VIRGINIA PORT AUTHORITY AND VIRGINIA INTERNATIONAL TERMINALS, LLC FINANCIAL HIGHLIGHTS FOR THE ELEVEN MONTHS ENDED May 31, 2017

The following is a summary of the results of operations for the fiscal year-to-date May 2017.

COMBINED STATEMENT OF REVENUES, EXPENSES AND CHANGES IN NET POSITION Actual vs. Budget and Prior Year

Operating Revenues

Operating revenues year to date were 1.5% favorable to budget; the same revenues were 8.0% favorable to the prior year period. Container volume was 2.2% favorable to budget, 8.8% favorable to prior year through May. The effect of favorable volume has been partially offset by the effect of the Hanjin bankruptcy and lower operating grant revenues.

Operating Expenses

Terminal operating expenses through May were 1.2 million (0.6%) favorable to revised budget, and 12.3 million (7.0%) unfavorable to prior year for the same time period. When viewed in relation to volume, operating expenses per container were lower in terms of budget and prior year.

Terminal maintenance expenses year to date were \$3.3 million (3.5%) unfavorable to revised budget and \$3.2 million (3.6%) unfavorable to the prior year. Consistent with expectations, maintenance investment continues in line with budget and higher rate than prior year. The May trend is expected to continue.

General and administrative expenses year to date were \$2.6 million (4.7%) favorable to revised budget, and \$2.4 million (4.3%) favorable to prior year, largely reflecting timing.

Non-Operating Revenue & Expenses

Year to date interest expense (net) was \$1.4 million unfavorable to revised budget and \$61.0 million unfavorable to prior year, with the variance to prior year the result of the new capital lease.

Non-Operating grants were \$93.9 million year to date, principally the result of a capital grant from the state to modernize NIT.

The special item of \$13.3 million is the result of the implementation of the new lease accounting in November.

Capital Contributions and Transfers

The CPF allocation year to date was \$2.3 million (6.1%) unfavorable to revised budget and \$134 thousand (.4%) favorable to prior year, due to the timing and extent of collected transportation trust fund revenues. Net Position increased \$100.9 million through May, \$105.4 million favorable to revised budget and \$73.3 million favorable to prior year.

VIRGINIA PORT AUTHORITY & VIRGINIA INTERNATIONAL TERMINALS, LLC STATEMENT OF NET POSITION

As of May 31, 2017

-				
-	Authority	Terminals, LLC	Eliminations	Total
ASSETS				
Current assets:				
Cash and cash equivalents	\$ 117,973,772	\$ 35,527,720	\$ - \$	153,501,492
Restricted assets:				
Cash and cash equivalents	40,837,869	-	-	40,837,869
Investments	-	-	-	-
Investments held by Treasurer of VA	-	-	-	-
Accounts receivable, net	53,512	73,807,420	-	73,860,932
Due from transportation trust	12,019,357	-	-	12,019,357
Due from component unit	25,412,574	-	(25,412,574)	-
Inventories	-	22,829,281	-	22,829,281
Prepaid expenses and other	108,041	4,933,357	-	5,041,398
Total current assets	196,405,125	137,097,778	(25,412,574)	308,090,329
Noncurrent assets:				
Restricted assets:				
Cash and cash equivalents	44,641,595	-	-	44,641,595
Investments	29,073,903	100,000	-	29,173,903
Other	444,661	-	-	444,661
Non-depreciable capital assets	325,402,414	-	-	325,402,414
Depreciable capital assets, net	2,667,453,475	32,142,029	-	2,699,595,504
Total noncurrent assets	3,067,016,048	32,242,029	-	3,099,258,077
Total Assets	3,263,421,173	169,339,807	(25,412,574)	3,407,348,406
DEFERRED OUTFLOWS OF RESOURCES				
Pension and Bond Refunding Costs, Net	30,002,394	11,677,588	-	41,679,982
Deferred Outflows, Pensions	-	=	-	-
Total assets and deferred outflows of resources	\$ 3,293,423,567	\$ 181,017,395	\$ (25,412,574) \$	3,449,028,388

