unaudited

	<u>2008</u>	<u>2009</u>	<u>2010</u>	<u>2011</u>	<u>2012</u>
CARGO TONNAGE					
General Cargo					
Container	1,205,529	1,057,745	1,057,434	1,006,299	1,118,662
Break-bulk	113,491	59,990	69,174	67,341	71,043
Sub-Total	<u>1,319,020</u>	<u>1,117,735</u>	<u>1,126,608</u>	<u>1,073,640</u>	<u>1,189,705</u>
Bulk and Dry Cargo					
Asphalt	39,265	85,631	57,561	88,522	78,902
Cement	125,665	10,829			
Fuel Oil	773,113	385,137	513,570	187,281	120,861
Miscellaneous		10,800	18,159	61,619	4,409
Recyclable metal					
Molasses	193,896	163,040	171,456	186,432	124,859
Sugar	425,796	591,116	660,992	413,254	537,517
Sub-Total	<u>1,557,735</u>	<u>1,246,553</u>	<u>1,421,738</u>	<u>937,108</u>	<u>866,548</u>
TOTAL ALL CARGO	<u>2,876,755</u>	<u>2,364,288</u>	<u>2,548,346</u>	<u>2,010,748</u>	<u>2,056,253</u>
TEUs	<u>244,638</u>	<u>216,403</u>	<u>206,585</u>	<u>206,537</u>	<u>223,463</u>
RAIL CARS (IN AND OUT BOUND)	<u>19,813</u>	<u>16,462</u>	<u>15,327</u>	<u>12,798</u>	<u>12,961</u>
VESSELS	<u>2,168</u>	<u>1,969</u>	<u>1,467</u>	<u>1,320</u>	<u>1,395</u>
PASSENGERS	<u>424,204</u>	<u>349,800</u>	<u>285,043</u>	<u>303,886</u>	<u>341,004</u>
	<u>2013</u>	<u>2014</u>	<u>2015</u>	<u>2016</u>	<u>2017</u>
CARGO TONNAGE					
General Cargo					
Container	1,243,179	1,292,505	1,303,289	1,295,490	1,351,573
Break-bulk	62,162	64,488	53,546	98,801	96,530
Sub-Total	<u>1,305,341</u>	<u>1,356,993</u>	<u>1,356,835</u>	<u>1,394,291</u>	<u>1,448,103</u>
Bulk and Dry Cargo					
Asphalt	72,768	87,817	80,732	83,909	101,023
Cement					
Fuel Oil	63,030	30,284	53,045	98,354	122,174
Miscellaneous	11,086				
Recyclable metal		68,950	26,604	37,122	35,618
Molasses	147,550	110,720	100,553	121,889	184,176
Sugar	547,904	496,040	544,780	783,690	593,563
Sub-Total	<u>842,338</u>	<u>793,811</u>	<u>805,714</u>	<u>1,124,964</u>	<u>1,036,554</u>
TOTAL ALL CARGO	<u>2,147,679</u>	<u>2,150,804</u>	<u>2,162,549</u>	<u>2,519,255</u>	<u>2,484,657</u>
TEUs	<u>248,211</u>	<u>257,252</u>	<u>265,245</u>	<u>260,324</u>	<u>275,538</u>
RAIL CARS (IN AND OUT BOUND)	<u>13,098</u>	<u>16,606</u>	<u>20,153</u>	<u>17,324</u>	<u>18,885</u>
VESSELS	<u>1,523</u>	<u>1,553</u>	<u>1,406</u>	<u>1,750</u>	<u>1,533</u>
PASSENGERS	<u>345,970</u>	<u>364,829</u>	<u>350,932</u>	<u>502,876</u>	<u>432,585</u>

PORT OF PALM BEACH DISTRICT
Revenue Bond Coverage
For the Fiscal Years Ended September 30, 2008 through 2017
Unaudited

		<u>2008</u>	<u>2009</u>	<u>2010</u>	<u>2011</u>	<u>2012</u>
Gross Revenues	(1)	\$ 11,514,966	\$ 10,596,465	\$ 12,186,376	\$ 11,935,498	\$ 14,351,818
Operating Expenses	(2)	(8,796,812)	(7,672,541)	(7,251,748)	(7,012,459)	(7,149,783)
Supplemental Revenues		-	-	-	-	-
Net Revenues	(3)	<u>2,718,154</u>	<u>2,923,924</u>	<u>4,934,628</u>	<u>4,923,039</u>	<u>7,202,035</u>
Maximum Annual Debt Service		4,350,000	4,350,000	4,350,000	4,350,000	4,350,000
Required Coverage		110%	110%	110%	110%	110%
Annual Debt Service Requirement		<u>4,785,000</u>	<u>4,785,000</u>	<u>4,785,000</u>	<u>4,785,000</u>	<u>4,785,000</u>
Excess (Deficiency)		<u>\$ (2,066,846)</u>	<u>\$ (1,861,076)</u>	<u>\$ 149,628</u>	<u>\$ 138,039</u>	<u>\$ 2,417,035</u>
Coverage	(4)	57%	61%	103%	103%	151%
		<u>2013</u>	<u>2014</u>	<u>2015</u>	<u>2016</u>	<u>2017</u>
Gross Revenues	(1)	\$ 15,443,416	\$ 15,680,031	\$ 15,079,628	\$ 16,652,404	\$ 17,211,513
Operating Expenses	(2)	(8,051,295)	(8,178,867)	(8,332,220)	(8,772,394)	(9,145,427)
Supplemental Revenues		-	-	-	-	-
Net Revenues	(3)	<u>7,392,121</u>	<u>7,501,164</u>	<u>6,747,408</u>	<u>7,880,010</u>	<u>8,066,086</u>
Maximum Annual Debt Service		4,350,000	4,350,000	4,350,000	4,350,000	4,350,000
Required Coverage		110%	110%	110%	110%	110%
Annual Debt Service Requirement		<u>4,785,000</u>	<u>4,785,000</u>	<u>4,785,000</u>	<u>4,785,000</u>	<u>4,785,000</u>
Excess (Deficiency)		<u>\$ 2,607,121</u>	<u>\$ 2,716,164</u>	<u>\$ 1,962,408</u>	<u>\$ 3,095,010</u>	<u>\$ 3,281,086</u>
Coverage	(4)	154%	157%	141%	165%	169%

(1) Gross Revenues includes operating revenues and investment earnings.

(2) Operating Expenses do not include depreciation and amortization.

(3) Net revenues are gross revenues after deduction of operating expenses less supplemental revenues.



NOWLEN, HOLT & MINER, P.A.

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

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Board of Commissioners
Port of Palm Beach District
Riviera Beach, Florida

We have audited, in accordance with the auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States, the financial statements of the Port of Palm Beach District, as of and for the year ended September 30, 2017, and the related notes to the financial statements, which collectively comprise the Port of Palm Beach District's basic financial statements, and have issued our report thereon dated April 10, 2018.

Internal Control Over Financial Reporting

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

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

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

Compliance and Other Matters

As part of obtaining reasonable assurance about whether the Port of Palm Beach District's financial statements are free of material misstatement, we performed tests of its compliance with certain provisions of laws, regulations, contracts, and grant agreements, noncompliance with which could have a direct and material effect on the determination of financial statement amounts. However, providing an opinion on compliance with those provisions was not an objective of our audit, and accordingly, we do not express such an opinion. The results of our tests disclosed no instances of noncompliance or other matters that are required to be reported under *Government Auditing Standards*.

Purpose of this Report

The purpose of this report is solely to describe the scope of our testing of internal control and compliance and the results of that testing, and not to provide an opinion on the effectiveness of the entity's internal control or on compliance. This report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering the entity's internal control and compliance. Accordingly, this communication is not suitable for any other purpose.

Nowlen, Holt & Mimer, P.A.

West Palm Beach, Florida
April 10, 2018



NOWLEN, HOLT & MINER, P.A.

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INDEPENDENT AUDITOR’S REPORT ON COMPLIANCE FOR EACH MAJOR FEDERAL PROGRAM AND STATE PROJECT AND ON INTERNAL CONTROL OVER COMPLIANCE REQUIRED BY THE UNIFORM GUIDANCE AND CHAPTER 10.550, RULES OF THE AUDITOR GENERAL

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Board of Commissioners
Port of Palm Beach District
Riviera Beach, Florida

Report on Compliance for Each Major Federal Program and State Project

We have audited the Port of Palm Beach District’s compliance with the types of compliance requirements described in the *OMB Compliance Supplement* and the *Department of Financial Services’ State Projects Compliance Supplement* that could have a direct and material effect on the Port of Palm Beach District’s major federal program and state project for the year ended September 30, 2017. The Port of Palm Beach District’s major Federal program and State project are identified in the summary of auditor’s results section of the accompanying Schedule of Findings and Questioned Costs.

Management’s Responsibility

Management is responsible for compliance with federal statutes, regulations, the terms and conditions of its federal awards applicable to its federal program, and the requirements of laws, regulations, contracts, and grants applicable to its state project.

Auditor’s Responsibility

Our responsibility is to express an opinion on compliance for the Port of Palm Beach District’s major federal program and state project based on our audit of the types of compliance requirements referred to above. We conducted our audit of compliance in accordance with auditing standards generally accepted in the United States of America; the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States; 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); and Chapter 10.550, Rules of the Auditor General. Those standards, the Uniform Guidance, and Chapter 10.550, Rules of the Auditor General require that we plan and perform the audit to obtain reasonable assurance about whether noncompliance with

the types of compliance requirements referred to above that could have a direct and material effect on a major federal program or state project occurred. An audit includes examining, on a test basis, evidence about the Port of Palm Beach District's compliance with those requirements and performing such other procedures as we considered necessary in the circumstances.

