

# **CITY OF CLEVELAND, OHIO**



## **DEPARTMENT OF PORT CONTROL DIVISIONS OF CLEVELAND HOPKINS INTERNATIONAL AND BURKE LAKEFRONT AIRPORTS**

**REPORT ON AUDIT OF FINANCIAL STATEMENTS  
For the year ended December 31, 2017**



# CITY OF CLEVELAND, OHIO

## DEPARTMENT OF PORT CONTROL DIVISIONS OF CLEVELAND HOPKINS INTERNATIONAL AND BURKE LAKEFRONT AIRPORTS

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## **INDEPENDENT AUDITORS' REPORT**

To the Honorable Frank G. Jackson, Mayor, Members of Council and the Audit Committee  
Divisions of Cleveland Hopkins International and Burke Lakefront Airports  
Department of Port Control  
City of Cleveland, Ohio:

### **Report on the Financial Statements**

We have audited the accompanying financial statements of the Divisions of Cleveland Hopkins International and Burke Lakefront Airports, Department of Port Control, City of Cleveland, Ohio (the "Divisions") as of and for the year ended December 31, 2017, and the related notes to the 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.

### ***Auditors' 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 auditors' 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 previously present fairly, in all material respects, the financial position of the Divisions of Cleveland Hopkins International and Burke Lakefront Airports, Department of Port Control, City of Cleveland, Ohio as of December 31, 2017, and the changes in financial position and cash flows thereof for the year then ended in accordance with accounting principles generally accepted in the United States of America.

## **Emphasis of Matter**

As described in Note A to the basic financial statements, the financial statements present only the Divisions and do not purport to, and do not present fairly the financial position of the City of Cleveland as of December 31, 2017, and the respective changes in its financial position and cash flows for the year then ended in accordance with accounting principles generally accepted in the United States of America. Our opinion is not modified with respect to this matter.

## **Other Matters**

### *Required Supplementary Information*

Accounting principles generally accepted in the United States of America require that the management's discussion and analysis and schedules of net pension liability and pension contributions, as listed in the table of contents, 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 taken as a whole. The schedule of airport revenues and operating expenses as defined in the airline use agreement for the year ended December 31, 2017 is presented for purpose of additional analysis and is not a required part of the Divisions' basic financial statements. The schedule of airport revenues and operating expenses is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. Such information has been subjected to the auditing procedures applied in the audit of the Divisions' basic financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the basic financial statements or to the basic financial statements themselves, and other additional procedures in accordance with 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 Divisions' basic financial statements taken as a whole.

*Clark, Schaefer, Hackett & Co.*

Cincinnati, Ohio  
June 28, 2018

**CITY OF CLEVELAND  
DEPARTMENT OF PORT CONTROL  
DIVISIONS OF CLEVELAND HOPKINS INTERNATIONAL  
AND BURKE LAKEFRONT AIRPORTS**

**MANAGEMENT'S DISCUSSION AND ANALYSIS**

**GENERAL**

As management of the City of Cleveland's (the City) Department of Port Control, Divisions of Cleveland Hopkins International (CLE) and Burke Lakefront (BKL) Airports (the Divisions), we offer readers of the Divisions' financial statements this narrative overview and analysis of the financial activities of the Divisions for the year ended December 31, 2017. Please read this information in conjunction with the Divisions' basic financial statements and notes that begin on page 16.

The Divisions are charged with the administration and control of, among other facilities, the municipally owned airports of the City. The Divisions operate a major public airport and a reliever airport serving not only the City, but also suburban municipalities in Cuyahoga, Medina, Summit and Geauga counties. In 2017, the Divisions were served by 27 scheduled airlines and five cargo airlines. There were 53,000 scheduled landings with landed weight amounting to 5,455,096,000 pounds. There were approximately 4,563,000 passengers enplaned at Cleveland Hopkins International Airport and 89,000 passengers enplaned at Burke Lakefront Airport during 2017.

**COMPARISON OF CURRENT YEAR AND PREVIOUS YEAR DATA**

**FINANCIAL HIGHLIGHTS**

- The assets and deferred outflows of resources of the Divisions exceeded its liabilities and deferred inflows of resources (net position) by \$362,723,000 and \$333,178,000 at December 31, 2017 and 2016, respectively. Of these amounts, \$102,939,000 and \$106,829,000 (unrestricted net position) at December 31, 2017 and 2016, respectively, may be used to meet the Divisions' ongoing obligations to customers and creditors.
- The Divisions' total net position increased by \$29,545,000 in 2017. The main factor that attributed to this was an increase in grant revenue of \$25,710,000.
- Additions to construction in progress totaled \$46,882,000 in 2017.
- The major capital expenses during 2017 were the Snow Removal Equipment (SRE) and Vehicle Maintenance Building Additions Project, Snow Removal Equipment Acquisition, CLE Inline Baggage System Project, Main Substation (MS) One and Two and North Airfield Improvements Project, Phase I.
- The Divisions' total bonded debt decreased by \$39,765,000 in 2017. The key factor for the decrease in 2017 was the scheduled principal payments on the Divisions' outstanding bonds.

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**MANAGEMENT'S DISCUSSION AND ANALYSIS (Continued)**

**OVERVIEW OF THE FINANCIAL STATEMENTS**

This discussion and analysis is intended to serve as an introduction to the Divisions' basic financial statements. The accompanying financial statements present financial information for the City of Cleveland's Divisions of Cleveland Hopkins International and Burke Lakefront Airports Fund, in which the City accounts for the operations of the Department of Port Control. 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 City, like other state and local governments, uses fund accounting to ensure and demonstrate compliance with finance-related legal requirements.

The Divisions are considered an Enterprise Fund because the operations of the Divisions are similar to a private sector business enterprise. Accordingly, in accounting for the activities of the Divisions, the economic resources measurement focus and the accrual basis of accounting is used. This is similar to businesses in the private sector.

The basic financial statements of the Divisions can be found on pages 16-21 of this report.

The notes to the financial statements provide additional information that is essential to gain a full understanding of the data provided in the basic financial statements. The notes to the basic financial statements can be found on pages 23-47 of this report. The required supplementary information can be found on pages 49-50 of this report. The Schedule of Airport Revenues and Operating Expenses as Defined in the Airline Use Agreement can be found on page 51 of this report. The Report on Compliance for the Passenger Facility Program; Report on Internal Control Over Compliance and the Report on Schedule of Expenditures of Passenger Facility Charges in Accordance with 14 CFR Part 158 can be found on pages 53-54 of this report. The remaining passenger facility charges schedules can be found on pages 55-57 of this report.



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**MANAGEMENT'S DISCUSSION AND ANALYSIS (Continued)**

**CONDENSED STATEMENT OF NET POSITION INFORMATION**

Provided below is condensed statement of net position information for the Divisions as of December 31, 2017 and 2016:

	<b>2017</b>	<b>2016</b>
	<b>(Amounts in Thousands)</b>	
Assets and deferred outflows of resources:		
Assets:		
Current assets	\$ 126,425	\$ 110,581
Restricted assets	195,027	207,522
Capital assets, net	818,019	819,175
Total assets	1,139,471	1,137,278
Deferred outflows of resources	28,563	27,605
Liabilities, deferred inflows of resources and net position:		
Liabilities:		
Current liabilities	86,573	76,969
Long-term obligations	717,738	754,095
Total liabilities	804,311	831,064
Deferred inflows of resources	1,000	641
Net position:		
Net investment in capital assets	121,011	87,982
Restricted for debt service	125,289	126,222
Restricted for capital projects	21	
Restricted for passenger facility charges	13,463	12,145
Unrestricted	102,939	106,829
Total net position	\$ 362,723	\$ 333,178

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**MANAGEMENT'S DISCUSSION AND ANALYSIS (Continued)**

**CONDENSED STATEMENT OF NET POSITION INFORMATION (Continued)**

*Assets:* Total assets and deferred outflows of resources increased \$3,151,000 or 0.3% in 2017. The change is primarily due to an increase in receivables of \$3,980,000. The change in receivables was due to an increase in unbilled revenue as well as new sources of revenue being due at year end.

*Capital assets:* The Divisions' investment in capital assets as of December 31, 2017 amounted to \$818,019,000 (net of accumulated depreciation), which is a decrease of 0.1%. These investments in capital assets include: land; land improvements; buildings, structures and improvements; furniture, fixtures and equipment; infrastructure; vehicles; and construction in progress.

A summary of the activity in the Divisions' capital assets during the year ended December 31, 2017 is as follows:

	<b>Balance</b>			<b>Balance</b>
	<b>January 1,</b>	<b>Additions</b>	<b>Reductions</b>	<b>December 31,</b>
	<b>2017</b>			<b>2017</b>
	<b>(Amounts in Thousands)</b>			
Land	\$ 167,457	\$	\$	\$ 167,457
Land improvements	84,172	10,759		94,931
Buildings, structures and improvements	343,263	4,795		348,058
Furniture, fixtures and equipment	35,502	7,286	(591)	42,197
Infrastructure	1,015,833	315		1,016,148
Vehicles	15,782	741	(39)	16,484
Total	1,662,009	23,896	(630)	1,685,275
Less: Accumulated depreciation	(926,210)	(53,576)	630	(979,156)
Total	735,799	(29,680)	-	706,119
Construction in progress	83,376	46,882	(18,358)	111,900
Capital assets, net	\$ 819,175	\$ 17,202	\$ (18,358)	\$ 818,019

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**MANAGEMENT'S DISCUSSION AND ANALYSIS (Continued)**

**CONDENSED STATEMENT OF NET POSITION INFORMATION (Continued)**

Major events during 2017 affecting the Divisions' capital assets included the following:

- **Snow Removal Equipment and Vehicle Maintenance Building Additions Project:** This project provided a storage and maintenance facility on the west side of CLE for the Airport's airfield snow removal equipment. The project's intent is to provide a storage building for all of the current and projected Federal Aviation Administration (FAA) grant-funded SRE's, including the relocation of the vehicle maintenance function to this same building. The contractor completed the snow removal equipment portion of the project in December 2017, while the vehicle maintenance building portion was completed in March 2018.
- **Snow Removal Equipment Acquisition:** In 2017, 17 pieces of new snow removal equipment were purchased to replace aged equipment that had reached the end of its life-cycle. Equipment purchases will continue over the next several years.
- **CLE Inline Baggage System Project:** The current system consolidates the processing of checked bags for all carriers at CLE. Construction commenced in June of 2016 on the south end of the terminal. Affected carriers on the south end included United, Southwest, JetBlue and Air Canada. The operation on the south end commenced on October 19, 2017. The next phase of construction focused on the north end, where affected carriers included Delta, America, Frontier, Spirit, Allegiant and charters. Construction of the system conveyors was completed in November of 2017. The full conveyor system was completed as of February 2018, with final project acceptance expected later in 2018. The Transportation Security Administration (TSA) has funded 90% of the project costs.
- **MS One and Two Electrical Distribution Enhancement, Phase II:** During February 2010, the Electrical Feeders for Substation MS One faulted and power was lost to the terminal at CLE. Phase I of this project installed emergency generators at strategic locations at the airport for life safety systems. Phase II, completed in December 2017, called for a redundant feeder system between MS One and MS Two that will allow power to be supplied to the terminal uninterrupted from either substation. Agreements are also being worked out with the local energy supplier (First Energy) to possess reserve power in the event of another outage.
- **North Airfield Improvements Project, Phase I:** This project will look to eliminate CLE airfield safety-related two hot spot locations as determined by the FAA's Runway Safety Action Team. This project will provide geometric upgrades to current FAA standards and eliminate direct aircraft access into the runway environment in an effort to greatly enhance safety. The design for this effort was completed in 2017, with construction commencing in 2018.

Additional information on the Divisions' capital assets, including commitments made for future capital expenses can be found in Note A – Summary of Significant Accounting Policies and Note E – Capital Assets to the basic financial statements.

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**MANAGEMENT'S DISCUSSION AND ANALYSIS (Continued)**

**CONDENSED STATEMENT OF NET POSITION INFORMATION (Continued)**

**Liabilities:** In 2017, total liabilities decreased \$26,753,000 or 3.2%. The decrease in long-term obligations was \$36,357,000 or 4.8% attributable to a decrease in revenue bonds offset by an increase in pension. Current liabilities increased \$9,604,000 or 12.5% as a result of an increase in the landing fee adjustment payable to airlines.

**Pension Liability:** During 2015, the Divisions adopted Governmental Accounting Standards Board (GASB) Statement No. 68, *Accounting and Financial Reporting for Pensions - an Amendment of GASB Statement No. 27* and GASB Statement No. 71, *Pension Transition for Contributions Made Subsequent to the Measurement Date - an Amendment of GASB Statement No. 68*, which significantly revised accounting for pension costs and liabilities. For reasons discussed below, many end users of these financial statements will gain a clearer understanding of the Divisions' actual financial condition by adding deferred inflows of resources related to pension and the net pension liability to the reported net position and subtracting deferred outflows of resources related to pension.