VIRGINIA PORT AUTHORITY & VIRGINIA INTERNATIONAL TERMINALS, LLC STATEMENT OF NET POSITION

As of May 31, 2017

	Authority	Terminals, LLC	Eliminations	Total
LIABILITIES				
Current liabilities:				
Accounts payable and accrued expenses	\$ 6,004,912	\$ 26,520,387	\$ - \$	32,525,299
Interest payable	10,349,561	-	-	10,349,561
Retainage payable	580,893	-	-	580,893
Long-term debt - current portion	11,879,495	-	-	11,879,495
Compensated absences - current portion	917,183	1,233,820	-	2,151,003
Payroll withholdings	389,789	388,833	-	778,622
Obligations under securities lending	341,318	,	-	341,318
Due to Parent Member	135	25,412,574	(25,412,574)	135
Total current liabilities	30,463,286	53,555,614	(25,412,574)	58,606,326
Noncurrent liabilities:				
Long-term debt	536,167,947	-	-	536,167,947
Capital lease obligations	2,201,431,228	-	-	2,201,431,228
Compensated Absences	14,724	899,548	_	914,272
Workers compensation costs	,	1,664,367	-	1,664,367
Accrued pension and OPEB obligations	7,037,193	13,579,017	_	20,616,210
Other noncurrent liabilities	-	-	_	
Total noncurrent liabilities	2,744,651,092	16,142,932	_	2,760,794,024
Total Liabilities	2,775,114,378	69,698,545	(25,412,574)	2,819,400,349
DEFERRED INFLOWS OF RESOURCES				
Defined Benefit Plan	1,955,432	3,756,024		5,711,456
Bond Premiums and Refunding Costs, Net			- -	-
Total liabilities and deferred inflows of resources	2,777,069,810	73,454,569	(25,412,574)	2,825,111,805
NET POSITION				
Net Investment in Capital Assets	347,577,774	32,142,029	-	379,719,803
Restricted for:				
Debt service	37,719,120	-	-	37,719,120
Unrestricted	131,056,863	75,420,797	-	206,477,660
Total net position	516,353,757	107,562,826	-	623,916,583
	\$ 3,293,423,567	\$ 181,017,395	\$ (25,412,574) \$	3,449,028,388

VIRGINIA PORT AUTHORITY & VIRGINIA INTERNATIONAL TERMINALS, LLC STATEMENT OF REVENUES, EXPENSES, AND CHANGES IN NET POSITION

For the Month Ended May 31, 2017

	Virginia International							
Or another a Demonstration		Authority	Term	inals, LLC	Eliminations		Total	
Operating Revenues: Terminal operating revenues	\$		\$	43,069,374	\$ -	\$	43,069,374	
Other revenues	φ	874,130	φ	43,009,374	ф – -	φ	43,009,374 874,130	
Operating Revenues -Grants		52,000		-	-		52,000	
Operating revenues from component unit		21,568,125		-	(21,568,125)			
Total operating revenues		22,494,255		43,069,374	(21,568,125)		43,995,504	
Operating Expenses:								
Terminal operations		116,661		19,389,999	-		19,506,660	
Terminal maintenance		667,443		8,794,527	-		9,461,970	
General and administrative		792,616		3,757,025	-		4,549,641	
Facility rental		15,000		-	-		15,000	
Depreciation and Amortization		6,750,240		567,011	-		7,317,251	
Payments due to Authority		-		21,568,125	(21,568,125)			
Total operating expenses		8,341,960		54,076,687	(21,568,125)		40,850,522	
Operating income (loss)		14,152,295		(11,007,313)	-		3,144,982	
Non-operating revenues (expenses)								
Interest income		91,298		-	-		91,298	
Interest expense		(10,340,173)		-	-		(10,340,173)	
Bond issue costs		-		-	-		-	
Revenues/(expenses) (VEDP)		-		-	-		-	
Other revenues from component unit		-		-	-		-	
Revenue/expenses (state agencies)		-		-	-		-	
Revenues from federal government		1,928,236		-	-		1,928,236	
Revenues/expenses (primary government)		601,237		-	-		601,237	
Other income (expense) Gain/(loss) on disposals		- 10,894		-	-		- 10,894	
Gain (1055) on disposais		(7,708,508)		-	-		(7,708,508)	
Income (loss) before capital		< 442 F0F		(11.005.010)			(1.5.62.52.6)	
contributions and transfers		6,443,787		(11,007,313)	-		(4,563,526)	
Capital contributions								
Commonwealth Port Fund allocation		3,478,512		-	-		3,478,512	
Proceeds to federal government - channel dredging		(2,529,979)		-	-		(2,529,979)	
Capital contributions (to) from component unit		-		-	-		-	
Capital contributions (to) from other state agencies		-		-	-		-	
Increase (decrease) in Net Position		7,392,320		(11,007,313)	-		(3,614,993)	
Special Item - Lease conversion		-		-	-		-	
Increase (decrease) in Net Position After Special	. <u> </u>	7 000 000		(11.007.010)			(2 (1 4 0.02)	
Item		7,392,320		(11,007,313)	-		(3,614,993)	
Net Position - Beginning of Month		508,961,437		118,570,139	-		627,531,576	
Net Position - End of Month	\$	516,353,757	\$	107,562,826	\$ -	\$	623,916,583	