We believe that our audit provides a reasonable basis for our opinion on compliance of the major federal program and state project. However, our audit does not provide a legal determination of the Port of Palm Beach District's compliance.

Opinion on Each Major Federal Program and State Project

In our opinion, the Port of Palm Beach District complied, in all material respects, with the types of compliance requirements referred to above that could have a direct and material effect on its major federal program and state project for the year ended September 30, 2017.

Other Matters

The results of our auditing procedures disclosed instances of noncompliance which are required to be reported in accordance with the Uniform Guidance and which are described in the accompanying Schedule of Findings and Questioned Costs as Finding 2017-1. Our opinion on each major federal program and state project is not modified with respect to these matters.

The Port of Palm Beach District's response to the noncompliance findings identified in our audit is described in the accompanying schedule of findings and questioned costs. The Port of Palm Beach District's response was not subjected to the auditing procedures applied in the audit of compliance and, accordingly, we express no opinion on the response.

Report on Internal Control over Compliance

Management of the Port of Palm Beach District is responsible for establishing and maintaining effective internal control over compliance with the types of compliance requirements referred to above. In planning and performing our audit of compliance, we considered the Port of Palm Beach District's internal control over compliance with the types of requirements that could have a direct and material effect on the major federal program and state project to determine the auditing procedures that are appropriate in the circumstances for the purpose of expressing an opinion on compliance for each major federal program and state project and to test and report on internal control over compliance in accordance with the Uniform Guidance and Chapter 10.550, Rules of the Auditor General, but not for the purpose of expressing an opinion on the effectiveness of internal control over compliance. Accordingly, we do not express an opinion on the effectiveness of the Port of Palm Beach District's internal control over compliance.

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

Our consideration of internal control over compliance was for the limited purpose described in the first paragraph of this section and was not designed to identify all deficiencies in internal control over compliance that might be material weaknesses or significant deficiencies and therefore, material weaknesses or significant deficiencies may exist that have not been identified. We identified a deficiency in internal control over compliance, as described in the accompanying schedule of findings and questioned costs as Finding 2017-2 that we consider to be a material weakness.

The Port of Palm Beach District's response to the internal control over compliance findings identified in our audit is described in the accompanying schedule of findings and questioned costs. The Port of Palm Beach District's response was not subjected to the auditing procedures applied in the audit of compliance and, accordingly, we express no opinion on the response

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 and Chapter 10.550, Rules of the Auditor General. Accordingly, this report is not suitable for any other purpose.

Nowlen, Holt & Mimer, P.A.

West Palm Beach, Florida
April 10, 2018

PORT OF PALM BEACH DISTRICT
Schedule of Expenditures of Federal Awards and State Financial Assistance
For the Fiscal Year Ended September 30, 2017

Federal Grantor/Program Title	CFDA Number	Agency Number	Federal Expenditures	Amount Provided to Subrecipients
<u>U.S. Department of Homeland Security</u>				
Port Security Grant Program	97.056	EMW-2014-PU-00532	\$ 691,148	\$ 691,148
Port Security Grant Program	97.056	EMW-2016-PU-00572	255,879	22,500
			<u>947,027</u>	<u>713,648</u>
Public Assistance Grants	97.036		18,848	
Total Federal Awards			<u>\$ 965,875</u>	<u>\$ 713,648</u>

State Grantor/Program Title	CSFA Number	Contract Number	State Expenditures	Amount Provided to Subrecipients
<u>Florida Department of Transportation</u>				
Seaport Grants	55.005	AR857	2,871,079	
Seaport Grants	55.005	ARL88	35,496	
Seaport Grants	55.005	ARS49	15,775	
Seaport Grants	55.005	G0846	31,187	
Seaport Grants	55.005	GOE90	14,634	
			<u>2,968,171</u>	
Total State Financial Assistance			<u>\$ 2,968,171</u>	<u>\$</u>

NOTE 1 - BASIS OF PRESENTATION

The accompanying schedule of expenditures of federal awards and state financial assistance includes Federal and State grant activity of the Port of Palm Beach District and 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) and the Florida Single Audit Act. Therefore, some amounts presented in the schedule may differ from amounts presented in, or used in the preparation of the basic financial statements. Because the Schedule presents only a portion of the operations of the Port of Palm Beach District it is not intended to and does not present the financial position, changes in financial position, or cash flows of the Port of Palm Beach District.

NOTE 2 - SIGNIFICANT ACCOUNTING POLICIES

Expenditures are recognized on the cash basis of accounting. Such expenditures are recognized following the cost principles contained in the Uniform Guidance, wherein certain types of expenditures are not allowed or are limited as to reimbursement. The Port has elected not to use the 10 percent de minimus indirect cost rate allowed under the Uniform Guidance. The Port did not have any loan programs.

NOTE 3 - CONTINGENCIES

Amounts received or receivable from grantor agencies are subject to audit and adjustment by those agencies. Any disallowed claims, including amounts already received, might constitute a liability of the Port for the return of those funds. In the opinion of management, all grant expenditures were in compliance with the terms of the grant agreements and applicable federal and state laws and regulations.

PORT OF PALM BEACH DISTRICT
Schedule of Findings and Questioned Costs
September 30, 2017

SECTION I—SUMMARY OF AUDITOR’S RESULTS

Financial Statements

Type of auditor’s report issued on whether the financial statements audited were prepared in accordance with GAAP: Unmodified Opinion

Internal control over financial reporting:

- Material weakness identified? No
- Reportable condition identified that is not considered to be a material weakness? None reported

Noncompliance material to financial statements noted? No

Federal Awards and State Financial Assistance

Internal control over major programs/projects:

- Material weakness identified? Yes
- Reportable condition identified that is not considered to be a material weakness? None reported

Type of auditor’s report issued on compliance for major programs/project: Unmodified

Any audit findings disclosed that are required to be reported in accordance with the 2 CFR Section 200.516(a) or Chapter 10.550, Rules of the Auditor General? Yes

PORT OF PALM BEACH DISTRICT
Schedule of Findings and Questioned Costs
September 30, 2017

SECTION I — SUMMARY OF AUDITOR’S RESULTS (Continued)

Identification of Major Federal Program

<u>CFDA Number</u>	<u>Name of Federal Program</u>
97.056	U.S. Department of Homeland Security - FEMA · Port Security Grant Program

Dollar threshold used to distinguish between
type A and type B programs: \$750,000

Auditee qualified as low-risk auditee? No

Identification of Major State Project

<u>CSFA Number</u>	<u>Name of State Project</u>
55.005	Florida Department of Transportation · Seaport Grants

Dollar threshold used to distinguish between
type A and type B programs: \$300,000

PORT OF PALM BEACH DISTRICT
Schedule of Findings and Questioned Costs
September 30, 2017

SECTION II — FINANCIAL STATEMENT FINDINGS

None

SECTION III — FEDERAL AWARDS FINDINGS AND QUESTIONED COSTS

Major Federal Programt

U.S. Department of Homeland Security - FEMA
Port Security Grant Program – CFDA No. 97.056

Finding 2017-1 Subrecipient Monitoring

Condition: During our testing of subrecipient monitoring we noted the following instances of noncompliance.

- The Port did not provide subrecipients all information required for Federal awards identification.
- For subrecipients expending \$750,000 or more in Federal awards during the subrecipient’s fiscal year, the Port did not timely review the subrecipient audit report to ensure they met the audit requirements of 2 CFR part 200, subpart F, that the required audits were completed within 9 months of the end of the subrecipient’s audit period, and determine if there were any finding(s) that pertain to the federal pass-through funds the Port provided to the subrecipient.

Criteria: 2 CFR section 200.331 requires that all pass-through entities must perform the following procedures for monitoring subrecipients:

- A. Ensure that every subaward is clearly identified to the subrecipient as a subaward and includes the following information at the time of the subaward and if any of these data elements change, include the changes in subsequent subaward modification. When some of this information is not available, the pass-through entity must provide the best information available to describe the Federal award and subaward. Required information includes:

PORT OF PALM BEACH DISTRICT
Schedule of Findings and Questioned Costs
September 30, 2017

SECTION III - FEDERAL AWARDS FINDINGS AND QUESTIONED COSTS
(Continued)

1. Federal Award Identification:
 - Subrecipient name (which must match registered name in DUNS);
 - Subrecipient's DUNS number;
 - Federal Award Identification Number (FAIN);
 - Federal Award Date ;
 - Subaward Period of Performance Start and End Date;
 - Amount of Federal Funds Obligated by this action;
 - Total Amount of Federal Funds Obligated to the subrecipient;
 - Total Amount of the Federal Award;
 - Federal award project description, as required to be responsive to the Federal Funding Accountability and Transparency Act (FFATA);
 - Name of Federal awarding agency, pass-through entity, and contact information for awarding official,
 - CFDA Number and Name; the pass-through entity must identify the dollar amount made available under each Federal award and the CFDA number at time of disbursement;
 - Identification of whether the award is R&D; and
 - Indirect cost rate for the Federal award.
 2. A requirement that the subrecipient permit the pass-through entity and auditors to have access to the subrecipient's records and financial statements as necessary for the passthrough entity to meet their requirements.
 3. Appropriate terms and conditions concerning closeout of the subaward.
- B. Monitor the activities of the subrecipient as necessary to ensure that the subaward is used for authorized purposes, in compliance with Federal statutes, regulations, and the terms and conditions of the subaward; and that subaward performance goals are achieved. Pass-through entity monitoring of the subrecipient must include:
1. Reviewing financial and programmatic reports required by the pass-through entity.
 2. Following-up and ensuring that the subrecipient takes timely and appropriate action on all deficiencies pertaining to the Federal award provided to the subrecipient from the passthrough entity detected through audits, on-site reviews, and other means.