GASB standards are national and apply to all government financial reports prepared in accordance with generally accepted accounting principles. When accounting for pension costs, GASB Statement No. 27, *Accounting for Pensions by State and Local Government Employers*, focused on a funding approach. This approach limited pension costs to contributions annually required by law, which may or may not be sufficient to fully fund each plan's net pension liability. GASB Statement No. 68 takes an earnings approach to pension accounting; however, the nature of Ohio's statewide pension systems and state law governing those systems requires additional explanation in order to properly understand the information presented in these statements.

Under the new standards required by GASB Statement No. 68, the net pension liability equals the Divisions' proportionate share of each plan's collective:

1. Present value of estimated future pension benefits attributable to active and inactive employees' past service
2. Minus plan assets available to pay these benefits

GASB notes that pension obligations, whether funded or unfunded, are part of the "employment exchange" – that is, the employee is trading his or her labor in exchange for wages, benefits and the promise of a future pension. GASB noted that the unfunded portion of this pension promise is a present obligation of the government, part of a bargained-for benefit to the employee and should accordingly be reported by the government as a liability since they received the benefit of the exchange. However, the Divisions are not responsible for certain key factors affecting the balance of this liability. In Ohio, the employee shares the obligation of funding pension benefits with the employer. Both employer and employee contribution rates are capped by State Statute. A change in these caps requires action of both Houses of the General Assembly and approval of the Governor. Benefit provisions are also determined by State Statute. The employee enters the employment exchange with the knowledge that the employer's promise is limited not by contract but by law. The employer enters the exchange also knowing that there is a specific, legal limit to its contribution to the pension system. In Ohio, there is no legal means to enforce the unfunded liability of the pension system against the public employer. State law operates to mitigate/lessen the moral obligation of the public employer to the employee, because all parties enter the employment exchange with notice as to the law. The pension system is responsible for the administration of the plan.

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**MANAGEMENT'S DISCUSSION AND ANALYSIS (Continued)**

**CONDENSED STATEMENT OF NET POSITION INFORMATION (Continued)**

Most long-term liabilities have set repayment schedules or, in the case of compensated absences (i.e. sick and vacation leave) are satisfied through paid time-off or termination payments. There is no repayment schedule for the net pension liability. As explained prior, changes in pension benefits, contribution rates and return on investments affect the balance of the net pension liability, but are outside the control of the local government. In the event that contributions, investment returns and other changes are insufficient to keep up with required pension payments, State Statute does not assign/identify the responsible party for the unfunded portion. Due to the unique nature of how the net pension liability is satisfied, this liability is separately identified within the long-term liability section of the statement of net position.

In accordance with GASB Statement No. 68, the Divisions' statements prepared on an accrual basis of accounting include an annual pension expense for their proportionate share of each plan's change in net pension liability not accounted for as deferred inflows/outflows of resources.

As a result of implementing GASB Statement No. 68, the Divisions are reporting a net pension liability and deferred inflows/outflows of resources related to pension on the accrual basis of accounting.

**Long-term debt:** At December 31, 2017 and 2016, the Divisions had \$684,610,000 and \$724,375,000, respectively, in total bonded debt outstanding. The Airport System Revenue Bonds are secured by the pledge of all airport revenues, as defined in the revenue bond indenture.

The activity in the Divisions' debt obligations outstanding during the year ended December 31, 2017 is summarized below:

	<b>Balance January 1, 2017</b>	<b>Debt Issued</b>	<b>Debt Retired</b>	<b>Balance December 31, 2017</b>
<b>(Amounts in Thousands)</b>				
Airport System Revenue Bonds:				
Series 2000	\$ 6,000	\$	\$ (6,000)	\$ -
Series 2006	49,675		(8,465)	41,210
Series 2007	7,295		(660)	6,635
Series 2008	5,975			5,975
Series 2009	137,505		(11,895)	125,610
Series 2011	49,930		(7,605)	42,325
Series 2012	235,150			235,150
Series 2013	58,000		(1,795)	56,205
Series 2014	30,490		(3,345)	27,145
Series 2016	144,355			144,355
	<u>\$ 724,375</u>	<u>\$ -</u>	<u>\$ (39,765)</u>	<u>\$ 684,610</u>
<b>Total</b>	<b><u>\$ 724,375</u></b>	<b><u>\$ -</u></b>	<b><u>\$ (39,765)</u></b>	<b><u>\$ 684,610</u></b>

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**MANAGEMENT’S DISCUSSION AND ANALYSIS (Continued)**

**CONDENSED STATEMENT OF NET POSITION INFORMATION (Continued)**

The bond ratings from Moody’s Investors Service, Standard & Poor’s Rating Service and Fitch Ratings are as follows:

Moody’s Investors Service	Standard & Poor’s Rating Service	Fitch Ratings
Baa1	A-	BBB+

The ratio of net revenue available for debt service to debt service requirements (revenue bond coverage) is a useful indicator of the Divisions’ debt position to management, customers and creditors. The Divisions’ revenue bond coverage for 2017 was 143%.

Additional information on the Divisions’ long-term debt can be found in Note B – Long-Term Debt and Other Obligations to the basic financial statements.

**Net Position:** Net position serves as a useful indicator of an entity’s financial position. In the case of the Divisions, assets and deferred outflows of resources exceeded liabilities and deferred inflows of resources by \$362,723,000 and \$333,178,000 at December 31, 2017 and 2016, respectively. Of the Divisions’ net position at December 31, 2017 and 2016, \$121,011,000 and \$87,982,000, respectively, reflects its investment in capital assets (e.g., construction in progress; land; land improvements; buildings, structures and improvements; furniture, fixtures and equipment; vehicles; and infrastructure) net of accumulated depreciation, less any related, still-outstanding debt used to acquire those assets. The Divisions use these capital assets to provide services to their customers. Consequently, these assets are not available for future spending.

Although the Divisions’ investment in capital assets is reported net of related debt, it should be noted that the resources needed to repay this debt must be provided from other resources since the capital assets themselves cannot be used to liquidate these liabilities.

An additional portion of the Divisions’ net position represents resources that are subject to external restrictions. At December 31, 2017 and 2016, the restricted net position amounted to \$138,773,000 and \$138,367,000, respectively. The restricted net position include amounts set aside in various fund accounts for capital projects and for payment of revenue bonds, which are limited by the bond indentures and passenger facility charges imposed and collected at CLE based on an approved FAA application. Passenger facility charges are restricted for designated capital projects and approved debt service. The remaining balance of unrestricted net position, \$102,939,000 and \$106,829,000 for December 31, 2017 and 2016, respectively, may be used to meet the Divisions’ ongoing obligations to customers and creditors.

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**MANAGEMENT'S DISCUSSION AND ANALYSIS (Continued)**

**CONDENSED STATEMENT OF REVENUES, EXPENSES AND CHANGES IN NET POSITION  
INFORMATION**

The Divisions' net position increased by \$29,545,000 in 2017. Provided below are key elements of the Divisions' results of operations as of and for the years ended December 31, 2017 and 2016:

	<u>2017</u>	<u>2016</u>
	<b>(Amounts in Thousands)</b>	
Operating revenues:		
Landing fees	\$ 29,924	\$ 42,577
Terminal and concourse rentals	64,285	56,922
Concessions	47,014	38,934
Utility sales and other	<u>3,983</u>	<u>4,000</u>
Total operating revenues	145,206	142,433
Operating expenses	<u>138,975</u>	<u>134,428</u>
Operating income (loss)	6,231	8,005
Non-operating revenue (expense):		
Passenger facility charges revenue	18,511	16,608
Non-operating expense	(5,736)	(9,872)
Sound insulation program		(8)
Gain (loss) on disposal of capital asset		11
Investment income (loss)	1,579	669
Interest expense	(28,013)	(28,032)
Amortization of bond discounts/premiums and loss on debt refundings	<u>2,501</u>	<u>6,432</u>
Total non-operating revenue (expense), net	(11,158)	(14,192)
Capital and other contributions	<u>34,472</u>	<u>8,762</u>
Change in net position	<u>\$ 29,545</u>	<u>\$ 2,575</u>

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**MANAGEMENT'S DISCUSSION AND ANALYSIS (Continued)**

**CONDENSED STATEMENT OF REVENUES, EXPENSES AND CHANGES IN NET POSITION  
INFORMATION (Continued)**

**Operating revenues:** Operating revenues for 2017 were \$145,206,000. Of this amount, \$27,818,000 or 19.2% represented landing fees received from signatory airlines. Signatory terminal rentals accounted for \$49,407,000 or 34.0% of total operating revenues. Parking revenues increased 16.2% over the prior year due to an increase in parking rates, an increased demand for services such as valet airport parking, economy parking usage and employee parking fees. Parking revenues amounted to \$33,691,000 or 23.2% of total operating revenues for 2017. The fourth largest airport revenue source, rental cars, accounted for 7.4% of total operating revenues.

**Operating expenses:** Total operating expenses for 2017 increased \$4,547,000 or 3.4%. The increase is primarily due to higher pension retirement benefits and materials and supplies offset by decreased utilities, insurance, contracts and professional fees.

**Non-operating revenue and expense:** Non-operating revenue and expense changed \$3,034,000 or 21.4%. The main factor that attributed to this change was the increase in passenger facility charges and investment income of \$2,813,000, offset by a change in non-operating expense.

**Capital and other contributions:** In 2017 and 2016, the Divisions' received \$34,472,000 and \$8,762,000 respectively, in Federal Airport Improvement, Transportation Security Administration Law Enforcement Officer and Canine Grants. In both 2017 and 2016, Airport Improvement Program Grant revenue primarily consisted of proceeds from the 2000, amended in 2017, Letter of Intent.

**FACTORS EXPECTED TO IMPACT THE DIVISIONS' FINANCIAL POSITION OR RESULTS OF OPERATIONS**

Federal Sequestration has had a direct impact on the Cleveland Airport System federally-funded projects such as the CLE Airport Surface Surveillance Capability Project. In addition, the Divisions' were initially advised by the FAA Airport District Office that there is no funding for an Environmental Assessment of the airfield due to Sequestration. The Divisions are in the process of obtaining a Categorical Exclusion (CATEX) from the FAA for the North Airfield Improvements Project. The Snow Removal Equipment Storage Project's CATEX was originally approved in August 2017. The project was substantially completed in March 2018.

The Runway 6R-24L Rehabilitation Project is also projected for a CATEX. Federal funding is not expected until 2020 at the earliest. Long-term, not being able to implement the aforementioned projects due to Sequestration or other scope/funding shortfalls may compromise airfield system preservation (i.e., ability to improve existing infrastructure), airfield capacity, safety and funding for future Airport Improvement Program eligible projects. The FAA has approved the initiation of a project to correct inboard Runway 6R-24L hot spot deficiencies on the airfield. Initial federal funding for the North Airfield Improvements project was received in July 2016. Due to federal funding limitations per fiscal cycle, this project will take at least three construction phasing seasons to complete.



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**MANAGEMENT'S DISCUSSION AND ANALYSIS (Continued)**

**FACTORS EXPECTED TO IMPACT THE DIVISIONS' FINANCIAL POSITION OR RESULTS OF OPERATIONS (Continued)**

The Runway Safety Action Team has identified several hot spots at CLE due to the existing airfield geometry and are in alignment with the Airport's Master Plan to eliminate them. With the collaboration between the FAA and the Divisions, eliminating the hot spots will improve airfield safety and operations.

A final CATEX approval was received on this project in July 2017, with construction anticipated over a three-year window in 2018, 2019 and 2020. The Snow Removal Equipment facility will also benefit Airport operations by consolidating the snow equipment and vehicle maintenance functions into one facility. This consolidation will reduce the amount of time required to address snow conditions on the airfield by providing a covered site for snow equipment, high-speed fueling operations and maintenance facilities all in close proximity to one another.

CLE has continued a strong recovery from United Airline's 2014 hub closure. In 2017, total passenger traffic exceeded 9.1 million which surpassed our 2013 traffic which was the last full year of the United hub operation. Local originating and terminating travelers increased by 700,000 in 2017 over 2016 as we continued to add service to markets where Northeast Ohio travelers most desire to go. In 2017, CLE attracted new market flying from Allegiant, Frontier, Southwest and Spirit. In 2018, Frontier has already announced new service to Austin, while Allegiant, Delta, Southwest and Spirit are reportedly considering further expansions in Cleveland. In May of 2018, CLE added their first transatlantic nonstop service since 2009 with Iceland's WOW Air and Icelandair launching service. These new flights will provide an enormous stimulation for European travel and will dramatically reduce the average fare to Europe for consumers.

The new Master Lease and Use Agreement between the Cleveland Airport System and the signatory airlines effective January 1, 2017 was executed by eight passenger airlines and two cargo carriers. The signatory airlines include United Airlines, American Airlines, Delta Airlines, Southwest Airlines, JetBlue Airlines, Frontier Airlines, Spirit Airlines and Allegiant Airlines. Federal Express and United Postal Service are the all-cargo signatories. The agreement commits the airlines to CLE through December 31, 2021 and includes two, two-year options. In 2017 the Airport also collected an additional \$2,362,000 in revenue from the collection of per trip fees through an agreement with the rideshare companies Uber and Lyft. The Airport negotiated an agreement with Fraport Cleveland (Airmall Cleveland) the concessions developer for all of the Airport retail operations that allows for the extension of the concessions agreement to 2024 and includes an increase in the percentage rent payable to the Airport from 70% of concession revenues to 75% of concession revenues. Additionally, we are expanding our concessions footprint to add new areas not previously used for revenue generation. We also recently signed a new airport tenant with a lease value just under \$900,000 per year and continue to aggressively market leasing and development opportunities.