VIRGINIA PORT AUTHORITY & VIRGINIA INTERNATIONAL TERMINALS, LLC COMBINED STATEMENT OF REVENUES, EXPENSES, AND CHANGES IN NET POSITION Actual vs Budget and Prior Year

For the Month Ended May 31, 2017

						(U	Favorable nfavorable) Variance
	Actual	Re	vised Budget]	Prior Year	Actu	al/RevBudget
Operating Revenues:							
Terminal operating revenues	\$ 43,069,374	\$	42,474,962	\$	38,050,309	\$	594,412
Other revenues	874,130		900,620		792,680		(26,490)
Operating revenues - Grants	 52,000		433,333		410,387		(381,333)
Total operating revenues	 43,995,504		43,808,915		39,253,376		186,589
Operating Expenses:							
Terminal operations	19,506,660		18,235,359		15,274,323		(1,271,301)
Terminal maintenance	9,461,970		8,613,714		7,209,996		(848,256)
General and administrative	4,549,641		5,091,647		5,934,990		542,006
Facility rental	15,000		15,000		4,517,221		-
Depreciation and Amortization	 7,317,251		6,521,918		4,169,415		(795,333)
Total operating expenses	 40,850,522		38,477,638		37,105,945		(2,372,884)
Operating income (loss)	 3,144,982		5,331,277		2,147,431		(2,186,295)
Non-operating revenues (expenses)							
Interest income	91,298		11,425		28,760		79,873
Interest expense	(10,340,173)		(10,031,873)		(1,554,174)		(308,300)
Bond issue costs	-		-		(91,385)		_
Revenues/(expenses)	-		-		(, -,		-
Other revenues from component unit	-		-		-		-
Revenue/expenses (state agencies)	-		-		-		-
Revenues from federal government	1,928,236		1,236,000		-		692,236
Revenues/expenses (primary government)	601,237		(950,000)		(950,000)		1,551,237
Other income (expense)	-		-		-		_
Gain/(loss) on disposals	10,894		-		2,200		10,894
Income (loss) before capital	 ,						
contributions and transfers	(4,563,526)		(4,403,171)		(417,168)		(160,355)
Capital contributions and transfers							
Commonwealth Port Fund allocation	3,478,512		3,477,134		3,434,331		1,378
Proceeds to federal government - channel dredging	(2,529,979)		-, , -		(164,457)		(2,529,979)
Capital contributions (to) from component unit	-		-		_		_
Proceeds (to) from other state agencies	 -		-		3,800,000		-
Increase (decrease) in Net Position	(3,614,993)		(926,037)		6,652,706		(2,688,956)
Special Item - Lease conversion	-		-		-		-
Increase (decrease) in Net Position After							
Special Item	(3,614,993)		(926,037)		6,652,706		(2,688,956)
Net Position - Beginning of Month	 627,531,576		519,410,166		505,634,302		108,121,410
Net Position - End of Month	\$ 623,916,583	\$	518,484,129	\$	512,287,008	\$	105,432,453