PORT OF PALM BEACH DISTRICT
Schedule of Findings and Questioned Costs
September 30, 2017

SECTION III - FEDERAL AWARDS FINDINGS AND QUESTIONED COSTS
(Continued)

3. Issuing a management decision for audit findings pertaining to the Federal award provided to the subrecipient from the pass-through entity.

Effect: Noncompliance with Federal grant requirements.

Questioned Costs: We did not identify any questioned costs in our tests of compliance with this requirement

Recommendation: We recommend that the Port's designated Grant Manager review Title 2 U.S. Code of Federal Regulations Part 200 and the OMB Compliance Supplement to become familiar with the Federal requirements for monitoring grant subrecipients and implement procedures to ensure compliance with those requirements.

Management Response: We agree with the finding. The Port's designated Grant manager will review Title 2 U.S. Code for Federal Regulations Part 200 and the OMB Compliance Supplement and become familiar with the Federal requirements for monitoring grant subrecipients and implement procedures to ensure compliance with those requirements.

Finding 2017-2 Internal Control for Subrecipients

Condition: The Port has not developed adequate procedures for monitoring subrecipients.

Criteria: The A-102 Common Rule, OMB Circular A-110 and 2 CFR section 200.303 require that non-Federal entities receiving Federal awards establish and maintain internal control designed to reasonably ensure compliance with Federal statutes, regulations, and the terms and conditions of the Federal award.

Effect: Inadequate monitoring procedures for subrecipients resulted in noncompliance with federal grant requirements.

Recommendation: We recommend that the Port's designated Grant Manager develop detailed written procedures for monitoring subrecipients.

Management Response: We agree with the finding. The Port's designated Grant Manager will develop detailed written procedures for monitoring subrecipients.

PORT OF PALM BEACH DISTRICT
Schedule of Findings and Questioned Costs
September 30, 2017

SECTION IV— STATE PROJECTS FINDINGS AND QUESTIONED COSTS

Major State Project

Florida Department of Transportation
Seaport Grants – CSFA 55.005

None

**PORT OF PALM BEACH DISTRICT
Summary Schedule of Prior Audit Findings
September 30, 2017**

FEDERAL SUMMARY SCHEDULE OF PRIOR AUDIT FINDINGS

None

STATE SUMMARY SCHEDULE OF PRIOR AUDIT FINDINGS

None



NOWLEN, HOLT & MINER, P.A.

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MANAGEMENT LETTER IN ACCORDANCE WITH THE RULES OF THE AUDITOR GENERAL OF THE STATE OF FLORIDA

Board of Commissioners
Port of Palm Beach District
Riviera Beach, Florida

Report on the Financial Statements

We have audited the financial statements of the Port of Palm Beach District, as of and for the fiscal year ended September 30, 2017, and have issued our report thereon dated April 10, 2018.

Auditor's Responsibility

We conducted our audit in accordance with auditing standards generally accepted in the United States of America; the standards applicable to financial audits contained in *Government Auditing Standards* issued by the Comptroller General of the United States; the audit requirements of Title 2 U.S. Code of Federal Regulations Part 200, *Uniform Administrative Requirements, Cost Principles, and Audit Requirements of Federal Awards* (Uniform Guidance); and Chapter 10.550, Rules of the Auditor General.

Other Reporting Requirements

We have issued our 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 Standard*, Independent Auditor's Report on Compliance for Each Major Federal Program and State Project and Report on Internal control over Compliance; Schedule of Findings and Questioned Costs; Independent Accountant's Report on an examination conducted in accordance with *AICPA Professional Standards*, AT-C Section 315, regarding compliance requirements in accordance with Chapter 10.550, Rules of the Auditor General. Disclosures in those reports, which are dated April 10, 2018, should be considered in conjunction with this Management Letter.

Prior Audit Findings

Section 10.554(1)(i)1., Rules of the Auditor General, requires that we determine whether or not corrective actions have been taken to address findings and recommendations made in the preceding financial audit report. There were no findings or recommendations made in the preceding financial audit report.

Official Title and Legal Authority

Section 10.554(1)(i)4., Rules of the Auditor General, requires that the name or official title and legal authority for the primary government and each component unit of the reporting entity be disclosed in this Management Letter, unless disclosed in the notes to the financial statements. This information is disclosed in Note 1 to the financial statements. There are no component units included in the Port of Palm Beach District's financial statements.

Financial Condition and Management

Section 10.554(1)(i)5.a. and 10.556(7), Rules of the Auditor General, require us to apply appropriate procedures and communicate the results of our determination as to whether or not the Port of Palm Beach District has met one or more of the conditions described in Section 218.503(1), Florida Statutes, and to identify the specific condition(s) met. In connection with our audit, we determined that the Port of Palm Beach District did not meet any of the conditions described in Section 218.503(1), Florida Statutes.

Pursuant to Sections 10.554(1)(i)5.c. and 10.556(8), Rules of the Auditor General, we applied financial condition assessment procedures for the Port of Palm Beach District. It is management's responsibility to monitor the Port of Palm Beach District's financial condition, and our financial condition assessment was based in part on representations made by management and review of financial information provided by same. Our assessment was done as of the fiscal year end. The results of our procedures did not disclose any matters that are required to be reported.

Section 10.554(1)(i)2., Rules of the Auditor General, requires that we communicate any recommendation to improve financial management. In connection with our audit, we did not have any such recommendations.

Annual Financial Report

Section 10.554(1)(i)5.b. and 10.556(7), Rules of the Auditor General, require us to apply appropriate procedures and communicate the results of our determination as to whether the annual financial report for the Port of Palm Beach District for the fiscal year ended September 30, 2017, filed with the Florida Department of Financial Services pursuant to Section 218.32(1)(a), Florida Statutes, is in agreement with the annual financial audit report for the fiscal year ended September 30, 2017. In connection with our audit, we determined that these two reports were in agreement.

Special District Component Units

Section 10.554(1)(i)5.d, Rules of the Auditor General, requires, if appropriate, that we communicate the failure of a special district that is a component unit of a county, municipality, or special district, to provide the financial information necessary for proper reporting of the component unit, within the audited financial statements of the county, municipality, or special district in accordance with Section 218.39(3)(b), Florida Statutes. In connection with our audit, we did not note any special district component units that failed to provide the necessary information for proper reporting in accordance with Section 218.39(3)(b), Florida Statutes.

Additional Matters

Section 10.554(1)(i)3., Rules of the Auditor General, requires us to communicate noncompliance with provisions of contracts or grant agreements, or abuse, that have occurred, or are likely to have occurred, that have an effect on the financial statements that is less than material but warrants the attention of those charged with governance. In connection with our audit, we did not note any such findings.

Single Audits

The Port of Palm Beach District expended more than \$750,000 of federal awards and more than \$750,000 of state financial assistance for the fiscal year ended September 30, 2017, and was required to have a federal single audit and a state single audit.

Purpose of this Letter

Our Management Letter is intended solely for the information and use of the Legislative Auditing Committee, members of the Florida Senate and the Florida House of Representatives, the Florida Auditor General, Federal and other granting agencies, the Board of Commissioners, and applicable management, and is not intended to be and should not be used by anyone other than these specified parties.

Nowlen Holt & Miner, P.A.

West Palm Beach, Florida
April 10, 2018



NOWLEN, HOLT & MINER, P.A.

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INDEPENDENT ACCOUNTANT’S REPORT ON COMPLIANCE WITH SECTION 218.415, FLORIDA STATUTES

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BELLE GLADE, FLORIDA 33430-0338
TELEPHONE (561) 996-5612
FAX (561) 996-6248

Board of Commissioners
Port of Palm Beach District
Riviera Beach, Florida

We have examined the Port of Palm Beach District’s compliance with Section 218.415, Florida Statutes during the year ended September 30, 2017. Management of the Port of Palm Beach District is responsible for the Port of Palm Beach District’s compliance with the specified requirements. Our responsibility is to express an opinion on the Port of Palm Beach District’s compliance with the specified requirements based on our examination.

Our examination was conducted in accordance with attestation standards established by the American Institute of Certified Public Accountants. Those standards require that we plan and perform the examination to obtain reasonable assurance about whether the Port of Palm Beach District complied, in all material respects, with the specified requirements referenced above. An examination involves performing procedures to obtain evidence about whether the Port of Palm Beach District complied with the specified requirements. The nature, timing, and extent of the procedures selected depend on our judgement, including an assessment of the risk of material noncompliance, whether due to fraud or error. We believe that the evidence we obtained is sufficient and appropriate to provide a reasonable basis for our opinion.

Our examination does not provide a legal determination on the Port of Palm Beach District’s compliance with the specified requirements.

In our opinion, the Port of Palm Beach District complied, in all material respects, with Section 218.415, Florida Statutes for the year ended September 30, 2017.

This report is intended solely for the information and use of the Legislative Auditing Committee, members of the Florida Senate and Florida House of Representatives, the Florida Auditor General, applicable management, and the Board of Commissioners, and is not intended to be and should not be used by anyone other than these specified parties.

Nowlen, Holt & Miner, P.A.

West Palm Beach, Florida
April 10, 2018

**PORT OF PALM BEACH DISTRICT
REQUEST FOR DISCUSSION AND
COMMISSION ACTION**

**NEW BUSINESS
ITEM I-4**

PREPARED BY: Ken Hern Sr. Director, Operations, Security & Facilities February 1, 2018

SUBJECT: Request to Purchase
• **Mobile TWIC Readers**

BACKGROUND:

A new Federal Requirement under the Maritime Transportation Security Act, to be enacted August 1st, 2018, mandates that a biometric verification of an individual's Transportation Worker Identification Credential (TWIC) occur before entering dockside of passenger vessels.

Port staff has anticipated this requirement, having requested and received funding under the Port Security Grant Program for cost sharing.