**ADDITIONAL INFORMATION**

This financial report is designed to provide a general overview of the Divisions' finances. Questions concerning any of the information provided in this report or requests for additional information should be addressed to the Office of the Finance Director, City Hall, Room 104, 601 Lakeside Avenue, Cleveland, Ohio 44114.

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## **BASIC FINANCIAL STATEMENTS**

**CITY OF CLEVELAND, OHIO  
DEPARTMENT OF PORT CONTROL  
DIVISIONS OF CLEVELAND HOPKINS INTERNATIONAL  
AND BURKE LAKEFRONT AIRPORTS**

**STATEMENT OF NET POSITION  
DECEMBER 31, 2017  
(Amounts in Thousands)**

**ASSETS AND DEFERRED OUTFLOWS OF RESOURCES**

**ASSETS**

**CURRENT ASSETS**

Cash and cash equivalents	\$	91,622
Restricted cash and cash equivalents		4,603
Receivables:		
Accounts-net of allowance for doubtful accounts of \$874,000		10,122
Unbilled revenue		5,871
Total receivables		15,993
Prepaid expenses		467
Due from other funds		18
Due from other governments		10,821
Materials and supplies-at cost		2,901
<b>TOTAL CURRENT ASSETS</b>		<b>126,425</b>

**RESTRICTED ASSETS**

Cash and cash equivalents		192,663
Accrued interest receivable		125
Accrued passenger facility charges		2,239
<b>TOTAL RESTRICTED ASSETS</b>		<b>195,027</b>

**CAPITAL ASSETS**

Land		167,457
Land improvements		94,931
Buildings, structures and improvements		348,058
Furniture, fixtures and equipment		42,197
Infrastructure		1,016,148
Vehicles		16,484
		1,685,275
Less: Accumulated depreciation		(979,156)
		706,119
Construction in progress		111,900
<b>CAPITAL ASSETS, NET</b>		<b>818,019</b>
<b>TOTAL ASSETS</b>		<b>1,139,471</b>

**DEFERRED OUTFLOWS OF RESOURCES**

Loss on refunding		14,707
Pension		13,856
<b>TOTAL DEFERRED OUTFLOWS OF RESOURCES</b>		<b>28,563</b>

**CITY OF CLEVELAND, OHIO  
DEPARTMENT OF PORT CONTROL  
DIVISIONS OF CLEVELAND HOPKINS INTERNATIONAL  
AND BURKE LAKEFRONT AIRPORTS**

**STATEMENT OF NET POSITION  
DECEMBER 31, 2017  
(Amounts in Thousands)**

**LIABILITIES, DEFERRED INFLOWS OF RESOURCES AND NET POSITION**

**LIABILITIES**

**CURRENT LIABILITIES**

Current portion of long-term debt, due within one year	\$ 38,535	
Accounts payable	7,965	
Landing fee settlement payable to airlines	10,164	
Due to other funds	767	
Current portion of accrued wages and benefits	4,712	
Accrued interest payable	14,253	
Accrued property taxes	5,574	
Construction fund payable from restricted assets	4,603	
<b>TOTAL CURRENT LIABILITIES</b>	<b>86,573</b>	

**LONG-TERM OBLIGATIONS** - excluding amounts due within one year

Revenue bonds	682,936	
Pension	34,594	
Accrued wages and benefits	208	
<b>TOTAL LONG-TERM OBLIGATIONS</b>	<b>717,738</b>	

**TOTAL LIABILITIES** 804,311

**DEFERRED INFLOWS OF RESOURCES**

Pension	1,000	
<b>TOTAL DEFERRED INFLOWS OF RESOURCES</b>	<b>1,000</b>	

**NET POSITION**

Net investment in capital assets	121,011	
Restricted for capital projects	21	
Restricted for debt service	125,289	
Restricted for passenger facility charges	13,463	
Unrestricted	102,939	
<b>TOTAL NET POSITION</b>	<b>\$ 362,723</b>	

See notes to financial statements.

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**CITY OF CLEVELAND, OHIO  
DEPARTMENT OF PORT CONTROL  
DIVISIONS OF CLEVELAND HOPKINS INTERNATIONAL  
AND BURKE LAKEFRONT AIRPORTS**

**STATEMENT OF REVENUES, EXPENSES AND CHANGES IN NET POSITION  
For the Year Ended December 31, 2017  
(Amounts in Thousands)**

**OPERATING REVENUES**

Landing fees:	
Scheduled airlines	\$ 27,818
Other	2,106
	29,924
Terminal and concourse rentals:	
Scheduled airlines	49,407
Other	14,878
	64,285
Concessions	47,014
Utility sales and other	3,983
<b>TOTAL OPERATING REVENUES</b>	145,206

**OPERATING EXPENSES**

Operations	80,804
Maintenance	4,595
Depreciation	53,576
<b>TOTAL OPERATING EXPENSES</b>	138,975

**OPERATING INCOME (LOSS)** 6,231

**NON-OPERATING REVENUE (EXPENSE)**

Passenger facility charges revenue	18,511
Non-operating revenue (expense)	(5,736)
Investment income (loss)	1,579
Interest expense	(28,013)
Amortization of bond discounts/premiums and loss on debt refundings	2,501
<b>TOTAL NON-OPERATING REVENUE (EXPENSE) - NET</b>	(11,158)

**INCOME (LOSS) BEFORE CAPITAL AND OTHER  
CONTRIBUTIONS** (4,927)

Capital and other contributions	34,472
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<b>INCREASE (DECREASE) IN NET POSITION</b>	29,545
<b>NET POSITION, BEGINNING OF YEAR</b>	333,178
<b>NET POSITION, END OF YEAR</b>	\$ 362,723

See notes to financial statements.

**CITY OF CLEVELAND, OHIO  
DEPARTMENT OF PORT CONTROL  
DIVISIONS OF CLEVELAND HOPKINS INTERNATIONAL  
AND BURKE LAKEFRONT AIRPORTS**

**STATEMENT OF CASH FLOWS  
For the Year Ended December 31, 2017  
(Amounts in Thousands)**

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**CASH FLOWS FROM OPERATING ACTIVITIES**

Cash received from customers	\$ 152,196
Cash payments to suppliers for goods and services	(48,470)
Cash payments to employees for services	(30,978)
<b>NET CASH PROVIDED BY (USED FOR) OPERATING ACTIVITIES</b>	<u>72,748</u>

**CASH FLOWS FROM CAPITAL AND RELATED FINANCING ACTIVITIES**

Acquisition and construction of capital assets	(58,476)
Cash receipts (payments) for passenger facility charges	18,193
Principal paid on long-term debt	(39,765)
Interest paid on long-term debt	(30,168)
Capital grant proceeds	32,189
<b>NET CASH PROVIDED BY (USED FOR) CAPITAL AND RELATED FINANCING ACTIVITIES</b>	<u>(78,027)</u>

**CASH FLOWS FROM INVESTING ACTIVITIES**

Proceeds from sale and maturity of investment securities	11,997
Interest received on investments	1,613
<b>NET CASH PROVIDED BY (USED FOR) INVESTING ACTIVITIES</b>	<u>13,610</u>

**NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS** 8,331

<b>Cash and cash equivalents, beginning of year</b>	<u>280,557</u>
<b>Cash and cash equivalents, end of year</b>	<u>\$ 288,888</u>



**CITY OF CLEVELAND, OHIO  
DEPARTMENT OF PORT CONTROL  
DIVISIONS OF CLEVELAND HOPKINS INTERNATIONAL  
AND BURKE LAKEFRONT AIRPORTS**

**STATEMENT OF CASH FLOWS  
For the Year Ended December 31, 2017  
(Amounts in Thousands)**

**RECONCILIATION OF OPERATING INCOME (LOSS) TO  
NET CASH PROVIDED BY (USED FOR) OPERATING ACTIVITIES**

<b>OPERATING INCOME (LOSS)</b>	<b>\$ 6,231</b>
Adjustments to reconcile operating income to net cash provided by (used for) operating activities:	
Depreciation	53,576
Changes in assets:	
Accounts receivables	(3,690)
Unbilled revenue	(2,730)
Landing Fees - Due From Airlines	2,440
Prepaid expenses	25
Due from other City of Cleveland departments, divisions or funds	(18)
Materials and supplies, at cost	(370)
Changes in deferred outflows of resources:	
Pension	(3,374)
Changes in liabilities:	
Accounts payable	2,545
Due to other City of Cleveland departments, divisions or funds	(1,047)
Accrued wages and benefits	1,024
Landing fee adjustment	10,164
Accrued property taxes	92
Pension	7,521
Changes in deferred inflows of resources:	
Pension	359
<b>TOTAL ADJUSTMENTS</b>	<b>66,517</b>
<b>NET CASH PROVIDED BY (USED FOR) OPERATING ACTIVITIES</b>	<b>\$ 72,748</b>
Schedule of Noncash Capital and Related Financing Activities:	
Contributions and accounts payable related to capital assets	\$ 4,603

See notes to financial statements.

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**CITY OF CLEVELAND, OHIO  
DEPARTMENT OF PORT CONTROL  
DIVISIONS OF CLEVELAND HOPKINS INTERNATIONAL  
AND BURKE LAKEFRONT AIRPORTS**

**NOTES TO FINANCIAL STATEMENTS  
For the Year Ended December 31, 2017**

**NOTE A – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES**

The Divisions of Cleveland Hopkins International and Burke Lakefront Airports (the Divisions) are reported as an Enterprise Fund of the City of Cleveland, Department of Port Control and are part of the City of Cleveland's (the City) primary government. The Divisions were created for the purpose of operating the airports within the Cleveland Metropolitan Area. The following is a summary of the more significant accounting policies.

**Reporting Model and Basis of Accounting:** The accounting policies and financial reporting practices of the Divisions comply with accounting principles generally accepted in the United States of America applicable to governmental units.

In June of 2015, GASB Statement No. 73, *Accounting and Financial Reporting for Pensions and Related Assets That Are Not within the Scope of GASB Statement 68 and Amendments to Certain Provisions of GASB Statements No. 67 and No. 68*, was issued. This Statement is effective for fiscal periods beginning after June 15, 2015 - except those provisions that address employers and governmental nonemployer contributing entities for pensions that are not within the scope of GASB Statement No. 68, which are effective for fiscal years beginning after June 15, 2016. The objective of this Statement is to improve the usefulness of information about pensions included in the general purpose external financial reports of state and local governments for making decisions and assessing accountability. This Statement establishes requirements for defined benefit pensions that are not within the scope of GASB Statement No. 68, as well as for the assets accumulated for purposes of providing those pensions. In addition, it establishes requirements for defined contribution pensions that are not within the scope of GASB Statement No. 68. It also amends certain provisions of GASB Statement No. 67, *Financial Reporting for Pension Plans – an Amendment of GASB Statement No. 25* and GASB Statement No. 68 for pension plans and pensions that are within their respective scopes. As required, the Divisions have implemented GASB Statement No. 73 as of December 31, 2017.

In June of 2015, GASB Statement No. 74, *Financial Reporting for Postemployment Benefit Plans Other Than Pension Plans (OPEB)*, was issued. This Statement is effective for financial statements for fiscal years beginning after June 15, 2016. This Statement replaces GASB Statements No. 43, *Financial Reporting for Postemployment Benefit Plans Other Than Pension Plans*, as amended and GASB Statement No. 57, *OPEB Measurements by Agent Employers and Agent Multiple-Employer Plans*. It also includes requirements for defined contribution OPEB plans that replace the requirements for those OPEB plans in GASB Statement No. 25, *Financial Reporting for Defined Benefit Pension Plans and Note Disclosures for Defined Contribution Plans*, as amended, GASB Statement No. 43 and GASB Statement No. 50, *Pension Disclosures – an Amendment of GASB Statements No. 25 and No. 27*. The objective of this Statement is to improve the usefulness of information about postemployment benefits other than pensions included in the general purpose external financial reports of state and local governmental OPEB plans for making decisions and assessing accountability. This Statement results from a comprehensive review of the effectiveness of existing standards of accounting and financial reporting for all postemployment benefits (pensions and OPEB) with regard to providing decision-useful information, supporting assessments of accountability and interperiod equity and creating additional transparency. The Divisions have determined that GASB Statement No. 74 has no impact on its financial statements as of December 31, 2017.