VIRGINIA PORT AUTHORITY & VIRGINIA INTERNATIONAL TERMINALS, LLC STATEMENT OF REVENUES, EXPENSES, AND CHANGES IN NET POSITION

For the Eleven Months Ended May 31, 2017

	Authority	Virginia International Terminals, LLC	Eliminations	Total
Operating Revenues:				
Terminal operating revenues	-	438,327,454	-	438,327,454
Other revenues	9,258,571	-	-	9,258,571
Other Revenues - Grants	1,159,739	-	-	1,159,739
Operating revenues from component unit	118,863,530	-	(118,863,530)	-
Total operating revenues	129,281,840	438,327,454	(118,863,530)	448,745,764
Operating Expenses:				
Terminal operations	1,308,841	187,287,289	-	188,596,130
Terminal maintenance	6,448,137	85,763,426	-	92,211,563
General and administrative	15,066,783	37,474,341	-	52,541,124
Facility rental	17,414,000	-	-	17,414,000
Depreciation and Amortization	62,011,235	3,879,650	-	65,890,885
Payments due to Authority	-	118,863,530	(118,863,530)	-
Total operating expenses	102,248,996	433,268,236	(118,863,530)	416,653,702
Operating income (loss)	27,032,844	5,059,218	-	32,092,062
Non-operating revenues (expenses)				
Interest income	807,256	12,949	-	820,205
Interest expense	(78,013,162)	-	-	(78,013,162)
Bond issue costs	(2,749,482)	-	-	(2,749,482)
Revenues/(expenses)	6,250,000	-	-	6,250,000
Other revenues from component unit	-	-	-	-
Revenue/expenses (state agencies)	-	-	-	-
Revenues from federal government	10,256,084	-	-	10,256,084
Revenues/expenses (primary government)	83,690,338	-	-	83,690,338
Other income (expense)	-	-	-	-
Gain/(loss) on disposals	(25,574)	-	-	(25,574)
Income (loss) before capital				
contributions and transfers	47,248,304	5,072,167	-	52,320,471
Capital contributions				
Commonwealth Port Fund allocation	35,914,052	-	-	35,914,052
Transfers to federal government - channel dredging	(591,759)	-	-	(591,759)
Capital contributions (to) from component unit	21,887,843	(21,887,843)	-	-
Proceeds (to) from other state agencies	-	-	-	-
Increase (decrease) in Net Position	104,458,440	(16,815,676)	-	87,642,764
Special Item - Lease conversion	13,277,025	-	-	13,277,025
Increase (decrease) in Net Position After				
Special Item	117,735,465	(16,815,676)	-	100,919,789
Net Position - Beginning of Year	398,618,292	124,378,502	-	522,996,794
Net Position - End of Period	516,353,757	107,562,826	-	623,916,583
	6			

VIRGINIA PORT AUTHORITY & VIRGINIA INTERNATIONAL TERMINALS, LLC COMBINED STATEMENT OF REVENUES, EXPENSES, AND CHANGES IN NET POSITION Actual vs Budget and Prior Year