IdSoftware, which is our current provider under contract with the Port to provide visitor badging for our cargo area, is the leader in this field. Several Ports in Alabama, Georgia and Maryland are currently attempting to mirror the Port of Palm Beach template for this requirement.

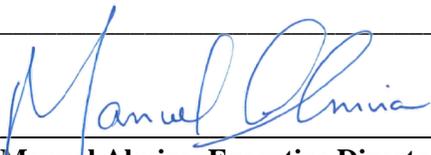
Currently, the need exists to purchase an additional 6 units to meet this requirement and replace units purchased approximately 5 years ago.

ADDITIONAL INFORMATION ATTACHED: No _____ Yes X

FINANCIAL IMPACT: This purchase is being funding 75% by the Port Security Grant Program in the amount of \$20,805.00, and by the Port in the amount of \$6,935.00.

RECOMMENDATION: Port Staff respectfully requests Commissioners to approve this purchase from IdSoftware in the amount of \$27,740.00 and authorize the Executive Director to execute all purchase documentation.

Respectfully Submitted By:



Manuel Almira, Executive Director

DATE ACTION TAKEN:

Approved: _____
Disapproved: _____
Deferred To: _____
Incorporated into Minutes: _____

Motion By: _____
Seconded By: _____
Unanimous: Yes _____ No _____
By: _____



QUOTE

QUOTE #	Q1078
DATE	3/26/2018

idSoftware Identification Management Systems, LLC

1301 Riverplace Blvd, Suite 800, Jacksonville, FL 32207

866-964-4911

VisCheck

TWIC Reader Integrated Visitor and Employee Management and Access System

TO Rick Placeres
 Port of Palm Beach
 One East 11th Street, Suite 600
 Riviera Beach, Florida 33404

QTY	DESCRIPTION	UNIT PRICE	TOTAL PRICE
6	C-One Professional PDA - Processor Dual Core 1.5 GHz - Memory 1Go RAM and 8Go Flash memory - Operating System : Android Jelly Bean 4.2.2 English - Display: 4,5" WVGA High resolution (720 x 1280). Color capacitive touchscreen - Wireless communications: Bluetooth 4.0, WiFi 802.11 a/b/g/n, GSM/GPRS/EDGE/4G, and GPS modules - HF Elyctis contactless card reader Imager 2D - Fingerprint module - Contact card reader - Standard 4Go Micro SD memory card - 8 MPixels autofocus with flash Camera - 3450 mAh battery - Hand strap - USB cable with Power supply - Active stylus with tether - IP65	\$3,200.00	\$19,200.00
6	CPC-CDM-CONE-EID-3ASILVER - extends hardware warranty to 36 months	\$795.00	\$4,770.00
6	DS-ONE-EID-1000 Single Docking Station for C-One e-ID with power supply and cables	\$295.00	\$1,770.00
1	Professional Services - Server Upgrade	\$2,000.00	\$2,000.00
TOTAL			\$27,740.00

To accept this quotation, sign here and return:

_____ Date

Thank You for Your Business!

**PORT OF PALM BEACH DISTRICT
REQUEST FOR DISCUSSION AND
COMMISSION ACTION**

**NW BUSINESS
ITEM I-5**

PREPARED BY: Venice Howard Deputy Clerk April 10, 2018

SUBJECT: Approval of Resolution No. 2018-02
Annual member dues for Palm Beach Transportation Planning Agency (TPA)

BACKGROUND INFORMATION: At the February 15, 2018 TPA meeting, the Board took action approving annual member dues for all TPA Local Governments commencing in FY2019 in order to maximize the effectiveness as a planning agency for all of Palm Beach County. Annual dues are estimated at a cost of \$3,506.00.

ADDITIONAL INFORMATION ATTACHED: No _____ Yes X

FINANCIAL IMPACT: \$3,506.00 annually from Business Development/Memberships.

RECOMMENDATION: Port Staff respectfully requests the Board of Commissioners approve Resolution No. 2018-02 authorizing payment of member dues estimated at \$3,506.00 to the Palm Beach Transportation Planning Agency commencing in FY2019 and every year thereafter.

Respectfully Submitted By:



Manuel Almira, Executive Director

DATE ACTION TAKEN: _____	
Approved: _____	Motion By: _____
Disapproved: _____	Seconded By: _____
Deferred To: _____	Unanimous: Yes _____ No _____
Incorporated into Minutes: _____	By: _____

RESOLUTION NO. 2018-02

A RESOLUTION OF THE BOARD OF COMMISSIONERS OF THE PORT OF PALM BEACH DISTRICT AUTHORIZING PAYMENT OF PER CAPITA MEMBER DUES TO THE PALM BEACH TRANSPORTATION PLANNING AGENCY COMMENCING IN FISCAL YEAR 2019 AND EVERY YEAR THEREAFTER, PROVIDING AN EFFECTIVE DATE.

WHEREAS, the Interlocal Agreement creating the Palm Beach Metropolitan Planning Organization (MPO) for the urbanized area of Palm Beach County requires that the Palm Beach MPO, doing business as the Palm Beach Transportation Planning Agency (TPA), be a forum for cooperative decision making by officials of the governmental entities with voting membership on the TPA Governing Board; and

WHEREAS, the Port of Palm Beach is a governmental entity with voting membership on the TPA Governing Board; and

WHEREAS, the TPA Governing Board adopted Resolution 2017-08 to formally recognize the value of empowering all of its members to lead the selection of transportation projects and programs to best serve our local communities, to take steps to avoid undue influence by any member agencies, and to provide the TPA with maximum flexibility to provide transportation planning services to the public; and

WHEREAS, certain activities such as advocacy and lobbying at the federal and state levels, hosting peer exchanges or special events, purchasing promotional materials, and providing non-federal monetary matching funds for TPA planning grants, are not permitted under the current funding sources; and

WHEREAS, not being able to participate in these activities results in a competitive disadvantage with other MPOs across the nation in advancing the priorities of the TPA Governing Board; and

WHEREAS, financial participation for all governmental entities with voting membership on the TPA Governing Board is equitable and will allow the TPA to engage in critical activities to advance TPA transportation priorities.

NOW, THEREFORE, BE IT RESOLVED BY THE BOARD OF COMMISSIONERS OF THE PORT OF PALM BEACH DISTRICT, RIVIERA BEACH, FLORIDA that:

SECTION 1: The Executive Director or designee is authorized to make annual membership dues payments to the TPA pursuant to the following:

- a. The annual dues shall be paid to the TPA no later than October 31 of each year, with the first payment due no later than October 31, 2018;
- b. The annual dues amount shall be established as ten (10) cents per capita for the first five years, as applied to the municipal population for the City of Riviera Beach. For October 1, 2023 and following, the annual dues amount shall be as approved by the TPA Governing Board;
- c. The annual dues amount shall be calculated using the latest estimate of municipal population less inmates as of October 1 of each year, as published by the Bureau of Economic and Business research.

SECTION 2: This resolution shall take effect upon adoption.

PASSED AND ADOPTED THIS 19th DAY OF APRIL, 2018



**PORT OF PALM BEACH DISTRICT BY ITS
BOARD OF COMMISSIONERS:**

Jean L. Enright, Chairperson

Attest:

Peyton McArthur, Secretary/Treasurer

Legal Sufficiency:

Greg Picken, Port Attorney

Southgate Complex

Lease

THIS LEASE is entered into as of _____, 2018, by and between Port of Palm Beach District, a special taxing district of the State of Florida, hereinafter called the "District," having an address of 1 East 11th Street, Riviera Beach, Florida 33404 and a fax number of (561-842-4240) and **PARADISE CRUISE LINE OPERATOR LTD.**, A Bahamas International Business Company, and **CLASSICA CRUISE OPERATOR LTD.**, A Bahamas International Business Company, who are together hereinafter referred to as the "Lessee", having an address of 431 Fairway Drive, Deerfield Beach, FL 33441 and a fax number of (954) 598-0658.

WITNESSETH: That for and in consideration of the mutual covenants and agreements herein contained and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged, the said DISTRICT does lease unto said Lessee, and said Lessee does hereby hire and take as Lessee the demised premises ("Premises"), to be used and occupied by the Lessee only for the uses specifically set forth herein, and for no other purposes or uses whatsoever, upon the following terms:

Section 1 PREMISES:

	Unit Number	Square Footage
Mezzanine Office #	N/A	N/A
Receiving Office (RO) #	102	450
Warehouse Bay #	2 & 3	18,800

as depicted on attached Exhibit A, for the property referred to as the SOUTHGATE COMPLEX.

Section 2 COMMENCEMENT DATE: The Commencement Date hereunder shall be May 1, 2018.

Section 3 TERMINATION DATE: This Lease shall be co-terminus with the last to terminate of (i) that certain Operating Agreement by and between Port of Palm Beach District and Paradise Cruise Line Operator Ltd., A Bahamas International Business Company, dated January 19, 2017 ("Operating Agreement") and (ii) that certain Multi-Vessel Operating Agreement between and among Port of Palm Beach District, Paradise Cruise Line Operator Ltd., A Bahamas International Business Company and CLASSICA CRUISE OPERATOR LTD., A Bahamas International Business Company dated August 17, 2017 ("Multi-Vessel Operating Agreement").

The parties hereto ratify and confirm the Operating Agreement, as amended and the Multi-Vessel Operating Agreement, and further agree that a default of this Lease, the Operating Agreement, as amended or the Multi-Vessel Operating Agreement, shall constitute a default of all of them. This paragraph of Section 3 shall survive termination of this Lease.

Lessee agrees that the Third Party Depositor shall execute Attachment 3, to this Lease.