**CITY OF CLEVELAND, OHIO  
DEPARTMENT OF PORT CONTROL  
DIVISIONS OF CLEVELAND HOPKINS INTERNATIONAL  
AND BURKE LAKEFRONT AIRPORTS**

**NOTES TO FINANCIAL STATEMENTS (Continued)  
For the Year Ended December 31, 2017**

**NOTE A – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)**

In January of 2016, GASB Statement No. 80, *Blending Requirements for Certain Component Units – an Amendment of GASB Statement No. 14*, was issued. The requirements of this Statement are effective for reporting periods beginning after June 15, 2016. This Statement amends the blending requirements established in paragraph 53 of GASB Statement No. 14, *The Financial Reporting Entity*, as amended. This Statement amends the blending requirements for the financial statement presentation of component units of all state and local governments. The additional criterion requires blending of a component unit incorporated as a not-for-profit corporation in which the primary government is the sole corporate member. The additional criterion does not apply to component units included in the financial reporting entity pursuant to the provisions of GASB Statement No. 39, *Determining Whether Certain Organizations Are Component Units – an Amendment of GASB Statement No. 14*. The Divisions have determined that GASB Statement No. 80 has no impact on its financial statements as of December 31, 2017.

In March of 2016, GASB Statement No. 81, *Irrevocable Split-Interest Agreements*, was issued. The requirements of this Statement are effective for financial statements for periods beginning after December 15, 2016 and should be applied retroactively. The objective of this Statement is to 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 requires that a government that receives resources pursuant to an irrevocable split-interest agreement recognize assets, liabilities and deferred inflows of resources at the inception of the agreement. Furthermore, this Statement requires that a government recognize assets representing its beneficial interests in irrevocable split-interest agreements that are administered by a third party, if the government controls the present service capacity of the beneficial interests. This Statement requires that a government recognize revenue when the resources become applicable to the reporting period. The Divisions have determined that GASB Statement No. 81 has no impact on its financial statements as of December 31, 2017.

In March of 2016, GASB Statement No. 82, *Pension Issues an Amendment of GASB Statements No. 67, No. 68 and No. 73*, was issued. The requirements of this Statement are effective for reporting periods beginning after June 15, 2016, except for the requirements of this Statement for the selection of assumptions in a circumstance in which an employer's pension liability is measured as of a date other than the employer's most recent fiscal year-end. In that circumstance, the requirements for the selection of assumptions are effective for that employer in the first reporting period in which the measurement date of the pension liability is on or after June 15, 2017. The objective of this Statement is to address certain issues that have been raised with respect to GASB Statements No. 67, No. 68 and No. 73. Specifically, this Statement addresses issues regarding (1) the presentation of payroll-related measures in required supplementary information, (2) the selection of assumptions and the treatment of deviations from the guidance in an Actuarial Standard of Practice for financial reporting purposes and (3) the classification of payments made by employers to satisfy employee (plan member) contribution requirements. As required, the Divisions have implemented GASB Statement No. 82 as of December 31, 2017.

**CITY OF CLEVELAND, OHIO  
DEPARTMENT OF PORT CONTROL  
DIVISIONS OF CLEVELAND HOPKINS INTERNATIONAL  
AND BURKE LAKEFRONT AIRPORTS**

**NOTES TO FINANCIAL STATEMENTS (Continued)  
For the Year Ended December 31, 2017**

**NOTE A – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)**

The Divisions' net position is accounted for in the accompanying statement of net position and the net position is divided into the following categories:

- Net investment in capital assets
- Amount restricted for capital projects
- Amount restricted for debt service
- Amount restricted for passenger facility charges
- Remaining unrestricted amount

In addition, certain additional financial information regarding the Divisions is included in these notes.

***Basis of Accounting:*** The Divisions' financial statements are prepared under the accrual basis of accounting. Under this method, revenues are recognized when earned and measurable and expenses are recognized when incurred.

***Statement of Cash Flows:*** The Divisions utilize the direct method of reporting for the statement of cash flows as defined by the GASB Statement No. 9, *Reporting Cash Flows of Proprietary and Non-expendable Trust Funds and Governmental Entities That Use Proprietary Fund Accounting*. In the statement of cash flows, cash receipts and cash payments are classified according to operating, non-capital financing, capital and related financing and all investment activities.

***Cash and Cash Equivalents:*** Cash and cash equivalents represent cash on hand and cash deposits maintained by the City Treasurer on behalf of the Divisions. Cash equivalents are defined as highly liquid investments with a maturity of three months or less when purchased.

***Investments:*** The Divisions follow the provisions of GASB Statement No. 72, *Fair Value Measurement and Application*, which requires governmental entities to record their investments at fair value within the fair value hierarchy. The hierarchy is based on the valuation inputs used to measure fair value of the assets. Level 1 inputs are quoted prices in an active market for identical assets. Level 2 inputs are significant other observable inputs. Level 3 inputs are significant unobservable inputs. The Divisions' investments in money market mutual funds and State Treasury Asset Reserve of Ohio (STAR Ohio) funds are excluded from fair value measurement requirements under GASB Statement No. 72 and instead are reported at amortized cost.

**CITY OF CLEVELAND, OHIO  
DEPARTMENT OF PORT CONTROL  
DIVISIONS OF CLEVELAND HOPKINS INTERNATIONAL  
AND BURKE LAKEFRONT AIRPORTS**

**NOTES TO FINANCIAL STATEMENTS (Continued)  
For the Year Ended December 31, 2017**

**NOTE A – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)**

The Divisions' have invested funds in the STAR Ohio during 2017. STAR Ohio is an investment pool managed by the State Treasurer's Office, which allows governments within the State to pool their funds for investment purposes. STAR Ohio is not registered with the SEC as an investment company, but has adopted GASB Statement No. 79 for the purpose of measuring the value of shares in STAR Ohio. The Divisions' measures their investment in STAR Ohio at the net asset value (NAV) per share provided by STAR Ohio. The NAV per share is calculated on an amortized cost basis that provides a NAV per share that approximates fair value.

**Restricted Assets:** Proceeds from debt and amounts set aside in various fund accounts for payment of revenue bonds are classified as restricted assets since their use is limited by the bond indentures.

**Restricted for Passenger Facility Charges:** These assets are for passenger facility charges imposed and collected at Cleveland Hopkins International Airport based on an approved Federal Aviation Administration application. These are restricted for designated capital projects or debt service.

**Capital Assets and Depreciation:** Capital assets are stated on the basis of historical cost or, if contributed, at their acquisition value on the date contributed. Depreciation is computed by allocating the cost of capital assets over the estimated useful lives of the assets using the straight-line method. A capital asset is defined as a tangible item with a useful life in excess of one year and an individual cost of more than \$5,000 for furniture, fixtures, equipment and vehicles and \$10,000 for all other assets. When capital assets are disposed of, the cost and related accumulated depreciation are removed from the accounts with gains or losses on disposition being reflected in operations. The estimated useful lives are as follows:

Land Improvements	15 to 100 years
Buildings, structures and improvements	5 to 60 years
Furniture, fixtures and equipment	3 to 35 years
Infrastructure	3 to 50 years
Vehicles	3 to 35 years

The Divisions' policy is to capitalize interest on construction projects up to the point in time that the project is substantially completed. Capitalized interest is included in the cost of the assets and is depreciated on the straight-line basis over the estimated useful lives of such assets. The Divisions apply GASB guidance pertaining to capitalization of interest cost in situations involving certain tax-exempt borrowings and certain gifts and grants, for its revenue bonds. This guidance requires capitalization of interest cost of eligible borrowings less interest earned on investment of the related bond proceeds from the date of borrowing until the assets constructed from the bond proceeds are ready for their intended use.

For 2017, total interest costs incurred amounted to \$30,009,000, of which \$1,890,000 was capitalized, net of interest income of \$106,000.

**Bond Issuance Costs, Discounts/Premiums and Unamortized Losses on Debt Refundings:** Bond issuance costs are expensed when incurred. Deferred bond discounts/premiums are netted against long-term debt. The discounts/premiums are amortized over the lives of the applicable bonds. Unamortized loss on debt refundings are categorized as a deferred outflow of resource and is amortized over the shorter of the defeased bond or the newly issued bond.

**CITY OF CLEVELAND, OHIO  
DEPARTMENT OF PORT CONTROL  
DIVISIONS OF CLEVELAND HOPKINS INTERNATIONAL  
AND BURKE LAKEFRONT AIRPORTS**

**NOTES TO FINANCIAL STATEMENTS (Continued)  
For the Year Ended December 31, 2017**

**NOTE A – SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (Continued)**

***Compensated Absences:*** The Divisions accrue for compensated absences such as vacation, sick leave and compensatory time using the termination payment method specified under GASB Statement No. 16, *Accounting for Compensated Absences*. The portion of the compensated absence liability that is not expected to be paid or utilized within one year is reported as a long-term liability. These amounts are recorded as accrued wages and benefits in the accompanying statements of net position.

Normally, all vacation time is to be taken in the year available. The Divisions allow employees to carryover vacation time from one year to the next. Sick days not taken may be accumulated until retirement. An employee is paid one-third of accumulated sick leave upon retirement, calculated at the three-year average base salary rate, with the balance being forfeited.

***Environmental Expenses:*** Environmental expenses consist of costs incurred for remediation efforts to airport property. Environmental expenses that relate to current operations are expensed or capitalized, as appropriate. Environmental expenses that relate to existing conditions caused by past operations and which do not contribute to future revenues are expensed. Liabilities are recorded when remedial efforts are probable and the costs can be reasonably estimated.

***Deferred Outflows/Inflows of Resources:*** In addition to assets, the statement of financial position will sometimes report a separate section for deferred outflows of resources. This separate financial statement element, deferred outflows of resources, represents a consumption of net position that applies to a future period(s) and so will not be recognized as an outflow of resource (expense) until then. In addition to liabilities, the statement of financial position will sometimes report a separate section for deferred inflows of resources. This separate financial statement element, deferred inflows of resources, represents an acquisition of net position that applies to a future period(s) and so will not be recognized as an inflow of resource (revenue) until that time.

***Pensions:*** 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 pension plans and additions to/deductions from their fiduciary net position have been determined on the same basis as they are reported by the pension systems. For this purpose, benefit payments (including refunds of employee contributions) are recognized when due and payable in accordance with the benefit terms. The pension systems report investments at fair value.

***Non-operating Expenses:*** Non-operating expenses relate to expenses of the Divisions incurred for purposes other than the operations of the airports and consist primarily of interest costs incurred on the Divisions' long-term debt. The funding for non-operating expenses is non-operating revenue (passenger facility charges, revenue bonds and federal grants).

***Interfund Transactions:*** During the course of normal operations, the Divisions have numerous transactions between other City divisions and departments. Unpaid amounts at year end are generally reflected as due to or due from in the accompanying financial statements.

**CITY OF CLEVELAND, OHIO  
DEPARTMENT OF PORT CONTROL  
DIVISIONS OF CLEVELAND HOPKINS INTERNATIONAL  
AND BURKE LAKEFRONT AIRPORTS**

**NOTES TO FINANCIAL STATEMENTS (Continued)  
For the Year Ended December 31, 2017**

**NOTE B – LONG-TERM DEBT AND OTHER OBLIGATIONS**

Long-term debt outstanding at December 31, 2017 is as follows:

	<b>Interest Rate</b>	<b>Original Issuance</b>	<b>2017</b>
<b>(Amounts in Thousands)</b>			
Airport System Revenue Bonds:			
Series 2006, due through 2021	5.24%-5.25%	\$ 118,760	\$ 41,210
Series 2007, due through 2027	5.00%	11,255	6,635
Series 2008, due through 2024	Variable Rate	18,700	5,975
Series 2009, due through 2027	0.61%-5.00%	208,900	125,610
Series 2011, due through 2024	3.00%-5.00%	74,385	42,325
Series 2012, due through 2031	5.00%	235,150	235,150
Series 2013, due through 2033	Variable Rate	58,000	56,205
Series 2014, due through 2027	Variable Rate	33,325	27,145
Series 2016, due through 2031	5.00%	144,355	144,355
		\$ 902,830	684,610
Unamortized (discount) premium			36,861
Current portion (due within one year)			(38,535)
Total Long-Term Debt			\$ 682,936



**CITY OF CLEVELAND, OHIO  
DEPARTMENT OF PORT CONTROL  
DIVISIONS OF CLEVELAND HOPKINS INTERNATIONAL  
AND BURKE LAKEFRONT AIRPORTS**

**NOTES TO FINANCIAL STATEMENTS (Continued)  
For the Year Ended December 31, 2017**

**NOTE B – LONG-TERM DEBT AND OTHER OBLIGATIONS (Continued)**

Summary: Changes in long-term obligations for the year ended December 31, 2017 are as follows:

	<b>Balance January 1, 2017</b>	<b>Increase</b>	<b>Decrease</b>	<b>Balance December 31, 2017</b>	<b>Due Within One Year</b>
(Amounts in Thousands)					
Airport System Revenue Bonds:					
Series 2000	\$ 6,000	\$	\$ (6,000)	\$ -	\$
Series 2006	49,675		(8,465)	41,210	9,015
Series 2007	7,295		(660)	6,635	700
Series 2008	5,975			5,975	
Series 2009	137,505		(11,895)	125,610	12,325
Series 2011	49,930		(7,605)	42,325	7,965
Series 2012	235,150			235,150	
Series 2013	58,000		(1,795)	56,205	2,085
Series 2014	30,490		(3,345)	27,145	3,510
Series 2016	<u>144,355</u>			<u>144,355</u>	<u>2,935</u>
Total revenue bonds	724,375	-	(39,765)	684,610	38,535
Accrued wages and benefits	3,896	4,285	(3,261)	4,920	4,712
Pension	<u>27,073</u>	<u>7,521</u>		<u>34,594</u>	
Total	<u>\$ 755,344</u>	<u>\$ 11,806</u>	<u>\$ (43,026)</u>	<u>\$ 724,124</u>	<u>\$ 43,247</u>