For the Eleven Months Ended May 31, 2017

_				Favorable (Unfavorable) Variance
	Actual	Revised Budget	Prior Year	Actual/RevBudget
Operating Revenues:				
Terminal operating revenues	438,327,454	427,584,978	401,583,996	10,742,476
Other revenues	9,258,571	9,263,227	8,692,354	(4,656)
Operating revenues - Grants	1,159,739	5,366,667	5,209,088	(4,206,928)
Total operating revenues	448,745,764	442,214,872	415,485,438	6,530,892
Operating Expenses:				
Terminal operations	188,596,130	189,777,683	176,320,894	1,181,553
Terminal maintenance	92,211,563	95,521,126	88,977,554	3,309,563
General and administrative	52,541,124	55,147,834	54,907,362	2,606,710
Facility rental	17,414,000	16,579,735	51,083,012	(834,265)
Depreciation and Amortization	65,890,885	62,323,820	43,520,626	(3,567,065)
Total operating expenses	416,653,702	419,350,198	414,809,448	2,696,496
Operating income (loss)	32,092,062	22,864,674	675,990	9,227,388
Non-operating revenues (expenses)				
Interest income	820,205	480,421	396,685	339,784
Interest expense	(78,013,162)	(76,588,124)	(17,239,755)	(1,425,038)
Bond issue costs	(2,749,482)	(3,114,107)	(231,012)	364,625
Revenues/(expenses)	6,250,000	-	-	6,250,000
Revenue/expenses (state agencies)	-	-	-	-
Revenues from federal government	10,256,084	13,596,000	4,797,587	(3,339,916)
Revenues/expenses (primary government)	83,690,338	-	227	83,690,338
Other income (expense)	-	-	-	-
Gain/(loss) on disposals	(25,574)	-	(700,099)	(25,574)
Income (loss) before capital	52 222 454			07 001 007
contributions and transfers	52,320,471	(42,761,136)	(12,300,377)	95,081,607
Capital contributions and transfers				
Commonwealth Port Fund allocation	35,914,052	38,248,471	35,779,417	(2,334,419)
Proceeds to federal government - channel dredging	(591,759)	-	(663,844)	(591,759)
Capital contributions (to) from component unit	-	-	-	-
Capital contributions (to) from other state agencies	-	-	152,861	-
Proceeds (to) from other state agencies	-	-	4,636,867	
Increase (decrease) in Net Position	87,642,764	(4,512,665)	27,604,924	92,155,429
Special Item - Lease conversion	13,277,025	-	-	-
Increase (decrease) in Net Position After Special Item	100,919,789	(4,512,665)	27,604,924	92,155,429
Net Position - Beginning of Year	522,996,794	522,996,794	484,682,084	
Net Position - End of Period	623,916,583	518,484,129	512,287,008	105,432,454
			_	

Favorable

VIRGINIA PORT AUTHORITY CASH FLOW SUMMARY EXCLUDING CONSTRUCTION AND DEBT SERVICE FUNDS For the Eleven Months Ended May 31, 2017

Special Funds (Terminal Revenues):

Revenues		\$ 125,880,318
Operating Expenditures:		
Commerce Advertising National & International Trade Services General Management & Direction GM&D - Facilities Rent Debt Service for Port Facilities Security Services Payments in Lieu of Taxes Port Facilities Planning Reversion to the General Fund	513,194 3,001,008 20,755,370 49,675,177 17,759,691 7,028,753 1,160,695 209,466	
Total Operating Expenditures		100,103,355
Capital Expenditures		912,188
Budgeted Revenues Over(Under)Expenditures		\$ 24,864,775
Commonwealth Port Fund:		
Revenues		\$ 44,757,890
Operating Expenditures:		
Operational & Reserve Maintenance Security Maintenance CPF - Facilities Rent Debt Service for Port Facilities Aid to Localities Reversion to the General Fund	8,774,819 655,817 4,998,000 17,263,644 645,251	
Total Operating Expenditures		 32,337,532
Capital Expenditures		3,382,047
Budgeted Revenues Over(Under)Expenditures		 9,038,311
Total All funds		\$ 33,903,087

VIRGINIA PORT AUTHORITY STATEMENT OF OPERATIONAL REVENUE AND EXPENDITURES (CASH BASIS) For the Eleven Months Ended May 31, 2017

	Special Fund		Commonwealth Port Fund		
	Special Fund Amount	Annual Budget	Commonwealth Port Fund Annual Amount Budget	Total Revenue	Total Budget
Revenues-					
Transfer from VIT 4.2% Transfer from TTF & Interest Other	\$ 102,113,195 \$ 	130,934,218 - 10,180,678	\$ - \$ - 38,422,769 41,725,606 6,335,122 -	\$ 102,113,195 \$ 38,422,769 30,102,245	130,934,218 41,725,606 10,180,678
Total Revenues	<u>\$ 125,880,318</u> <u>\$</u>	141,114,896	\$ 44,757,890 \$ 41,725,606	\$ 170,638,209 \$	182,840,502