Section 4 SUMMARY OF CHARGES and AMOUNT DUE AT SIGNING

Charge	Initial Amounts Per Square foot, annually	Per Month	Annual	Amount Due at Signing
Base Rent Mezzanine Office	N/A	N/A	N/A	N/A
Base Rent Receiving Office	\$10.00	\$375.00	\$4,500.00	\$375.00
Base Rent Warehouse	\$6.50	\$10,183.33	\$122,200.00	\$10,183.33
CAM (Section 10)	\$1.67 office	\$62.63	\$751.50	\$62.63
	\$0.88 wh	\$1,378.67	\$16,544.00	\$1,378.67
Casualty Insurance (Section 14)	N/A	\$1,178.05	\$14,136.59	\$1,178.05
Payment Related to Property Taxes (Section 16),	N/A	\$2,350.00	\$28,200.00	\$2,350.00
	Subtotal	\$15,527.68	186,332.09	\$15,527.68
Sales Tax (Section 5)	6.8%	\$1,055.88	\$12,670.58	\$1,055.88
Security Deposit				
Total		\$16,583.56	\$199,002.67	\$16,583.56

Section 5 PAYMENT: Rent and other charges shall be payable in equal monthly installments, in advance, on the first day of each month beginning with the Commencement Date, at the offices of DISTRICT. As used in this Lease, the terms “Rent” and “Rental” shall mean and include, the Base Rent and all other amounts of every kind and nature to be paid by Lessee under this Lease. Lessee shall pay all sales, use and like taxes thereon imposed on Rent by any authority having jurisdiction.

All other charges not specifically provided for under this Lease, shall be chargeable and paid by

Lessee in accordance with the then current Tariff of the Port of Palm Beach District. DISTRICT makes no representation regarding future Tariff rates or other charges unless specifically set forth herein, and Lessee acknowledges that the Tariff rates can change at any time, and that the same shall not be a basis for avoiding this Lease. Lessee further acknowledges that other Port tenants and non-Port tenants may have rates set at other than Tariff, and may pay varying rental amounts, and that the same shall not be a basis for avoiding this Lease.

Section 6 RENTAL ADJUSTMENT: On the first and all subsequent anniversaries of this Lease, the Base Rent hereunder for that year shall be adjusted in the amount of any change in the Index from the last day of the third calendar month preceding the year just ending to the last day of the third calendar month preceding the year just commencing; provided, however, that Base Rent shall never be less than the Base Rent applicable to the year just ending, with a minimum upward adjustment of 3% and a maximum upward adjustment of 5%. The Index shall mean the index now known as "United States Bureau of Labor Statistics, Consumer Price Index for Urban Consumers (South 1982-84 = 100)". If the publication of the Index specified herein is discontinued, comparable statistics on the purchasing power of the consumer dollar published by a responsible financial periodical reasonably selected by DISTRICT shall be substituted. If the Index figures are not known at the time that any adjustment based thereon is due, those figures shall be reasonably estimated by DISTRICT based on the most recently published monthly Index figures. If DISTRICT is entitled to an increase in any amount due or to become due hereunder, DISTRICT shall send a written notice to LESSEE, together with the applicable Index figures, setting forth the computations for the increase. Failure to send any such notice of increase timely shall not constitute a waiver, or form the basis for a claim or defense of estoppel, as to any amounts due from the date that any such increase would have been otherwise applicable.

Section 7 USE: LESSEE shall use the Premises only for the following purposes: uses in connection with the Operating Agreement and the Multi-Vessel Operating Agreement. Under no circumstances shall any person reside on the Premises. The term "reside" shall mean remaining on the Premises continuously for more than forty eight hours without a continuous absence of at least ten hours in such 48 hours. Lessee agrees to be bound the policies, procedures, rules and regulations ("Regulations") from time to time adopted for the Premises. Without limitation, these Regulations may include limitations and or restrictions on signage, odor, fumes, environmental hazards, noise, weight, types of cargo permitted within the Warehouse, vehicles inside the Warehouse, security, animals, and parking of vehicles and equipment in the parking areas surrounding the building of which the Premises are a part.

Section 8 IMPROVEMENTS: The Premises are being leased AS-IS. Lessee has made all such inspections of the Premises as it deems appropriate.

Section 9 UTILITIES: All utilities separately metered or separately allocated (by DISTRICT) and billed to Lessee shall be paid by Lessee.

Section 10 COMMON AREA EXPENSES: As used herein, the term Pro Rata Share shall mean a fraction, the numerator of which is the square footage of the Premises and the denominator of which is **46,557**. CAM shall be adjusted as of January 1 of each year of this Lease.

In addition to other amounts to be paid by Lessee hereunder, Lessee shall pay, on a monthly basis together with Base Rent, its Pro Rata Share of the expenses (“Common Area Expenses”) set forth in this Section. Where actual figures are not yet available, DISTRICT shall make an estimate thereof. Where any of the following amounts are so estimated, the same shall be adjusted between the parties when the actual figures are known:

a) JANITORIAL: Cleaning of the building (not including Mezzanine Offices, Receiving Offices and Warehouse Bays), truck docks, and the surrounding parking areas, including the public parking areas to the east of the building.

b) SOLID WASTE AUTHORITY CHARGES. Solid waste authority charges allocable to office space leased (if any). (All other solid waste charges shall be paid directly by Lessee, and if not paid directly by Lessee, shall, upon receipt of billing to District, shall be reimbursed by Lessee upon pass-through billing to Lessee.)

c) UTILITIES: To the extent furnished to the building and surrounding parking areas, and not separately billed or allocated to other tenants.

d) LANDSCAPING: For maintenance and replacement of landscaping around the building and the surrounding parking areas, including the public parking areas to the east of the building.

e) HVAC Systems: Repair, maintenance and replacement of all HVAC systems, not including filters for the portion of systems located within Premises.

f) BUILDING REPAIR AND MAINTENANCE: All repair, maintenance and replacements of the building (and its systems) of which the Premises are a part which repair and maintenance is not the responsibility allocated to tenants under a lease.

g) OTHER: Administrative and other personnel and other expenses reasonably allocated to operation of the Building.

Section 11 PARKING: There shall be no reserved or exclusive parking. Lessee’s employees shall park in such areas as are designated, from time to time, by DISTRICT.

Section 12 SECURITY: Lessee acknowledges that the building of which the Premises are a part are subject to security rules and regulations, as established from time to time by

DISTRICT, and other governmental agencies, and acknowledges that access to the Premises is subject to such security measures as DISTRICT shall from time to time determine.

Section 13 JANITORIAL: Lessee shall provide full janitorial service to the Premises not less than weekly, shall maintain the Premises in a clean condition, at Lessee's expense. Persons and entities providing janitorial service to the Premises are subject to approval of the DISTRICT, and security and other requirements (as established from time to time by the DISTRICT), which security requirements shall or may include background checks and badging.

Section 14 CASUALTY INSURANCE: Casualty insurance applicable to the Premises for the building of which the Premises are a part, with an estimate (made in the discretion of the DISTRICT) payable 1/12th monthly, at the same time and in the same manner as Rent.

Section 15 AMOUNTS DUE COLLECTIBLE AS RENT: All amounts due hereunder for Taxes (Section 16), Insurance (Section 14), CAM (Section 10) and sales tax (Section 5) shall be considered as rent due and shall be collectible in the same manner as rent and shall be included in any lien for rent due and unpaid.

Section 16 PAYMENT RELATED TO PROPERTY TAXES: In addition to the Rent and other charges payable under this Lease, LESSEE shall pay to DISTRICT, monthly in advance, a Payment Related to Property Taxes. The Payment Related to Property Taxes shall be 1/12th of the Allocable Amount, as determined by the DISTRICT (pro rated for periods of less than a month) for the Premises.

In an instance where the term of the lease encompasses an entire calendar year of the lease, the Allocable Amount for that year shall be the ad valorem taxes actually due or to be due for that year (actual or estimated (by DISTRICT), and if estimated, adjusted when the actual taxes are known), and pro rated for the period of LESSEE's occupancy during that year. In an instance where the lease commences in a year where ad valorem taxes are not being assessed by governmental authorities having jurisdiction, the Allocable Amount for that year shall be an estimate of what the ad valorem taxes would be for that year had ad valorem taxes been assessed for that year, and pro rated for the period of LESSEE's occupancy during that year; provided that if the lease is for less than one year and terminates such that it does not extend into a year in which ad valorem taxes are assessed, then, all amounts collected as Payments Related to Property Taxes shall be refunded to LESSEE after offset for any amounts due DISTRICT from LESSEE.

DISTRICT shall notify LESSEE of the actual amount of taxes for the current year at least fifteen days prior to the last date on which the maximum discount can be obtained ("Maximum Discount Date"), and advise LESSEE of the balance due, and said balance due shall be paid within five days. Provided that LESSEE shall pay any balance due at least ten days prior to the Maximum Discount Date, DISTRICT shall pay the taxes on or before the Maximum Discount Date.

Section 17 ASSIGNMENT: The Lessee shall not assign this lease, nor sublet the Premises, or any part thereof nor use the same, or any part thereof, nor permit the same, or any part thereof, to be used for any other purpose than as above stipulated, nor make any alterations therein or additions thereto, without the written consent of the DISTRICT, and all additions, fixtures or improvements which may be made by Lessee, except movable office furniture, shall

become the property of the DISTRICT and remain upon the Premises as a part thereof, and be surrendered with the Premises at the termination of this Lease.

Section 18 LESSEE'S PROPERTY: All personal property placed or moved in the Premises shall be at the risk of the Lessee or owner thereof, and DISTRICT shall not be liable for any damage to said personal property, or to the Lessee arising from the bursting or leaking of water pipes, or from any act of negligence of any cotenant or occupants of the building or of any other person whomsoever.

Section 19 SECURITY CAMERAS: The District has the right, but not the obligation, to have security cameras in the Demised Premises. District may, but is not required to, permit Lessee to view images captured by the security cameras, but District has no obligation to retain footage for any period of time, or at all.