**CITY OF CLEVELAND, OHIO  
DEPARTMENT OF PORT CONTROL  
DIVISIONS OF CLEVELAND HOPKINS INTERNATIONAL  
AND BURKE LAKEFRONT AIRPORTS**

**NOTES TO FINANCIAL STATEMENTS (Continued)  
For the Year Ended December 31, 2017**

**NOTE B – LONG-TERM DEBT AND OTHER OBLIGATIONS (Continued)**

Minimum principal and interest payments on long-term debt are as follows:

	<u>Principal</u>		<u>Interest</u>		<u>Total</u>
(Amounts in Thousands)					
2018	\$ 38,535	\$	32,440	\$	70,975
2019	39,970		30,615		70,585
2020	42,095		28,644		70,739
2021	43,825		26,581		70,406
2022	43,950		24,494		68,444
2023-2027	232,455		90,248		322,703
2028-2032	238,335		26,565		264,900
2033	<u>5,445</u>		<u>136</u>		<u>5,581</u>
Total	<u>\$ 684,610</u>	<u>\$</u>	<u>259,723</u>	<u>\$</u>	<u>944,333</u>

The Airport System Revenue Bonds are secured by the pledge of all airport revenues, as defined in the revenue bond indenture. Further, the City has assigned to the trustee all its interest in and rights to the airline use agreements under the revenue bond indenture. Amounts held in trust may be invested by the City Treasurer or the trustee in permitted investments. However, the use of funds is limited by the bond indenture and, accordingly, is classified as restricted assets in these financial statements.

As of December 31, 2017, the Divisions were in compliance with the terms and requirements of the bond indenture.

The indenture, as amended, requires, among other things, that the Divisions (1) make equal monthly deposits to the Bond Service Fund to have sufficient assets available to meet debt service requirements on the next payment date; (2) maintain the Bond Service Reserve Fund equal in amount to the maximum annual debt service to be paid in any year; and (3) as long as any revenue bonds are outstanding, charge such rates, fees and charges for use of the airport system to produce in each year, together with other available funds, net revenues (as defined) at least equal to the greater of (a) 116% of the annual debt service due in such year on all outstanding revenue bonds and general obligation debt or (b) 125% of the annual debt service due in such year on all outstanding bonds.

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**NOTE B – LONG-TERM DEBT AND OTHER OBLIGATIONS (Continued)**

Effective February 23, 2016, Airport System Revenue Bonds, Series 2016A, were issued in the amount of \$108,120,000. These bonds were issued to advance refund \$126,700,000 of outstanding Series 2000C Airport System Bonds. Bond proceeds in the amount of \$126,957,834, along with \$1,055,840 from the Series 2000 Interest Account and \$4,497,749 released from the debt service reserve fund, were placed in an irrevocable escrow account to pay the principal and interest on the refunded bonds when due. As a result of this refunding, the refunded bonds were defeased and the liability for those bonds has been removed from long-term debt. The City completed this refunding in order to achieve debt service savings of approximately \$22,111,000 and realized an economic gain (the difference between the present values of the old and new debt service) of \$15,727,000 or 12.4%.

At the same time that the City sold the Series 2016A Bonds, the City also sold \$36,235,000 Airport System Revenue Bonds, Series 2016B, on a forward delivery basis. The Series 2016B Bonds were issued effective October 4, 2016 to refund \$41,235,000 of outstanding Airport System Revenue Bonds, Series 2006A. Bond proceeds in the amount of \$41,157,840, along with \$515,000 from the Series 2006 Interest Account and \$593,035 released from the debt service reserve fund, were placed in an irrevocable escrow account to pay the principal and interest on the refunded bonds when due. The refunded bonds are considered to be defeased and the liability for those bonds has been removed from long-term debt. The City realized debt service savings of approximately \$6,586,000 and net present value savings of \$5,149,000 or 12.5% from this refunding.

Effective February 1, 2017, the City entered into an amendment to extend the period of time during which U.S. Bank National Association will be the holder of the Airport System Revenue Bonds, Series 2014A & 2014B. The bonds remain in a variable rate mode with the Airport System again paying on a monthly basis an amount equal to SIFMA plus a spread on the 2014A Bonds and an amount equal to one month LIBOR plus a spread on the 2014B Bonds.

From time to time, the Divisions have defeased certain Revenue Bonds by placing the proceeds of the new bonds in an irrevocable trust to provide for all future debt service payments on old bonds. At December 31, 2017, the Airport System had no defeased debt outstanding.

The City has pledged future airport revenues to repay \$684,610,000 in Airport System Revenue Bonds issued in various years since 2006. Proceeds from the bonds provided financing for airport operations. The bonds are payable from airport revenues and are payable through 2033. Annual principal and interest payments on the bonds are expected to require less than 70% of net revenues. The total principal and interest remaining to be paid on the various Airport System Revenue Bonds is \$944,333,000. Principal and interest funded for the current year and total net revenues (including other available funds) were \$68,437,000 and \$97,869,000, respectively.

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**NOTE C – SPECIAL FACILITY REVENUE BONDS**

Airport Special Revenue Bonds, Series 1990, totaling \$76,320,000 were issued to finance the acquisition and construction of a terminal, hangar and other support facilities of Continental Airlines (now United Continental Holdings, Inc.) at Cleveland Hopkins International Airport. These bonds were refunded in 1999 by the issuance of Airport Special Revenue Refunding Bonds, Series 1999 totaling \$71,440,000. In January 2016, United Airlines deposited funds with the trustee sufficient to pay off the Airport Special Revenue Bonds, Series 1999. Additional Airport Special Revenue Bonds, Series 1998, totaling \$75,120,000 were issued in 1998 to finance the design and construction of certain airport facilities leased to Continental Airlines, including a new regional jet concourse. Because all principal and interest on these bonds is unconditionally guaranteed by Continental Airlines (now United Continental Holdings, Inc.) and paid directly by Continental Airlines, these bonds do not constitute a debt, liability or general obligation of the City or a pledge of the City's revenues. As such, no liabilities relating to these bonds are included in the accompanying financial statements.

**NOTE D – DEPOSITS AND INVESTMENTS**

**Deposits:** The Divisions' carrying amount of deposits at December 31, 2017, totaled approximately \$38,116,000 and the Divisions' bank balance was approximately \$50,563,000. The difference represents positions in pooled bank accounts and normal reconciling items. Based on the criteria described in GASB Statement No. 3, *Deposits with Financial Institutions, Investments (including Repurchase Agreements) and Reverse Repurchase Agreements* and GASB Statement No. 40, *Deposit and Investment Risk Disclosures – an Amendment of GASB Statement No. 3*, \$50,563,000 of the bank balances at December 31, 2017 was insured or collateralized with securities held by the City or by its agent in the City's name.

Custodial credit risk for deposits is the risk that in the event of bank failure, the Divisions will not be able to recover deposits or collateral for securities that are in possession of an outside party. At year end, the Divisions' deposits were fully insured or collateralized. All deposits are collateralized with eligible securities pledged and deposited either with the City or with a qualified trustee by the financial institution as security for repayment of all public monies deposited in the financial institution whose market value at all times is equal to at least 110% of the carrying value of the deposits being secured.

**Investments:** In accordance with GASB Statement No. 72, the City reports its investments at fair value based on quoted market values, where applicable and recognized the corresponding change in the fair value of the investments recorded in investment earnings in the year in which the change occurs. The City's investment policies are governed by State Statutes and City ordinances which authorize the City to invest in obligations of the U.S. Treasury, agencies and instrumentalities; State Treasurer Asset Reserve Fund (STAR Ohio); commercial paper; U.S. Government Money Market Mutual Funds; guaranteed investment contracts; manuscript debt; bonds and other State of Ohio obligations; certificates of deposit; and repurchase transactions. Such repurchase transactions must be purchased from financial institutions or registered broker/dealers. Repurchase transactions are not to exceed a period of one year and confirmation of securities pledged must be obtained.

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**NOTE D – DEPOSITS AND INVESTMENTS (Continued)**

Generally, investments are recorded and are kept at the Federal Reserve Bank in the depository institutions' separate custodial account for the City, apart from the assets of the depository institution. Ohio statutes prohibit the use of Reverse Repurchase Agreements.

Investment securities are exposed to various risks such as interest rate, market and credit risk. Market values of securities fluctuate based on the magnitude of changing market conditions; significant changes in market conditions could materially affect portfolio value.

The Divisions categorizes its fair value measurements within the fair value hierarchy established by generally accepted accounting principles. The hierarchy is based on the valuation inputs used to measure fair value of the assets. Level 1 inputs are quoted prices in an active market for identical assets. Level 2 inputs are significant other observable inputs. Level 3 inputs are significant unobservable inputs.

The following is a summary of the fair value hierarchy of the fair value of investments of the Divisions (excluding STAR Ohio and money market mutual funds) as of December 31, 2017.

<b>Type of Investment</b>	<b>Fair Value Measurement Using Level 2</b>	
	<b>Fair Value</b>	
	<b>(Amounts in Thousands)</b>	
Other Investments	\$ 22	\$ 22
Total Investments	\$ 22	\$ 22

**Interest rate risk:** As a means of limiting its exposure to fair value losses caused by rising interest rates, the Divisions invest primarily in both short and long-term investments maturing within five years from the date of purchase. The intent is to avoid the need to sell securities prior to maturity. Investment maturities are disclosed in the Concentration of Credit Risk section.

**Custodial Credit Risk:** For an investment, custodial credit risk is the risk that, in the event of the failure of the counterparty, the Divisions will not be able to recover the value of the investments or collateral securities that are in the possession of an outside party.

**Credit Risk:** The Divisions' investments as of December 31, 2017 include STAR Ohio, money market mutual funds and other. The Divisions maintain the highest ratings for their investments. Investments in STAR Ohio, the Dreyfus Government Cash Management Fund, Morgan Stanley Government Institutional Mutual Funds and the Federated Government Obligations Fund carry a rating of AAAM, which is the highest money market fund rating given by Standard & Poor's. Ohio law requires that STAR Ohio maintain the highest rating provided by at least one nationally recognized standard rating service.

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**NOTE D – DEPOSITS AND INVESTMENTS (Continued)**

*Concentration of Credit Risk:* The Divisions place a limitation on the amount that may be invested in any one issuer to help minimize the concentration of credit risk. The Divisions had the following investments at December 31, 2017, which include those classified as cash and cash equivalents in the Statement of Net Position in accordance with the provisions of GASB Statement No. 9, since they have a maturity of three months or less:

Type of Investment	2017 Value	2017 Cost	Investment Maturities Less than One Year
(Amounts in Thousands)			
STAR Ohio	\$ 75,464	\$ 75,464	\$ 75,464
Money Market Mutual Funds	175,286	175,286	175,286
Other Investments	<u>22</u>	<u>22</u>	<u>22</u>
Total Investments	250,772	250,772	250,772
Total Deposits	<u>38,116</u>	<u>38,116</u>	<u>38,116</u>
Total Deposits and Investments	<u>\$ 288,888</u>	<u>\$ 288,888</u>	<u>\$ 288,888</u>

These amounts are monies invested by the City Treasurer on behalf of the Divisions and are used in daily operations with excess monies invested daily in STAR Ohio and money market mutual funds. These investments are carried at cost which approximates fair value. Investment type Other Investments consist of deposits into collective cash escrow pools managed by Bank of New York and U.S. Bank National Association, as trustee.

As of December 31, 2017, the investments in STAR Ohio, money market mutual funds and other are approximately 30.1%, 69.8% and less than 1%, respectively, of the Divisions' total investments.

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**NOTE E – CAPITAL ASSETS**

*Capital Asset Activity:* Capital Asset Activity for the year ended December 31, 2017 was as follows:

	<b>Balance January 1, 2017</b>	<b>Additions</b>	<b>Reductions</b>	<b>Balance December 31, 2017</b>
<b>(Amounts in Thousands)</b>				
Capital Assets, not being depreciated:				
Land	\$ 167,457	\$	\$	\$ 167,457
Construction in progress	<u>83,376</u>	<u>46,882</u>	<u>(18,358)</u>	<u>111,900</u>
Total capital assets, not being depreciated	250,833	46,882	(18,358)	279,357
Capital assets, being depreciated:				
Land improvements	84,172	10,759		94,931
Buildings, structures and improvements	343,263	4,795		348,058
Furniture, fixtures and equipment	35,502	7,286	(591)	42,197
Infrastructure	1,015,833	315		1,016,148
Vehicles	<u>15,782</u>	<u>741</u>	<u>(39)</u>	<u>16,484</u>
Total capital assets, being depreciated	1,494,552	23,896	(630)	1,517,818
Less: Total accumulated depreciation	<u>(926,210)</u>	<u>(53,576)</u>	<u>630</u>	<u>(979,156)</u>
Total capital assets being depreciated, net	<u>568,342</u>	<u>(29,680)</u>	<u>-</u>	<u>538,662</u>
Capital assets, net	<u>\$ 819,175</u>	<u>\$ 17,202</u>	<u>\$ (18,358)</u>	<u>\$ 818,019</u>

*Commitments:* As of December 31, 2017, the Divisions had capital expenditure purchase commitments outstanding of approximately \$48,846,000.