	Annual Appropriation	Special Fund Expended	Unexpended Balance	Annual Appropriation	Commonwealth Port Fund Expended	Unexpended Balance	Annual Appropriation	Total Expended	Unexpended Balance
Commerce Advertising	\$ 914,253	\$ 513,194	\$ 401,059	\$ -	\$ -	\$-	\$ 914,253	\$ 513,194	\$ 401,059
National and International Trade	4,374,365	3,001,008	1,373,357	-	-	-	4,374,365	3,001,008	1,373,357
General Mgmt. & Direction (excl Rent)	35,676,805	20,755,370	14,921,435	-	-	-	35,676,805	20,755,370	14,921,435
Facility Rental	51,153,500	49,675,177	1,478,323	10,000,000	4,998,000	5,002,000	61,153,500	54,673,177	6,480,323
Security Services	9,740,715	7,028,753	2,711,962	1,300,000	655,817	644,183	11,040,715	7,684,570	3,356,145
Port Facilities Planning	1,280,247	209,466	1,070,781	-	-	-	1,280,247	209,466	1,070,781
Debt Service for Port Facilities-	45,715,510	17,759,691	27,955,819	28,872,176	17,263,644	11,608,532	74,587,686	35,023,335	39,564,351
Aid to Localities	-	-	-	1,000,000	645,251	354,749	1,000,000	645,251	354,749
Payment in Lieu of Taxes	1,422,625	1,160,695	261,930	1,000,000	-	1,000,000	2,422,625	1,160,695	1,261,930
Reversion to the General Fund	-	-	-	-	-	-	-	-	-
Total Expenditures	\$ 150,278,020	\$ 100,103,355	\$ 50,174,665	\$ 42,172,176	\$ 23,562,714	\$ 18,609,462	\$ 192,450,196	\$ 123,666,068	\$ 68,784,128

VIRGINIA PORT AUTHORITY CAPITAL IMPROVEMENT PROGRAM YEAR TO DATE EXPENDITURES (CASH BASIS) As of May 31, 2017

Projects	Project Code	Funding	Appropriation (Allotment)	Year To Date Expenditures	Unexpended Balance	Unexpended Obligated Balance	Unexpended Unobligated Balance
Operational Maintenance(excluding Rent)	62601	CPF	\$ 11,700,000	\$ 8,774,819	\$ 2,925,181 5	\$ 993,833 \$	-
Operational Maintenance (Equipment)	62601	FED	3,000,000	-	3,000,000	-	3,000,000
Maintenance Reserve	13804	CPF	4,584,450	561,941	4,022,508	661,539	3,360,969
Cargo Handling Facilites	16048	CPF	707,529	555,426	152,103	152,103	-
Cargo Handling Facilites	16048	SF	901,899	176,779	725,120	503,206	221,914
Improvements: Expand Empty Yard	16643	SF	-	-	-	-	-
Improvements: Expand Empty Yard	16643	FED	233	-	233	-	233
Improvements: Expand Empty Yard	16643	CPF	2,282,262	974,411	1,307,850	1,062,294	245,556
Improvements: Expand NIT and Other	16644	CPF	1,290,672	1,290,268	404	404	-
Improvements: Expand NIT and Other	16644	2008/2009 Bond	512,696	-	512,696	272,714	239,982
Craney Island Marine Terminal Expansion	17513	CPF	10,012,419	-	10,012,419	7,000,000	3,012,419
Craney Island Marine Terminal Expansion	17513	2011/2015 Bond	69,769,397	-	69,769,396	23,866,113	45,903,283
Craney Island Marine Terminal Expansion	17513	FED	15,000,000	-	15,000,000	-	15,000,000
Expand Port Terminal	17956	Bond	105,500,000	-	105,500,000	-	105,500,000
Procure VIG Equipment	18125	MELP/SF	-	-	-	-	-
Enhance Norfolk International Terminals	18245	VPBA Bonds	350,000,000	-	350,000,000	168,419,481	181,580,519
VIG Expansion	18302	SF	321,000,000	735,409	320,264,591	212,460,214	107,804,377
Total		-	\$ 896,261,557	\$ 13,069,055	\$ 883,192,502	\$ 415,391,901	\$ 465,869,252