Section 20 COMPLIANCE WITH LAWS: Lessee shall comply with all statutes, ordinances, rules, orders, regulations and requirements of the Florida Department of Law Enforcement, the United States Coast Guard, Port of Palm Beach and all other federal, state and city government and of any and all their departments and bureaus having jurisdiction over the building of which the Premises are a part, and obtain and maintain all licenses necessary for Lessee's operations.

Section 21 DAMAGE DUE TO CASUALTY: In the event the Premises shall be destroyed or so damaged or injured by fire, flood, windstorm or other casualty during the term of this Lease, whereby the same shall be rendered untenable, then the DISTRICT shall have the right to render said Premises tenantable by repairs within ninety (90) days therefrom ("Repair Period"). If said Premises are not rendered tenantable within said time, it shall be optional with either party hereto to cancel this Lease, provided that notice of such cancellation is given in writing and within sixty days following the end of the Repair Period. If the building of which the Premises are a part have been destroyed or so damaged or injured by fire, flood, windstorm or other casualty during the term of this Lease, so as to render continuation of the Lease by DISTRICT impractical, then DISTRICT shall have the right to cancel this Lease provided that notice of such cancellation is given in writing to Lessee within sixty days following the date of the casualty.

Section 22 LANDLORD'S LIEN: In addition to all lien and other rights granted under Florida Statutes Chapter 83, the said Lessee hereby pledges and assigns to the DISTRICT all the furniture, fixtures, goods and chattels of said Lessee, which shall or may be brought or put on said Premises as security for the payment of the Rent herein reserved, and the Lessee agrees that the said lien may be enforced by distress foreclosure or otherwise at the election of the said DISTRICT, and does hereby agree to pay DISTRICT's reasonable attorney's fees incurred, together with all costs and charges therefore incurred or paid by the DISTRICT.

Section 23 ENTRY ON LAND: The DISTRICT, or any of his agents, shall have the right to enter said Premises during all reasonable hours to examine the same to make such repairs, additions or alterations as may be deemed necessary for the safety, comfort, or preservation thereof, or of said building, or to exhibit said Premises, and to put or keep upon the doors or windows thereof a notice "FOR RENT" at any time within ninety (90) days before the expiration of this Lease. The right of entry shall likewise exist for the purpose of removing placards, signs,

fixtures, alterations, or additions, which do not conform to this Lease, or to the rules and regulations of the building.

Section 24 **CONDITION ON TERMINATION:** Lessee hereby accepts the Premises in the condition they are in at the beginning of this Lease and agrees to maintain said Premises in the same condition, order and repair as they are at the commencement of said term, excepting only reasonable wear and tear arising from the use thereof under this Lease, and to make good to said DISTRICT immediately upon demand, any damage to said Premises, or of the building, caused by any act or neglect of Lessee, or of any person or persons in the employ or under the control of the Lessee, and Tenant shall quit and surrender the Premises, vacant and free of all tenancies and any leasehold rights therein and in good condition and repair, normal wear and tear and casualty excepted, broom clean and in compliance with the terms of this Lease, and shall surrender all keys for the Premises to DISTRICT at the place then fixed for the payment of rent.

Section 25 **DAMAGE BY WATER:** It is expressly agreed and understood by and between the parties to this Lease, that the landlord shall not be liable for any damage or injury by water, which may be sustained by the Lessee or other person or for any other damage or injury resulting from the carelessness, negligence, or improper conduct on the part of any other tenant, agents, or employees, or by reason of the breakage, leakage, or obstruction of the water, sewer or soil pipes, or other leakage in or about the Premises.

Section 26 **BANKRUPTCY:** If the Lessee shall become insolvent or if bankruptcy proceedings shall be begun by or against the Lessee before the end of the Lease term, the DISTRICT is hereby irrevocably authorized, at its option, to forthwith cancel this Lease as for a default. DISTRICT may elect to accept Rent from such receiver, trustee, or other judicial officer during the term of their occupancy in their fiduciary capacity without affecting DISTRICT's rights as contained in this Lease, but no receiver, trustee or other judicial officer shall ever have any right, title or interest in or to the above-described property by virtue of this Lease.

Section 27 **WORK PERFORMED BY LESSOR FOR LESSEE:** It is further understood and agreed between the parties hereto that any charges against the Lessee by the DISTRICT for services or for work done on the Premises by order of the Lessee, or otherwise accruing under this Lease, shall be considered as Rent due and shall be included in any lien or Rent due and unpaid.

Section 28 **LATE FEES:** If Lessee shall fail to pay the monthly installment of Base Rent or any additional payment as required herein to DISTRICT, so that DISTRICT shall not receive same within five (5) days of the date when the amount is due and payable, a late charge of five percent (5%) of the total amount past due, or a minimum of One Hundred and no/100 Dollars (\$100.00), whichever is greater, shall be paid by the Lessee to the DISTRICT per month, or portion of each month such item(s) is unpaid and still due. In addition to the aforesaid late charge, the Lessee shall pay interest at the rate of eighteen percent (18%) commencing five (5) days after the amount past due was payable by the terms hereof until the date DISTRICT received payment of same. These charges are for the purpose of collection efforts and to defray costs incurred by DISTRICT in regard to such collection efforts.

Section 29 MONETARY DEFAULTS: If Lessee shall fail to make any payment due hereunder within ten (10) days after written notice from the DISTRICT, DISTRICT in any such event(s) shall have the option to terminate this Agreement, and/or pursue such other remedies as are provided by law or otherwise herein, which shall include, but not be limited to, recovery of all remaining Base Rent due or to become due and all other amounts due or to become due as Rent under this Agreement. Billing by the DISTRICT shall constitute written notice hereunder.

Section 30 NON-MONETARY DEFAULTS. In the event Lessee shall (a) be adjudged bankrupt; or (b) make an assignment for the benefit of its creditors; or (c) violate or fail to perform any of the agreements herein contained, except as set forth under "Monetary Defaults", above, and shall (unless notice and or demand are specifically dispensed with under other terms of this Agreement) fail to cure the default as to such agreements within ten (10) days after written notice from DISTRICT, DISTRICT in any such event(s) shall have the option to terminate this Agreement, and/or pursue such other remedies as are provided by law or equity or otherwise herein, which shall include, but not be limited to, the remedies provided in "Monetary Defaults", above. Notwithstanding the foregoing, and matter involving safety, security shall be addressed and cured without delay.

Section 31 OTHER REMEDIES: The remedies for which provisions are made in this Paragraph shall not be exclusive and shall be in addition to other remedies provided by law or equity, including without limitation, specific performance and injunctive relief, and DISTRICT may pursue such other remedies as are provided by law or equity in the event of any breach, default, or abandonment by Lessee, including DISTRICT's rights to make claim against any financial guaranties provided for herein, e.g. guaranties, bonds and/or letters of credit given in connection with vessel agency or stevedoring.

Section 32 LIABILITY INSURANCE: Lessee shall obtain public liability insurance from an insurance carrier satisfactory to Lessor to protect against loss from liability imposed by law for all damages on account of bodily injury, including death resulting therefrom, suffered or alleged to be suffered by any person or persons whatsoever, resulting directly or indirectly from any act or activities of Lessee, or any person acting for it or under its control or direction, at the Premises, the building of which the Premises are a part, or any property of Lessor, and also to protect against loss from liability imposed by law for damages to any property of any person caused directly or indirectly by or from the acts or activities of any of the foregoing. Such public liability and property damage insurance shall be maintained in full force and effect during the entire term of this Agreement, in the amount of not less Five Million Dollars (\$5,000,000.00) for any property damage or loss from any one (1) accident, and not less than Five Million Dollars (\$5,000,000.00) for injury to any one (1) person and not less than Five Million Dollars (\$5,000,000.00) from any one (1) accident combined, single limit. Lessor reserves the right to require any increase in the amount of liability coverage, from time to time during the term of this Agreement as Lessor should determine to be commercially reasonable. Each such liability insurance policy shall be of the type commonly known as Owner's Landlord's and Tenant's Insurance, but provide the extended coverage required herein above.

Lessee shall deliver to Lessor a copy of the binder of all insurances required of Lessee hereunder, and duplicate originals of the policy itself, and certificates evidencing the existence of the necessary insurance policies. All insurance policies contemplated herein to be maintained by

Lessee shall insure Lessor and Lessee as their respective interests may appear, and shall show Lessor as a named insured. All such policies required to be maintained by Lessee shall be issued by companies qualified to write insurance in the State of Florida and possessing a rating of A-3A (or higher), by Best's Insurance Rating. The cost of premiums of all such policies of insurance as herein required to be maintained by Lessee shall be paid by Lessee. Any policy required hereunder to be maintained by Lessee or actually maintained by Lessee shall contain a clause that the insurer shall not cancel or change the insurance policy without first providing ten (10) days prior written notice to Lessor. Not less than thirty (30) days prior to the expiration of any insurance required herein to be maintained by Lessee or actually carried by Lessee, Lessee shall deliver to Lessor a copy of the certificate of renewal thereof.

Section 33 Lessee shall not use the Premises in any manner, even in Lessee's use for which the Premises are leased, that will increase risks covered by insurance on the Premises so as to increase the rate of insurance on the Premises or to cause cancellation of any insurance policy covering the Premises. Lessee further agrees not to keep the Premises or permit to be kept, used or sold or transferred thereon, anything prohibited by the policy of fire insurance covering the Premises. Lessee shall comply, at Lessee's own expense, with all requirements of insurers necessary to keep in force the fire and public liability covering the Premises.