**NOTE F – LEASES AND CONCESSIONS**

The Divisions lease specific terminal and concourse areas to the various airlines under terms and conditions of the airline use agreements. The Divisions have various concession agreements that permit the concessionaires and certain others to operate on airport property. These agreements usually provide for payments based on a percentage of the revenues, with an annual minimum payment guarantee and in certain circumstances for the offset of percentage rents to the extent of certain improvements made to the leased property.

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**NOTE F – LEASES AND CONCESSIONS (Continued)**

The new Master Lease and Use Agreement between the Cleveland Airport System and the signatory airlines effective January 1, 2017 was executed by eight passenger airlines and two cargo carriers. The signatory airlines include United Airlines, American Airlines, Delta Airlines, Southwest Airlines, JetBlue Airlines, Frontier Airlines, Spirit Airlines and Allegiant Airlines. Federal Express and United Postal Service are the all-cargo signatories. The agreement commits the airlines to CLE through December 31, 2021 and includes two, two-year options. In 2017, the Divisions also collected an additional \$2,362,000 in revenue from the collection of per trip fees through an agreement with the rideshare companies Uber and Lyft. The Divisions negotiated an agreement with Fraport Cleveland (Airmall Cleveland) the concessions developer for all of the Airport retail operations that allows for the extension of the concessions agreement to 2024 and includes an increase in the percentage rent payable to the Airport from 70% of concession revenues to 75% of concession revenues. Additionally, the Divisions are expanding their concessions footprint to add new areas not previously used for revenue generation. The Divisions, also recently signed a new airport tenant with a lease value just under \$900,000 per year and continue to aggressively market leasing and development opportunities.

Portions of the building costs in the statement of net position are held by the Divisions for the purpose of rental use. The net book value of property held for operating leases as of December 31, 2017 is approximately \$167,433,000.

Minimum future rental on non-cancelable operating leases to be received is as follows:

	(Amounts in Thousands)
2018	\$ 17,866
2019	15,488
2020	6,375
2021	5,523
2022	5,130
Thereafter	<u>19,832</u>
	<u>\$ 70,214</u>

**NOTE G – CONTINGENT LIABILITIES AND RISK MANAGEMENT**

**Contingent Liabilities:** Various claims are pending against the City involving the Divisions for personal injuries, property damage and other matters. The City is responsible for the suits. The City’s management is of the opinion that ultimate settlement of such claims will not result in a material adverse effect on the Divisions’ financial position, results of operations or cash flows.



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**NOTE G – CONTINGENT LIABILITIES AND RISK MANAGEMENT (Continued)**

**Risk Management:** The Divisions are exposed to various risks of loss related to torts; thefts of, damage to and destruction of assets; errors and omissions; injuries to employees; and natural disasters. The Divisions carry insurance to cover particular liabilities and property protection. Otherwise, the Divisions are generally self-insured. No material losses, including incurred but not reported losses, occurred in 2017. There was no significant decrease in any insurance coverage in 2017. In addition, there were no material insurance settlements in excess of insurance coverage during the past three years.

The City provides the choice of two separate health insurance plans to its employees. The Divisions are charged a monthly rate per employee by type of coverage. The City participates in the State of Ohio's Worker's Compensation retrospective rating program.

In accordance with GASB Statement No. 10, *Accounting and Financial Reporting for Risk Financing and Related Insurance Issues*, claims liabilities are reported when it is probable that a loss has occurred and the amount of the loss can be reasonably estimated. Liabilities include an amount for claims that have been incurred but not reported. The result of the process to estimate the claims liability is not an exact amount as it depends on many complex factors, such as inflation, changes in legal doctrines and damage awards. Accordingly, claims are re-evaluated periodically to consider the effects of inflation, recent claim settlement trends (including frequency and amount of pay-outs) and other economic and social factors. The estimate of the claims liability also includes amounts for incremental claim adjustment expenses related to specific claims and other claim adjustment expenses, regardless of whether allocated to specific claims. Estimated recoveries, for example from salvage or subrogation, are another component of the claims liability estimate. Claims payable has been included with accounts payable and is considered to be immaterial for the Divisions.

**NOTE H – DEFINED BENEFIT PENSION PLAN**

**Net Pension Liability:** The net pension liability reported on the statement of net position represents a liability to employees for pensions. Pensions are a component of exchange transactions - between an employer and its employees - of salaries and benefits for employee services. Pensions are provided to an employee - on a deferred-payment basis - as part of the total compensation package offered by an employer for employee services each financial period. The obligation to sacrifice resources for pensions is a present obligation because it was created as a result of employment exchanges that already have occurred.

The net pension liability represents the Divisions' proportionate share of each pension plan's collective actuarial present value of projected benefit payments attributable to past periods of service, net of each pension plan's fiduciary net position. The net pension liability calculation is dependent on critical long-term variables, including estimated average life expectancies, earnings on investments, cost of living adjustments and others. While these estimates use the best information available, unknowable future events require adjusting this estimate annually.

Ohio Revised Code limits the Divisions' obligation for this liability to annually required payments. The Divisions cannot control benefit terms or the manner in which pensions are financed; however, the Divisions do receive the benefit of employees' services in exchange for compensation including pension.

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**NOTE H – DEFINED BENEFIT PENSION PLAN (Continued)**

GASB Statement No. 68 assumes the liability is solely the obligation of the employer, because (1) they benefit from employee services; and (2) State Statute requires all funding to come from these employers. All contributions to date have come solely from these employers (which also includes costs paid in the form of withholdings from employees). State Statute requires the pension plans to amortize unfunded liabilities within 30 years. If the amortization period exceeds 30 years, each pension plan's board must propose corrective action to the State legislature. Any resulting legislative change to benefits or funding could significantly affect the net pension liability. Resulting adjustments to the net pension liability would be effective when the changes are legally enforceable.

The proportionate share of each plan's unfunded benefits is presented as a long-term net pension liability on the accrual basis of accounting. Any liability for the contractually-required pension contribution outstanding at the end of the year is included in accrued wages and benefits on both the accrual and modified accrual bases of accounting.

**Ohio Public Employees Retirement System (OPERS):** The Divisions' employees, other than full-time police and firefighters, participate in the Ohio Public Employees Retirement System (OPERS). OPERS administers three separate pension plans. The traditional pension plan is a cost-sharing, multiple-employer defined benefit pension plan. The member-directed plan is a defined contribution plan and the combined plan is a cost-sharing, multiple-employer defined benefit pension plan with defined contribution features. While members (e.g. Divisions' employees) may elect the member-directed plan and the combined plan, substantially all employee members are in OPERS' traditional plan; therefore, the following disclosure focuses on the traditional pension plan.

OPERS provides retirement, disability, survivor and death benefits and annual cost of living adjustments to members of the traditional plan. Authority to establish and amend benefits is provided by Chapter 145 of the Ohio Revised Code. OPERS issues a stand-alone financial report that includes financial statements, required supplementary information and detailed information about OPERS' fiduciary net position that may be obtained by visiting <https://www.opers.org/financial/reports.shtml>, by writing to the Ohio Public Employees Retirement System, 277 East Town Street, Columbus, Ohio 43215-4642, or by calling 800-222-7377.

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**NOTE H – DEFINED BENEFIT PENSION PLAN (Continued)**

Senate Bill (SB) 343 was enacted into law with an effective date of January 7, 2013. In the legislation, members were categorized into three groups with varying provisions of the law applicable to each group. The following table provides age and service requirements for retirement and the retirement formula applied to final average salary (FAS) for the three member groups under the traditional plan as per the reduced benefits adopted by SB 343 (see OPERS CAFR referenced above for additional information):

<b>Group A</b> Eligible to retire prior to January 7, 2013 or five years after January 7, 2013	<b>Group B</b> 20 years of service credit prior to January 7, 2013 or eligible to retire ten years after January 7, 2013	<b>Group C</b> Members not in other Groups and members hired on or after January 7, 2013
<b>State and Local</b>	<b>State and Local</b>	<b>State and Local</b>
<b>Age and Service Requirements:</b> Age 60 with 60 months of service credit or Age 55 with 25 years of service credit	<b>Age and Service Requirements:</b> Age 60 with 60 months of service credit or Age 55 with 25 years of service credit	<b>Age and Service Requirements:</b> Age 57 with 25 years of service credit or Age 62 with 5 years of service credit
<b>Formula:</b> 2.2% of FAS multiplied by years of service for the first 30 years and 2.5% for service years in excess of 30	<b>Formula:</b> 2.2% of FAS multiplied by years of service for the first 30 years and 2.5% for service years in excess of 30	<b>Formula:</b> 2.2% of FAS multiplied by years of service for the first 35 years and 2.5% for service years in excess of 35

FAS represents the average of the three highest years of earnings over a member's career for Groups A and B. Group C is based on the average of the five highest years of earnings over a member's career. Members who retire before meeting the age and years of service credit requirement for unreduced benefits receive a percentage reduction in the benefit amount.

When a benefit recipient has received benefits for 12 months, an annual cost of living adjustment (COLA) is provided. This COLA is calculated on the base retirement benefit at the date of retirement and is not compounded. For those retiring prior to January 7, 2013, the COLA will continue to be a 3% simple annual COLA. For those retiring subsequent to January 7, 2013, beginning in calendar year 2019, the COLA will be based on the average percentage increase in the Consumer Price Index, capped at 3%.

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**NOTE H – DEFINED BENEFIT PENSION PLAN (Continued)**

*Funding Policy:* The Ohio Revised Code (ORC) provides statutory authority for member and employer contributions as follows:

	<b>State and Local</b>
<b>2017 Statutory Maximum Contribution Rates</b>	
Employer	14.0 %
Employee	10.0
 <b>2017 Actual Contribution Rates</b>	
Employer:	
Pension	13.0
Post-employment Health Care Benefits	1.0
 Total Employer	 14.0 %
 Employee	 10.0 %

Employer contribution rates are actuarially determined and are expressed as a percentage of covered payroll. The Divisions' contractually required contribution was \$2,796,000 for 2017. All required payments have been made.

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**NOTE H – DEFINED BENEFIT PENSION PLAN (Continued)**

*Pension Liabilities, Pension Expense, Deferred Outflows of Resources and Deferred Inflows of Resources Related to Pensions:* The net pension liability for OPERS was measured as of December 31, 2016 and the total pension liability used to calculate the net pension liability was determined by an actuarial valuation as of that date. The Divisions' proportion of the net pension liability was based on the Divisions' share of contributions to the pension plan relative to the contributions of all participating entities. Following is information related to the proportionate share and pension expense:

	<b>OPERS</b>	
	<b>(Amounts in Thousands)</b>	
Proportionate Share of the Net Pension Liability	\$	34,594
Proportion of the Net Pension Liability		0.159244%
Change in Proportion		0.003902%
Pension Expense	\$	7,667

At December 31, 2017, the Divisions' reported deferred outflows of resources and deferred inflows of resources related to pensions from the following sources:

	<b>OPERS</b>	
	<b>(Amounts in Thousands)</b>	
<b>Deferred Outflows of Resources</b>		
Net difference between projected and actual earnings on pension plan investments	\$	5,260
Differences between expected and actual economic experience		49
Changes of assumptions		5,751
Divisions' contributions subsequent to the measurement date		2,796
<b>Total Deferred Outflows of Resources</b>	\$	13,856
<b>Deferred Inflows of Resources</b>		
Differences between expected and actual experience	\$	245
Change in Divisions' proportionate share		755
<b>Total Deferred Inflows of Resources</b>	\$	1,000

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**NOTE H – DEFINED BENEFIT PENSION PLAN (Continued)**

The \$2,796,000 reported as deferred outflows of resources related to pension resulting from the Divisions' contributions subsequent to the measurement date which will be recognized as a reduction of the net pension liability in the year ending December 31, 2018. Other amounts reported as deferred outflows of resources and deferred inflows of resources related to pension will be recognized in pension expense as follows:

<b>Year Ending December 31:</b>	<b>OPERS</b>	
	<b>(Amounts in Thousands)</b>	
2018	\$	4,098
2019		4,290
2020		1,841
2021		(161)
2022		(3)
Thereafter		(5)
Total	\$	10,060

**Actuarial Assumptions – OPERS:** Actuarial valuations of an ongoing plan involve estimates of the values of reported amounts and assumptions about the probability of occurrence of events far into the future. Examples include assumptions about future employment, mortality and cost trends. Actuarially determined amounts are subject to continual review or modification as actual results are compared with past expectations and new estimates are made about the future.

Projections of benefits for financial reporting purposes are based on the substantive plan (the plan as understood by the employers and plan members) and include the types of benefits provided at the time of each valuation. The total pension liability in the December 31, 2016, actuarial valuation was determined using the following actuarial assumptions, applied to all periods included in the measurement:

	<b>December 31, 2016 Valuation</b>	<b>December 31, 2015 and prior valuations</b>
Wage Inflation	3.25%	3.75%
Future Salary Increases, including inflation COLA or Ad Hoc COLA	3.25 to 10.75 % including wage inflation 3.25%, simple	4.25 to 10.05% including wage inflation 3%, simple
	Pre 1/7/2013 retirees: 3%, simple Post 1/7/2013 retirees: 3%, simple through 2018, then 2.15%, simple	Pre 1/7/2013 retirees: 3%, simple Post 1/7/2013 retirees: 3%, simple through 2018, then 2.15%, simple
Investment Rate of Return	7.5%	8%
Actuarial Cost Method	Individual Entry Age RP-2014	Individual Entry Age RP-2000
Mortality Tables		

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DIVISIONS OF CLEVELAND HOPKINS INTERNATIONAL  
AND BURKE LAKEFRONT AIRPORTS**

**NOTES TO FINANCIAL STATEMENTS (Continued)  
For the Year Ended December 31, 2017**

**NOTE H – DEFINED BENEFIT PENSION PLAN (Continued)**

Mortality rates are based on the RP-2014 Healthy Annuitant mortality table. For males, Healthy Annuitant Mortality tables were used, adjusted for mortality improvement back to the observation period base of 2006 and then established the base year as 2015. For females, Healthy Annuitant Mortality tables were used, adjusted for mortality improvements back to the observation period base year of 2006 and then established the base year as 2010. The mortality rates used in evaluating disability allowances were based on the RP-2014 Disabled mortality tables, adjusted for mortality improvement back to the observation base year of 2006 and then established the base year as 2015 for males and 2010 for females. Mortality rates for a particular calendar year for both healthy and disabled retiree mortality tables are determined by applying the MP-2015 mortality improvement scale to the above described tables.

The most recent experience study was completed for the five year period ended December 31, 2015.

The long-term rate of return on defined benefit investment assets was determined using a building-block method in which best-estimate ranges of expected future real rates of return are developed for each major asset class. These ranges are combined to produce the long-term expected real rate of return by weighting the expected future real rates of return by the target asset allocation percentage, adjusted for inflation.

During 2016, OPERS managed investments in four investment portfolios: the Defined Benefit portfolio, the 401(h) Health Care Trust portfolio, the 115 Health Care Trust portfolio and the Defined Contribution portfolio. The 401(h) Health Care Trust portfolio was closed as of June 30, 2016 and the net position transferred to the 115 Health Care Trust portfolio on July 1, 2016. The Defined Benefit portfolio contains the investment assets of the Traditional Pension Plan, the defined benefit component of the Combined Plan and the annuitized accounts of the Member-Directed Plan. The Defined Benefit portfolio historically included the assets of the Member-Directed retiree medical accounts funded through the Voluntary Employees' Beneficiary Association (VEBA) Trust. However, the VEBA Trust was closed as of June 30, 2016 and the net position transferred to the 115 Health Care Trust portfolio on July 1, 2016. Within the Defined Benefit portfolio, contributions into the plans are all recorded at the same time and benefit payments all occur on the first of the month. Accordingly, the money-weighted rate of return is considered to be the same for all plans within the portfolio. The annual money-weighted rate of return expressing investment performance, net of investment expenses and adjusted for the changing amounts actually invested, for the Defined Benefit portfolio is 8.3% for 2016.

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**NOTES TO FINANCIAL STATEMENTS (Continued)  
For the Year Ended December 31, 2017**

**NOTE H – DEFINED BENEFIT PENSION PLAN (Continued)**

The allocation of investment assets with the Defined Benefit portfolio is approved by the Board of Trustees as outlined in the annual investment plan. Plan assets are managed on a total return basis with a long-term objective of achieving and maintaining a fully funded status for the benefits provided through the defined benefit pension plans. The table below displays the Board-approved asset allocation policy for 2016 and the long-term expected real rates of return:

Asset Class	Target Allocation	Weighted Average Long-Term Expected Real Rate of Return (Arithmetic)
Fixed Income	23.00 %	2.75 %
Domestic Equities	20.70	6.34
Real Estate	10.00	4.75
Private Equity	10.00	8.97
International Equities	18.30	7.95
Other investments	18.00	4.92
Total	<u>100.00 %</u>	5.66 %

**Discount Rate:** The discount rate used to measure the total pension liability was 7.5%. The projection of cash flows used to determine the discount rate assumed that contributions from plan members and those of the contributing employers are made at the statutorily required rates. Based on those assumptions, the pension plan's fiduciary net position was projected to be available to make all projected future benefits payments of current plan members. Therefore, the long-term expected rate of return on pension plan investments was applied to all periods of projected benefit payments to determine the total pension liability.

**Sensitivity of the Divisions' Proportionate Share of the Net Pension Liability to Changes in the Discount Rate:** The following table presents the Divisions' proportionate share of the net pension liability calculated using the current period discount rate assumption of 7.5%, as well as what the Divisions' proportionate share of the net pension liability would be if it were calculated using a discount rate that is one-percentage-point lower (6.5%) or one-percentage-point higher (8.5%) than the current rate:

	1% Decrease	Current Discount Rate	1% Increase
	6.50%	7.50%	8.50%
	(Amounts in Thousands)		
Divisions' proportionate share of the net pension liability	\$ 52,925	\$ 34,594	\$ 19,332



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**NOTES TO FINANCIAL STATEMENTS (Continued)  
For the Year Ended December 31, 2017**

**NOTE I – OTHER POSTEMPLOYMENT BENEFITS**

***Plan Description - Ohio Public Employees Retirement System:*** All full-time employees, other than non-administrative full-time police officers and firefighters, participate in the Ohio Public Employees Retirement System (OPERS). OPERS administers three separate pension plans: The Traditional Pension Plan – a cost-sharing, multiple-employer defined benefit pension plan; the Member-Directed Plan – a defined contribution plan; and the Combined Plan – a cost-sharing, multiple-employer defined benefit pension plan that has elements of both a defined benefit and defined contribution plan.

OPERS maintains a cost-sharing, multiple-employer defined benefit post-employment health care trust, which funds multiple health care plans including medical coverage, prescription drug coverage and deposits to a Health Reimbursement Arrangement to qualifying benefit recipients of both the Traditional Pension and the Combined plans. This trust is also used to fund health care for Member-Directed Plan participants, in the form of a Retiree Medical Account (RMA). At retirement or refund, Member-Directed Plan participants may be eligible for reimbursement of qualified medical expenses from their vested RMA balance.

In order to qualify for health care coverage, age-and-service retirees under the Traditional Pension and Combined plans must have 20 or more years of qualifying Ohio service credit. Health care coverage for disability benefit recipients and qualified survivor benefit recipients is available. The health care coverage provided by OPERS meets the definition of an Other Post Employment Benefit (OPEB) as described in GASB Statement No. 45, *Accounting and Financial Reporting by Employers for Postemployment Benefits Other Than Pensions*. Please see the Plan Statement in the OPERS 2016 CAFR for details.

The Ohio Revised Code permits, but does not require, OPERS to provide health care to its eligible benefit recipients. Authority to establish and amend health care coverage is provided to the OPERS Board of Trustees (OPERS Board) in Chapter 145 of the Ohio Revised Code.

OPERS issues a stand-alone financial report. Interested parties may obtain a copy by visiting <https://www.opers.org/financial/reports.shtml>, by writing to OPERS, 277 East Town Street, Columbus, OH 43215-4642, or by calling 614-222-5601 or 800-222-7377.

***Funding Policy - Ohio Public Employees Retirement System:*** The Ohio Revised Code provides the statutory authority requiring public employers to fund post-retirement health care through their contributions to OPERS. A portion of each employer's contribution to OPERS is set aside to fund OPERS health care plans.

Employer contribution rates are expressed as a percentage of the covered payroll of active members. In 2017, State and Local employers contributed at a rate of 14.0% of covered payroll. These are the maximum employer contribution rates permitted by the Ohio Revised Code. Active member contributions do not fund health care.

**CITY OF CLEVELAND, OHIO  
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**NOTES TO FINANCIAL STATEMENTS (Continued)  
For the Year Ended December 31, 2017**

**NOTE I – OTHER POSTEMPLOYMENT BENEFITS (Continued)**

Each year, the OPERS Board determines the portion of the employer contribution rate that will be set aside to fund health care plans. The portion of employer contributions allocated to health care for members in the Traditional Pension Plan and Combined Plan was 1.0% during calendar year 2017. As recommended by OPERS' actuary, the portion of employer contributions allocated to health care beginning January 1, 2018 decreased to 0.0% for both plans. The OPERS Board is also authorized to establish rules for the retiree or their surviving beneficiaries to pay a portion of the health care provided. Payment amounts vary depending on the number of covered dependents and the coverage selected. The employer contribution as a percentage of covered payroll deposited for Member-Directed Plan participants for 2017 was 4.0%.

The Divisions' actual contributions to OPERS to fund postemployment benefits were \$215,000 in 2017, \$430,000 in 2016 and \$404,000 in 2015. The required payments due in 2017, 2016 and 2015 have been made.

**NOTE J – RELATED PARTY TRANSACTIONS**

The Divisions are provided various intra-city services. Charges are based on actual use or on a reasonable pro-rata basis. The more significant costs for the years ended December 31, 2017 are as follows:

	<b>(Amounts in Thousands)</b>
City Central Services, including police	\$ 10,490
Telephone Exchange	1,011
Electricity purchased	259
Motor vehicle maintenance	168
Radio Communication	326

**NOTE K – LANDING FEE ADJUSTMENT AND INCENTIVE COMPENSATION**

Under the terms of the airline use agreements, if the annual statement for the preceding term demonstrates that airport revenues over expenses (both as defined) is greater or less than that used in calculating the landing fee for the then current term, such difference shall be charged or credited to the airlines over the remaining billing periods in the current term. The landing fee adjustment for 2017 was a payable to the Airlines from the Division in the amount of \$10,164,000.

The airline use agreements also provide an incentive for the City to provide the highest quality management for the airport system. There was no incentive compensation expense in 2017.

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**NOTES TO FINANCIAL STATEMENTS (Continued)  
For the Year Ended December 31, 2017**

**NOTE L – PASSENGER FACILITY CHARGES**

On November 1, 1992, CLE began collecting Passenger Facility Charges (PFC's) subject to title 14, Code of Federal Regulations, Part 158. PFC's are fees imposed on passengers enplaned by public agencies controlling commercial service airports for the strict purpose of supporting airport planning and development projects. The charge is collected by the airlines and remitted to the airport operator net of an administrative fee to be retained by the airline and refunds to passengers.

As of December 31, 2017, CLE had the authority from the FAA to collect approximately \$592 million, of which an estimated 14.5% will be spent on noise abatement for the residents of communities surrounding the airport, 59.6% on runway expansion and improvements and 25.9% on airport development. PFC revenues and related interest earnings are recorded as non-operating revenues and non-capitalized expenses funded by PFC revenues are recorded as non-operating expenses.

**NOTE M – MAJOR CUSTOMER**

In 2017, operating revenues from one airline group for landing fees, rental and other charges amounted to approximately 39% of total operating revenue.

**NOTE N – SUBSEQUENT EVENTS**

On May 21, 2018, legislation was approved by City Council authorizing the issuance not to exceed \$47,500,000 of Airport System Revenue Bonds. The purpose of the bonds will be to fund approximately \$35 million of capital improvements at Cleveland Hopkins Airport along with funding the required deposit to the reserve fund, to pay issuance costs and to cover interest costs for the initial two years. It is expected that the bonds will be issued in the latter half of 2018.

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**CITY OF CLEVELAND, OHIO  
DEPARTMENT OF PORT CONTROL  
DIVISIONS OF CLEVELAND HOPKINS INTERNATIONAL  
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**REQUIRED SUPPLEMENTARY INFORMATION**

**SCHEDULE OF THE DIVISION'S PROPORTIONATE SHARE OF THE NET PENSION LIABILITY  
OHIO PUBLIC EMPLOYEES RETIREMENT SYSTEM  
LAST FOUR MEASUREMENT YEARS (1), (2)**

	<b>2017</b>	<b>2016</b>	<b>2015</b>	<b>2014</b>
	<b>(Amounts in Thousands)</b>			
Divisions' Proportion of the Net Pension Liability	0.159244%	0.155342%	0.158448%	0.158448%
Divisions' Proportionate Share of the Net Pension Liability (Asset)	\$ 34,594	\$ 27,073	\$ 19,049	\$ 18,650
Divisions' Covered Payroll	\$ 21,125	\$ 19,800	\$ 19,825	\$ 17,962
Divisions' Proportionate Share of the Net Pension Liability (Asset) as a Percentage of its Covered Payroll	163.76%	136.73%	96.09%	103.83%
Plan Fiduciary Net Position as a Percentage of the Total Pension Liability	77.25%	81.08%	86.45%	86.36%

(1) Information presented for each year was determined as of the Division's measurement date, which is the prior year end.