Section 34 INDEMNIFICATION: DISTRICT shall not be liable for any damage or injury to any person or property whether it be Lessee's agents, guests, invitees, or otherwise by reason of Lessee's occupancy of the demised Premises or because of fire, flood, windstorm, acts of God or for any other reason, except its own gross negligence and/or willful and wanton misconduct. Lessee agrees to indemnify and hold harmless DISTRICT from and against any and all loss, damage, claim, demand, liability, or expense by reason of damage to person(s) which may arise or be claimed to have arisen as a result of the occupancy or use of the Premises by Lessee, or by reason thereof, or in connection therewith, or in any way arising on account of any injury or damage caused to any person or property on or in the Premises, provided, however, the Lessee shall not so indemnify and hold harmless as to the loss or damage due to the gross negligence or willful misconduct of DISTRICT, DISTRICT's employees, agents, guests, or invitees.

Section 35 NON-RECORDATION: This Lease shall not be recorded except by DISTRICT, in DISTRICT's sole discretion.

Section 36 SUBORDINATION: This Lease and all rights of Lessee are subject and subordinate to the mortgages or other instruments of security which do now or may hereafter cover the Premises or any interest of DISTRICT therein, and to any and all advances made on the security thereof. This provision is hereby declared self-operative. Lessee agrees to execute any subordination agreement required by any lender loaning money to DISTRICT secured by the Premises. Further, upon request of DISTRICT, Lessee shall certify the status of this Lease in writing, including in such certification, the term, the annual Rental, the amounts of any deposits claimed to have been hereunder, and whether or not Lessee is claiming any then current breaches or defaults by DISTRICT, and if so, the precise nature of such breaches or defaults.

Section 37 IMPROVEMENTS: All improvements shall be subject to the prior written consent of the DISTRICT, and the permitting requirements of the Port of Palm Beach District, and all governmental authorities having jurisdiction, and all of the same shall be at Lessee's sole cost and expense. Lessee shall obtain all other necessary permits from other governmental authorities

having jurisdiction prior to commencing any improvements requiring such permits. Lessee agrees that Lessee will pay all liens of contractors, subcontractors, mechanics, laborers, materialmen, and other items of like character, and will indemnify DISTRICT against all expenses, costs and charges, including bond premiums for release of liens and attorney's fees reasonably incurred in and about the defense of any suit in discharging the said Premises or any part thereof from any liens, judgments or encumbrances caused by Lessee. In the event any such lien shall be made or filed, Lessee shall bond against or discharge the same within five (5) days after the same have been made or filed. It is understood and agreed between the parties hereto that the expenses, costs and charges above referred to shall be considered as Rent due and shall be included in any lien for rent. Lessee shall not have any authority to create any liens for labor or materials on the DISTRICT's interest in the Premises and all persons contracting with the Lessee for the destruction or removal of any facilities or other improvements or for the erection, installation, alteration or repair of any facilities or other improvements on or about the Premises, and all materialmen, contractors, mechanics and laborers, are hereby charged with notice that they must look only to the Lessee's interest in the Premises to secure the payment of any bill for work done or material furnished at the request or instruction of Lessee. Lessee agrees, at the request of DISTRICT, to execute a memorandum setting forth the above to be recorded in the public records.

Section 38 CONDEMNATION: It is agreed by and between the parties that if the whole or any part of the Premises shall be taken by any competent authority for any public or quasi-public use or purpose, then and in that event, the term of this Lease shall cease and terminate from the date when the possession of the part so taken shall be required for such use or purpose. All damages awarded for such taking shall belong to, and be the property of, DISTRICT.

Section 39 NOTICES: All notices, requests, approvals, consents and other communications hereunder shall be deemed to have been given four (4) days after deposit in the United States mail in a sealed envelope, postage prepaid, registered or certified mail; or if personal delivery, at the time of delivery, or if by national overnight courier one day service addressed to the respective addresses stated below, then such notice, request or other communication shall be deemed to have been given one (1) business day after being sent by national overnight courier, or if by facsimile, upon completion of transmission as evidenced by successful fax transmission notice, and addressed as follows:

AS TO LESSOR: At its address as set forth herein

WITH A COPY TO: Gregory C. Picken, Esq.
Gary, Dytrych & Ryan, P.A.
701 U.S. Highway One, Suite 402
North Palm Beach, Florida 33408

AS TO LESSEE: At its address set forth herein.

Section 40 ATTORNEYS FEES: In connection with any litigation arising out of this Lease, it is agreed that the prevailing party shall be entitled to recover their reasonable attorney's fees and costs incurred, including those at the appellate level.

Section 41 VENUE: CONTROLLING LAW: Venue in any litigation in connection with this Lease shall lie only in Palm Beach County, Florida, and this Lease shall be interpreted and enforced in accordance with the laws of the State of Florida.

Section 42 SUCCESSORS AND ASSIGNS: This contract shall bind the DISTRICT and his successors or assigns, and the heirs, assigns, personal representatives, or successors as the case may be, of the Lessee.

Section 43 TIME OF THE ESSENCE: It is understood and agreed between the parties hereto that time is of the essence of this Lease, and this applies to all terms and conditions contained herein.

Section 44 RIGHTS CUMMULATIVE. The rights of the DISTRICT under this Lease shall be cumulative, and failure on the part of the DISTRICT to exercise promptly any rights given hereunder shall not operate to forfeit any of the said rights.

Section 45 WAIVER OF NOTICE. The Lessee specifically waives all of its rights to receive any kind of written notice from DISTRICT as may otherwise be afforded to Lessee pursuant to Florida Statutes Sections 83.20 and 83.05.

Section 46 RADON: Radon is a naturally occurring radioactive gas that, when it has accumulated in a building in sufficient quantities, may present health risks to persons who are exposed to it over time. Levels of radon that exceed federal and state guidelines have been found in buildings in Florida. Additional information regarding radon and radon testing may be obtained from your county public health unit pursuant to Florida Statutes §404.056(8).

Section 47 REPAIRS AND MAINTENANCE: Lessee shall be responsible for (i) all plumbing apparatus and, to the extent caused in whole or in part by Lessee, correcting stoppages of plumbing, (ii) all repairs, replacement and maintenance of the Premises, (iii) filters for HVAC systems located in the Premises. Any damage or destruction to the Premises, or any property of

the DISTRICT, wherever located, caused as a direct or indirect result of the Lessee, shall be the Lessee's sole responsibility.

Section 48 DISCRIMINATION: Lessee shall not discriminate against any person, employee, or applicant for employment because of race, religion, color, age, gender, sexual orientation, sexual preferences or national origin.

Section 49 SIGNAGE. Lessee's signage shall be limited to a sign next to or on the door to the Premises, containing Lessee's business name. DISTRICT shall have the right to control the location and style of sign.

Section 50 FACILITIES; ACCESS: DISTRICT makes no representations regarding the continuation of the availability of any facilities or services at the Port of Palm Beach District, or any specific route for access to the Premises; provided however, that access to the Premises shall be permitted to Lessee over such routes as the DISTRICT shall determine from time to time.

Section 51 PUBLIC ENTITY CRIMES AFFIDAVIT: Concurrent with execution hereof, PARADISE CRUISE LINE OPERATOR LTD., shall execute the PUBLIC ENTITY CRIMES Affidavit attached hereto as ATTACHMENT 1, and CLASSICA CRUISE OPERATOR LTD. shall execute the PUBLIC ENTITY CRIMES Affidavit attached hereto as ATTACHMENT 2, the truth of which shall be a condition to the effectiveness of this Agreement.

Section 52 CONTROLLING LAW; VENUE. In any litigation in connection with this Lease shall lie only in Palm Beach County, Florida, and this Lease shall be interpreted and enforced in accordance with the laws of the State of Florida.

IN WITNESS WHEREOF, the parties hereto have hereunto set their hands and seals as of the date first above written.

WITNESSES:

DISTRICT:
PORT OF PALM BEACH DISTRICT

Printed _____ Name of BY _____
Witness: _____

Printed _____ Name of
Witness: _____

LESSEE:
**Paradise Cruise Line Operator Ltd., A
Bahamas International Business Company**

Printed _____ Name of BY _____
Witness: _____

Printed _____ Name of
Witness: _____

LESSEE:
**CLASSICA CRUISE OPERATOR LTD., A
Bahamas International Business Company**

Printed _____ Name of BY _____
Witness: _____

Printed _____ Name of
Witness: _____

STATE OF FLORIDA]
COUNTY OF PALM BEACH]

The foregoing instrument was acknowledged before me this ____ day of _____, 2018 by _____, who is personally known to me or who produced Florida Driver's license as identification, as _____ of PORT OF PALM BEACH DISTRICT, a Political Subdivision of the State of Florida.

[SEAL]

NOTARY PUBLIC
My commission expires:

STATE OF FLORIDA]
COUNTY OF PALM BEACH]

The foregoing instrument was acknowledged before me this ____ day of _____, 2018 by _____, who is personally known to me or who produced Florida Driver's license _____ as identification, as _____ of Paradise Cruise Line Operator Ltd., A Bahamas International Business Company.

[SEAL]

NOTARY PUBLIC
My commission expires:

STATE OF FLORIDA]
COUNTY OF PALM BEACH]

The foregoing instrument was acknowledged before me this ____ day of _____, 2018 by _____, who is personally known to me or who produced Florida Driver's license _____ as identification, as _____ of CLASSICA CRUISE OPERATOR LTD., A Bahamas International Business Company.

[SEAL]

NOTARY PUBLIC
My commission expires:

ATTACHMENT 1
SWORN STATEMENT

(SECTION 287.133(3)(A)) FLORIDA STATUTES, ON PUBLIC ENTITY CRIMES)

(NOTE: THIS MUST BE COMPLETED WITHOUT ALTERATION OR QUALIFICATION
OR YOUR RESPONSE TO THE RFP WILL BE REJECTED)

THIS FORM MUST BE SIGNED AND SWORN TO IN THE PRESENCE OF A NOTARY
PUBLIC OR OTHER OFFICIAL AUTHORIZED TO ADMINISTER OATHS.