(2) Information prior to 2013 is not available. The Divisions will continue to present information for years available until a full ten-year trend is compiled.

**Notes to Schedule:**

*Change in assumptions.* In 2017, changes in assumptions were made based upon an updated experience study that was completed for the five-year period ended December 31, 2015. Significant changes included a reduction of the discount rate from 8.0% to 7.5%, a reduction in the wage inflation rate from 3.75% to 3.25% and transition from the RP-2000 mortality tables to the RP-2014 mortality tables.

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**REQUIRED SUPPLEMENTARY INFORMATION**

**SCHEDULE OF CONTRIBUTIONS  
OHIO PUBLIC EMPLOYEES RETIREMENT SYSTEM  
LAST FIVE YEARS (1)**

	<u>2017</u>	<u>2016</u>	<u>2015</u>	<u>2014</u>	<u>2013</u>
	(Amounts in Thousands)				
Contractually Required Contributions	\$ 2,796	\$ 2,535	\$ 2,376	\$ 2,379	\$ 2,335
Contributions in Relation to the Contractually Required Contributions	<u>(2,796)</u>	<u>(2,535)</u>	<u>(2,376)</u>	<u>(2,379)</u>	<u>(2,335)</u>
Contribution Deficiency (Excess)	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>	<u>\$ -</u>
Divisions' Covered Payroll	\$ 21,508	\$ 21,125	\$ 19,800	\$ 19,825	\$ 17,962
Contributions as a Percentage of Covered Payroll	13.00%	12.00%	12.00%	12.00%	13.00%

(1) Represents employer's calendar year. Information prior to 2013 was not available. The Divisions will continue to present information for years available until a full ten-year trend is compiled.

**CITY OF CLEVELAND, OHIO  
DEPARTMENT OF PORT CONTROL  
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**SCHEDULE OF AIRPORT REVENUES AND OPERATING EXPENSES  
AS DEFINED IN THE AIRLINE USE AGREEMENTS  
For the Year Ended December 31, 2017  
(Amounts in Thousands)**

	<b>Cleveland Hopkins International</b>	<b>Burke Lakefront</b>	<b>Total</b>
<b>REVENUE</b>			
Airline revenue:			
Landing fees	\$ 27,818	\$	\$ 27,818
Terminal rental	49,407		49,407
Other	2,863		2,863
	<u>80,088</u>		<u>80,088</u>
Operating revenues from other sources:			
Concessions	46,411	603	47,014
Rentals	12,112	487	12,599
Landing fees	1,916	190	2,106
Other	3,188	211	3,399
	<u>63,627</u>	<u>1,491</u>	<u>65,118</u>
Non-operating revenue:			
Interest income	271		271
	<u>271</u>		<u>271</u>
<b>TOTAL REVENUE</b>	<b>\$ 143,986</b>	<b>\$ 1,491</b>	<b>\$ 145,477</b>
<b>OPERATING EXPENSES</b>			
Salaries and wages	\$ 21,482	\$ 683	\$ 22,165
Employee benefits	13,021	367	13,388
City Central Services, including police	11,697	298	11,995
Materials and supplies	8,578	298	8,876
Contractual services	28,664	311	28,975
	<u>83,442</u>	<u>1,957</u>	<u>85,399</u>
<b>TOTAL OPERATING EXPENSES</b>	<b>\$ 83,442</b>	<b>\$ 1,957</b>	<b>\$ 85,399</b>

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**REPORT ON COMPLIANCE FOR THE PASSENGER FACILITY CHARGE PROGRAM; REPORT ON INTERNAL CONTROL OVER COMPLIANCE; AND REPORT ON SCHEDULE OF EXPENDITURES OF PASSENGER FACILITY CHARGES IN ACCORDANCE WITH 14 CFR PART 158**

**INDEPENDENT AUDITORS' REPORT**

To the Honorable Frank G. Jackson, Mayor, Members of Council and the Audit Committee  
Divisions of Cleveland Hopkins International and Burke Lakefront Airports  
Department of Port Control  
City of Cleveland, Ohio:

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

We have audited the Divisions' of Cleveland Hopkins International and Burke Lakefront Airports, Department of Port Control, City of Cleveland, Ohio (the "Divisions") compliance with the types of compliance requirements described in the *Passenger Facility Charge Audit Guide for Public Agencies*, issued by the Federal Aviation Administration (the "Guide"), for its passenger facility charge program for the year ended December 31, 2017.

***Management's Responsibility***

Management is responsible for compliance with federal statutes, regulations and the terms and conditions applicable to the passenger facility charge program.

***Auditors' Responsibility***

Our responsibility is to express an opinion on compliance with the passenger facility charge program based on our audit of the 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; and the Guide. Those standards and the Guide 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 the passenger facility charge program occurred. An audit includes examining, on a test basis, evidence about the Divisions' 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 for the passenger facility charge program. However, our audit does not provide a legal determination of the Divisions' compliance.

***Opinion on the Passenger Facility Charge Program***

In our opinion, the Divisions of Cleveland Hopkins International and Burke Lakefront Airports, Department of Port Control, City of Cleveland, Ohio complied, in all material respects, with the compliance requirements referred to above that could have a direct and material effect on its passenger facility charge program for the year ended December 31, 2017.

## Report on Internal Control Over Compliance

Management of the Divisions is responsible for establishing and maintaining effective internal control over compliance with the requirements referred to above. In planning and performing our audit of compliance, we considered the Divisions' internal control over compliance with the requirements that could have a direct and material effect on the passenger facility charge program to determine the auditing procedures that are appropriate in the circumstances for the purpose of expressing an opinion on compliance and to test and report on internal control over compliance in accordance with the Guide, but not for the purpose of expressing an opinion on the effectiveness of internal control over compliance. Accordingly, we do not express an opinion on the effectiveness of the Divisions' internal control over compliance.

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

Our consideration of internal control over compliance was for the limited purpose described in the 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. We did not identify any deficiencies in internal control over compliance that we consider to be material weaknesses. However, material weaknesses may exist that have not been identified.

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

## Report on Schedule of Expenditures of Passenger Facility Charges

We have audited the financial statements of the Divisions as of and for the year ended December 31, 2017, and have issued our report thereon dated June 28, 2018, which contained an unmodified opinion on those financial statements. Our audit was conducted for the purpose of forming an opinion on the Divisions' basic financial statements. The accompanying schedule of expenditures of passenger facility charges is presented for purposes of additional analysis as required by the Guide and is not a required part of the basic financial statements. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the financial statements. The information has been subjected to the auditing procedures applied in the audit of the 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 financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the schedule of expenditures of passenger facility charges is fairly stated in all material respects in relation to the Divisions' basic financial statements taken as a whole.

*Clark, Schaefer, Hackett & Co.*

Cincinnati, Ohio  
June 28, 2018

**CITY OF CLEVELAND, OHIO**  
**DEPARTMENT OF PORT CONTROL**  
**DIVISIONS OF CLEVELAND HOPKINS INTERNATIONAL AND BURKE LAKEFRONT AIRPORTS**

**SCHEDULE OF EXPENDITURES OF PASSENGER FACILITY CHARGES**  
**For the Year Ended December 31, 2017**

Projects	Approved Project Budget	Cumulative Expenditures thru 2016	2017 1st Quarter Expenditures	2017 2nd Quarter Expenditures	2017 3rd Quarter Expenditures	2017 4th Quarter Expenditures	2017 YTD Expenditures	Cumulative Expenditures thru 2017
Insulate Residences - Full Program Phase I	\$ 16,960,400	\$ 16,960,400	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 16,960,400
Extension of Taxiway "Q"	2,155,743	2,155,743	-	-	-	-	-	2,155,743
Land Acquisition-Resident Relocation	14,689,459	14,689,459	-	-	-	-	-	14,689,459
Asbestos Removal in Terminal CHIA	729,842	729,842	-	-	-	-	-	729,842
Acquisition of Analex Office Bldg & Vacant Land	13,025,000	13,025,000	-	-	-	-	-	13,025,000
Waste Water - Glycol Collection System Construction	5,835,921	5,835,921	-	-	-	-	-	5,835,921
NASA Feasibility & Pre-Engineering Study	355,000	355,000	-	-	-	-	-	355,000
Sewers for Confined Disposal Facility-BKL (app 1)	5,500,000	5,500,000	-	-	-	-	-	5,500,000
Sound Insulation	8,595,641	8,595,641	-	-	-	-	-	8,595,641
Land Acquisition - Midvale, Brysdale, Forestwood, Rocky River	25,282,298	25,282,298	-	-	-	-	-	25,282,298
Environmental Assessment / Impact Studies	1,725,000	1,725,000	-	-	-	-	-	1,725,000
Part 150 Noise Compatibility Program Update	584,570	584,570	-	-	-	-	-	584,570
Brook Park Land Transfer	8,750,000	8,750,000	-	-	-	-	-	8,750,000
Analex Demolition	1,229,000	1,050,170	5,543	5,543	5,543	5,543	22,172	1,072,342
Sound Insulation	20,000,000	20,000,000	-	-	-	-	-	20,000,000
Baggage Claim/Expansion	9,526,087	9,526,087	-	-	-	-	-	9,526,087
Tug Road Replacement	1,019,000	668,553	-	-	-	-	-	668,553
Interim Commuter Ramp	5,560,338	5,275,493	8,829	8,829	8,829	8,829	35,316	5,310,809
Concourse D Ramp/Site Utilities	51,305,804	48,679,164	81,415	81,415	81,415	81,415	325,660	49,004,824
Burke Runway Overlay 6L/24R	530,286	530,286	-	-	-	-	-	530,286
Burke ILS	2,181,400	1,939,816	7,488	7,488	7,488	7,488	29,952	1,969,768
Runway 6L/23R	270,550,360	188,681,924	2,537,594	2,537,594	2,537,594	2,537,592	10,150,374	198,832,298
Runway 6R/24L Uncoupling	2,148,000	2,148,000	-	-	-	-	-	2,148,000
Runway 28 Safety Improvements	2,200,000	2,010,454	-	-	-	-	-	2,010,454
Midfield Deicing Pad	39,100,000	39,100,000	-	-	-	-	-	39,100,000
Taxiway M Improvements	10,000,000	9,579,060	-	-	-	-	-	9,579,060
Doan Brook Restoration	1,727,796	349,771	42,713	42,713	42,713	42,713	170,852	520,623
Deicing Environmental Upgrades	2,800,222	566,871	69,225	69,225	69,225	69,225	276,900	843,771
Main Terminal Roof Replacement	992,986	201,018	24,548	24,548	24,548	24,548	98,192	299,210
Main Terminal Boiler Replacement	2,998,819	607,073	74,135	74,135	74,135	(829,478)	(607,073)	-
Roadway Expansion Joint Repair/Replacement	1,985,973	402,036	49,096	49,096	49,096	49,096	196,384	598,420
Airport-wide Flight Information Display System (FIDS)/Baggage Information Display System (BIDS) and Signage Replacement	7,681,742	1,555,074	189,902	189,902	189,902	189,902	759,608	2,314,682
Airport-wide In-line Baggage System Design	1,688,077	341,731	41,731	41,731	41,731	41,731	166,924	508,655
Airport Master Plan Update	4,170,543	844,276	103,101	103,101	103,101	103,101	412,404	1,256,680
Runway 10/28- Runway Safety Area Improvements	23,155,051	10,709,393	385,766	385,766	385,766	385,765	1,543,063	12,252,456
South Cargo Ramp Rehabilitation	5,957,918	1,206,108	147,287	147,287	147,287	147,287	589,148	1,795,256
Taxiway N Rehabilitation	8,738,280	1,768,960	216,021	216,021	216,021	216,021	864,084	2,633,044
SIDA Security System Enhancements	1,985,973	402,037	49,096	49,096	49,096	49,096	196,384	598,421
Interactive Part 139 Airport Operations Training Program	496,493	100,509	12,274	12,274	12,274	12,274	49,096	149,605
Main Substation (MS1 & MS2) Redundant Electrical Power Feed & Emergency Generators	8,261,646	1,672,504	204,237	204,237	204,237	1,107,849	1,720,560	3,393,064
<b>Total</b>	<b>\$ 592,180,668</b>	<b>\$ 454,105,242</b>	<b>\$ 4,250,001</b>	<b>\$ 4,250,001</b>	<b>\$ 4,250,001</b>	<b>\$ 4,249,997</b>	<b>\$ 17,000,000</b>	<b>\$ 471,105,242</b>

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**CITY OF CLEVELAND, OHIO  
DEPARTMENT OF PORT CONTROL  
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**NOTES TO SCHEDULE OF EXPENDITURES OF PASSENGER FACILITY CHARGES  
For the Year Ended December 31, 2017**

**GENERAL**

The accompanying schedule presents all activity of the Divisions' PFC program. The Divisions' reporting entity is defined in Note A – Summary of Significant Accounting Policies to the Divisions' financial statement.

**BASIS OF PRESENTATION**

The accompanying schedule is presented on the cash basis of accounting.