1. This sworn Statement is submitted to the PORT OF PALM BEACH DISTRICT (“PORT”) by _____ whose business address is _____, and (if applicable) its Federal Employer Identification Number (FEIN) is: _____. (If the entity has no FEIN, include the Social Security Number of the individual signing this Sworn Statement: _____).

I understand that a “public entity crime” as defined in Florida Statutes §287.133(1)(g), means a violation of any state or federal law by a person with respect to and directly related to the transaction of business with any public entity or with an agency or political subdivision of any other state or of the United States, including, but not limited to, any bid or contract for goods or services to be provided to any public entity or an agency or political subdivision of any other state or of the United States and involving antitrust, fraud, theft, bribery, collusion, racketeering, conspiracy, or material misrepresentation.

I understand that a “convicted” or “conviction” as defined in Florida Statutes §287.133(1)(b), means a finding of guilt or a conviction of a public entity crime, with or without an adjudication of guilt, in any federal or state trial court of record relating to charges brought by indictment or information after July 1, 1989, as a result of a jury verdict, non-jury trial, or entry of a plea of guilty or nolo contendere.

I understand that an “affiliate” as defined in Florida Statutes §287.133(1)(a),

Means:

- a) A predecessor or successor of a person convicted of a public entity crime: or
- b) An entity under the control of any natural person who is active in the management of the entity and who has been convicted of a public entity crime. The term “affiliate” includes those officers, directors, executives, partners, shareholders, employees, members and agents who are active in the management of an affiliate. The ownership by one person of shares constituting a controlling interest in another person, or a pooling of equipment or income among persons when not for fair market value under an arm’s length agreement, shall be a prima facie case that one person controls another person. A person who knowingly enters into a joint venture with a person who has been convicted of a public entity crime in Florida during the preceding 36 months shall be considered an affiliate.

I understand that a “person” as defined in Florida Statutes §287.133(1)(e), means any natural person or entity organized under the laws of any state or of the United States with the legal power to enter into a binding contract and which bids or applies to bid on contracts for the provision of goods or services let by a public entity, or which otherwise transacts or applies to transact business with a public entity. The term “person” includes those officers, directors, executives, partners, shareholders, employees, members and agents who are active in management of an entity.

Based on information and belief, the statement which I have marked below is true in relation to the entity submitting this Sworn Statement. [Indicate which statements apply.]

(A) _____ **(No Convictions)** Neither the entity submitting this Sworn Statement, nor any of its officers, directors, executives, partners, shareholders, employees, members, or agents who are active in the management of this entity, nor any affiliate of the entity has been charged with and convicted of a public entity crime subsequent to July 1, 1989.

(B) _____ **(Convictions)** The entity submitting this Sworn Statement or one or more of its officers, directors, executives, partners, shareholders, employees, members, or agents who are active in the management of this entity, or any affiliate of the entity has been charged with and convicted of a public entity crime subsequent to July 1, 1989, but the entity and no such person is on the Convicted Vendor List as defined in Florida Statute §287.133. **[PORT STAFF – If this item is checked, you must consult with the District Executive Director or CFO]**

I UNDERSTAND THAT THE SUBMISSION OF THIS FORM TO THE CONTRACTING OFFICER FOR THE PORT IS FOR THAT PUBLIC ENTITY ONLY AND THAT THIS FORM IS VALID THROUGH DECEMBER 31 OF THE CALENDAR YEAR IN WHICH IT IS FILED. I ALSO UNDERSTAND THAT I AM REQUIRED TO INFORM THE PORT OF ANY CHANGE IN THE INFORMATION CONTAINED IN THIS FORM PRIOR TO ENTERING INTO A CONTRACT IN EXCESS OF THE THRESHOLD AMOUNT PROVIDED IN SECTION 287.017, FLORIDA STATUTES FOR CATEGORY TWO.

_____ (Signature of person signing)

_____ (Printed name of person signing)

STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this ___ day of _____, 2018, by _____, as _____ (Title) of Paradise Cruise Line Operator Ltd., A Bahamas International Business Company on behalf of the entity. He/she is personally known to me or has produced _____ as identification.

Notary Public, Commission No. _____

SEAL

Name of Notary, typed, printed or stamped

ATTACHMENT 1
SWORN STATEMENT

(SECTION 287.133(3)(A)) FLORIDA STATUTES, ON PUBLIC ENTITY CRIMES)

(NOTE: THIS MUST BE COMPLETED WITHOUT ALTERATION OR QUALIFICATION
OR YOUR RESPONSE TO THE RFP WILL BE REJECTED)

THIS FORM MUST BE SIGNED AND SWORN TO IN THE PRESENCE OF A NOTARY
PUBLIC OR OTHER OFFICIAL AUTHORIZED TO ADMINISTER OATHS.

1. This sworn Statement is submitted to the PORT OF PALM BEACH DISTRICT (“PORT”) by _____ whose business address is _____, and (if applicable) its Federal Employer Identification Number (FEIN) is: _____. (If the entity has no FEIN, include the Social Security Number of the individual signing this Sworn Statement: _____).

I understand that a “public entity crime” as defined in Florida Statutes §287.133(1)(g), means a violation of any state or federal law by a person with respect to and directly related to the transaction of business with any public entity or with an agency or political subdivision of any other state or of the United States, including, but not limited to, any bid or contract for goods or services to be provided to any public entity or an agency or political subdivision of any other state or of the United States and involving antitrust, fraud, theft, bribery, collusion, racketeering, conspiracy, or material misrepresentation.

I understand that a “convicted” or “conviction” as defined in Florida Statutes §287.133(1)(b), means a finding of guilt or a conviction of a public entity crime, with or without an adjudication of guilt, in any federal or state trial court of record relating to charges brought by indictment or information after July 1, 1989, as a result of a jury verdict, non-jury trial, or entry of a plea of guilty or nolo contendere.

I understand that an “affiliate” as defined in Florida Statutes §287.133(1)(a),

Means:

- a) A predecessor or successor of a person convicted of a public entity crime: or
- b) An entity under the control of any natural person who is active in the management of the entity and who has been convicted of a public entity crime. The term “affiliate” includes those officers, directors, executives, partners, shareholders, employees, members and agents who are active in the management of an affiliate. The ownership by one person of shares constituting a controlling interest in another person, or a pooling of equipment or income among persons when not for fair market value under an arm’s length agreement, shall be a prima facie case that one person controls another person. A person who knowingly enters into a joint venture with a person who has been convicted of a public entity crime in Florida during the preceding 36 months shall be considered an affiliate.

I understand that a “person” as defined in Florida Statutes §287.133(1)(e), means any natural person or entity organized under the laws of any state or of the United States with the legal power to enter into a binding contract and which bids or applies to bid on contracts for the provision of goods or services let by a public entity, or which otherwise transacts or applies to transact business with a public entity. The term “person” includes those officers, directors, executives, partners, shareholders, employees, members and agents who are active in management of an entity.

Based on information and belief, the statement which I have marked below is true in relation to the entity submitting this Sworn Statement. [Indicate which statements apply.]

(C) _____ **(No Convictions)** Neither the entity submitting this Sworn Statement, nor any of its officers, directors, executives, partners, shareholders, employees, members, or agents who are active in the management of this entity, nor any affiliate of the entity has been charged with and convicted of a public entity crime subsequent to July 1, 1989.

(D) _____ **(Convictions)** The entity submitting this Sworn Statement or one or more of its officers, directors, executives, partners, shareholders, employees, members, or agents who are active in the management of this entity, or any affiliate of the entity has been charged with and convicted of a public entity crime subsequent to July 1, 1989, but the entity and no such person is on the Convicted Vendor List as defined in Florida Statute §287.133. **[PORT STAFF – If this item is checked, you must consult with the District Executive Director or CFO]**

I UNDERSTAND THAT THE SUBMISSION OF THIS FORM TO THE CONTRACTING OFFICER FOR THE PORT IS FOR THAT PUBLIC ENTITY ONLY AND THAT THIS FORM IS VALID THROUGH DECEMBER 31 OF THE CALENDAR YEAR IN WHICH IT IS FILED. I ALSO UNDERSTAND THAT I AM REQUIRED TO INFORM THE PORT OF ANY CHANGE IN THE INFORMATION CONTAINED IN THIS FORM PRIOR TO ENTERING INTO A CONTRACT IN EXCESS OF THE THRESHOLD AMOUNT PROVIDED IN SECTION 287.017, FLORIDA STATUTES FOR CATEGORY TWO.

(Signature of person signing)

(Printed name of person signing)

STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing instrument was acknowledged before me this ___ day of _____, 2018, by _____, as _____ (Title) of CLASSICA CRUISE OPERATOR LTD., A Bahamas International Business Company on behalf of the entity. He/she is personally known to me or has produced _____ as identification.

Notary Public, Commission No. _____

SEAL

Name of Notary, typed, printed or stamped

ATTACHMENT 3

(Agreement of Third Party Depositor)

For good and adequate consideration, including the agreements made by DISTRICT herein which are for the benefit of an entity in which the undersigned has a direct or indirect, but valuable interest, the undersigned herewith agrees to the provisions of **Error! Reference source not found.** of the Agreement, with respect to the Security Deposit, and waives, notice and demand as to any amounts drawn from the Security Deposit, agrees that any litigation in connection with this agreement shall be in Palm Beach County, Florida, that Florida law shall apply, waives trial by jury in connection all matters arising out of this agreement, and that the prevailing party shall be entitled to attorneys fees and costs. The undersigned further agrees that the Operating Agreement can be modified and amended at any time without impairing the obligations of the undersigned, and without the consent of or notice to the undersigned.

Kevin Michael Sheehan
THIRD PARTY DEPOSITOR
Witnesses:

Printed Name: _____

Printed Name: _____